DEPOSITORY AGREEMENT

We hereby offer to pay interest on the deposits of the City of Chicago and the Chicago Board of Education in Fiscal Year 2022 in accordance with the following schedules:

INTEREST-BEARING DEPOSITS

We hereby offer to pay interest on deposit accounts of the City of Chicago and Chicago Board of Education at the following minimum rate(s):

Type of Account	Rate	Minimum Deposit Requirement (if any)
Public Funds Total NOW	1 Year Fixed Rate: 5bps	$100,000

TIME DEPOSITS OR CERTIFICATES OF DEPOSIT

We hereby offer to pay interest on single maturity time deposits or certificates of deposit of $100,000 or more at the then current market rate being paid by our institution on similar principal amounts and for similar maturity terms; or at the following other rates:

CD Term	Rate
1 month	5bps
2 month	5bps
3 month	5bps
4 month	5bps
5 month	5bps
6 month	5bps
9 month	5bps
12 month	5bps

The City shall reject the Proposal of any institution that does not offer rates on certificates of deposit or time deposits as prescribed above.

We understand that:

$ Interest on all certificates of deposit shall be computed on a 360-day basis rounded to 3 decimals.

$ Interest shall be paid to the City on the date of maturity.

Furthermore, we understand that any costs incurred in administering the City's account, including any costs incurred in collateralizing and safekeeping the City's investments, will be borne by our institution.

We understand the City's objective to invest its monies with financial institutions that demonstrate a commitment to benefit Chicago's communities and, in accordance with Chapter 2-32-440 of the Municipal Code of Chicago, have provided supplemental information to demonstrate our commitment. It is further understood that all information included in, attached to, or required by this Depository Agreement and related documents responding to the City’s Request for Proposal shall become public record upon delivery to the City.

We certify that we have read the terms and conditions of this Request for Proposal and fully understand its intent. We also certify that we have adequate personnel, equipment and facilities to fulfill all requirements and to qualify as a municipal depository. Upon execution by the City below, it is our understanding that the Depository Agreement, along with all the requirements, provisions and stipulations as contained in the Request for Proposal, which is incorporated herein by reference, constitute the agreement between our institution and the City.

Submitted by: **Lucy J. Czyz**

Title: **Senior Vice President, Senior Relationship Manager**

Date: **11/08/2021**

Authorized Signature: Lucy J. Czyz

Name of Institution: **Fifth Third Bank, National Association**
Location of Principal Place of Business: **222 South Riverside Plaza, Chicago, IL 60606**
If known, please indicate which City Ward the Principal Place of Business is located: **42nd Ward**

How many facilities are located within the City of Chicago and zip codes of facilities? **43 branch locations and 1 Chicago Headquarter Office (222 South Riverside Plaza).**

Is your bank a Regularly Organized State Bank, National Bank, or Federal Bank? (Please indicate State, National or Federal) **National Bank**
Is your bank Federally Insured? **Yes** Type of Insurance? **FDIC**
Is your bank Minority Owned? (as defined by the Federal Reserve Board) **No**

What is the Bank's Aggregate Amount of Capital Stock as of 12/31/20? **$4.167 billion**
Surplus as of 12/31/20? **$3.635 billion** Total Assets as of 12/31/20? **$204.680 billion**

Name of Person Preparing the Proposal: **Lucy J. Czyz**
Work Phone: **(312) 704-7138** Fax: **(844) 806-5627** Email: **Lucy.Czyz@53.com**

Executed for the City of Chicago:

By: ____

Title: ____

Date: ____

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:

Fifth Third Bank, National Association

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [X] 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: 38 Fountain Square Plaza
Cincinnati, OH 45263

C. Telephone: 312-704-7138 Fax: ____________ Email: lucy.czyz@53.com

D. Name of contact person: Lucy Czyz

E. Federal Employer Identification No. (if you have one): 31-0676865

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

Designation as a 2022 Municipal Depository for City of Chicago and Chicago Board of Education Funds Specification number 1231948

G. Which City agency or department is requesting this EDS? Department of Finance

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

Specification # ______________ and Contract # ______________

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
[x] 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)

____

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

Fifth Third Bank, National Association is a national bank registered under the laws of the United States

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 [X] 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

Please see attached list

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
See Exhibit A		

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 [x] 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 [x] 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:

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 [x] 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 (indicate whether paid or estimated.) **NOTE:** "hourly rate" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

[X] 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 [X] 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:

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").

N/A

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.

N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)
[x] 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):

____

____

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 [x] 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

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.

_X_ 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):

____

N/A

____

(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.

Fifth Third Bank, National Association
(Print or type exact legal name of Disclosing Party)

By: H. Samuel Lind
(Sign here)

H. Samuel Lind
(Print or type name of person signing)

Associate General Counsel and Senior Vice President
(Print or type title of person signing)

Signed and sworn to before me on (date) 10-20-21,

at Hamilton County, Ohio (state).

Jessica Dipre
Notary Public

Commission expires: N/A

NOTARIAL SEAL STATE OF OHIO

JESSICA A. DIPRE
ATTORNEY AT LAW
Notary Public, State of Ohio
My Commission Has No Expiration
Section 147.03 R.C.

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 [X] 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.

___

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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 [X] 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 [X] 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.

____
____
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CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX C
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.

[X] 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.

____

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FIFTH THIRD BANK, NATIONAL ASSOCIATION	
Name	**Title**
Akins, Nicholas K.	Director
Anderson, Lars C.	Executive Vice President & Vice Chairman of Commercial Banking and Strategic Growth Initiatives
Bayh, B. Evan III	Director
Benitez, Jorge L.	Director
Blackburn, Katherine B.	Director
Brumback, Emerson L.	Director
Carmichael, Greg D.	Director, President & Chief Executive Officer
Clement-Holmes, Linda W.	Director
Daniels, C. Bryan	Director
Feiger, Mitchell S.	Director
Garrett, Kristine R.	Executive Vice President and Head of Wealth and Asset Management
Hammond, Howard	Executive Vice President and Head of Consumer Banking
Harvey, Thomas H.	Director
Heminger, Gary R.	Director
Hoover, Jewell D.	Director
Nancy Pinckney	Senior Vice President and Chief Human Resources Officer
Lavender, Kevin P.	Executive Vice President and Head of Corporate Banking
Leonard, James C.	Executive Vice President and Chief Financial Officer
Mallesch, Eileen A.	Director
McCallister, Michael B.	Director
Schramm, Jude A.	Executive Vice President and Chief Information Officer
Shaffer, Robert P.	Executive Vice President and Chief Risk Officer
Spence, Timothy N.	Executive Vice President
Stein, Richard L.	Executive Vice President and Chief Credit Officer
Stevens, Melissa R.	Executive Vice President and Head of Digital, Marketing, Design and Innovation
Williams, Marsha C.	Director
Zaunbrecher, Susan B.	Executive Vice President and Chief Legal Officer

Exhibit A

Fifth Third Financial Corporation, 38 Fountain Square Plaza, Cincinnati, OH 45263 – 100% owner of Fifth Third Bank, National Association.

Fifth Third Bancorp, 38 Fountain Square Plaza, Cincinnati, OH 45263 – 100% owner of Fifth Third Financial Corporation.

The Vanguard Group, 100 Vanguard Blvd, Malvern, PA 19355 – owns 11.8% interest in Fifth Third Bancorp.   See ADV

Blackrock, Inc., 55 East 52nd Street, New York, NY 10055 – owns a 7.6% interest in Fifth Third Bancorp. See ADV

Note: Rule 1G applies, and Form ADV for all entities has been submitted.

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:

Fifth Third Financial Corporation

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [ ] the Applicant
   OR
2. [X] 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: Fifth Third Bank, National Association
   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: 38 Fountain Square Plaza
Cincinnati, OH 45263

C. Telephone: 312-704-7138 Fax: ____________ Email: lucy.czyz@53.com

D. Name of contact person: Lucy Czyz

E. Federal Employer Identification No. (if you have one): 31-1755886

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

Designation as a 2022 Municipal Depository for City of Chicago and Chicago Board of Education Funds Specification number 1231948

G. Which City agency or department is requesting this EDS? Department of Finance

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

Specification # ____________ and Contract # ____________

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
[X] 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)

____

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

Ohio

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 [X] 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
Please see attached list	

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
See Exhibit A		

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 [x] 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 [x] 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:

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 [x] 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 (indicate whether paid or estimated.) **NOTE:** "hourly rate" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

[X] 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 [X] 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:

Certifying to all except, B8, B9, B10 as they do not apply as Fifth Third Financial Corporation is not the applicant.

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").

None

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)
[x] 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):

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 [X] 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

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.

_X_ 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):

____

N/A

____

(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.

Fifth Third Financial Corporation
(Print or type exact legal name of Disclosing Party)

By: H. Samuel Lind
(Sign here)

H. Samuel Lind
(Print or type name of person signing)

Assistant Secretary
(Print or type title of person signing)

Signed and sworn to before me on (date) 10-20-21,

at Hamilton County, Ohio (state).

Jessica A. Dipre
Notary Public

Commission expires: NA

NOTARIAL SEAL
STATE OF OHIO

JESSICA A. DIPRE
ATTORNEY AT LAW
Notary Public, State of Ohio
My Commission Has No Expiration
Section 147.03 R.C.

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 [X] 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 [X] 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 [X] 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

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

[x] 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.

___

___

___

FIFTH THIRD FINANCIAL CORPORATION	
Name	**Title**
Anderson, Lars C.	Executive Vice President & Vice Chairman of Commercial Banking and Strategic Growth Initiatives
Carmichael, Greg D.	Director & Chief Executive Officer
Cliffel, Albert P., III	Senior Vice President and Corporate Tax Director
Duba, Brian S.	Assistant Secretary
Garrett, Kristine R.	Executive Vice President and Head of Wealth and Asset Management
Hazel, Mark D.	Executive Vice President and Controller
Nancy Pinckney	Senior Vice President and Interim Chief Human Resources Officer
Lavender, Kevin P.	Executive Vice President and Head of Corporate Banking
Leonard, James C.	Executive Vice President and Chief Financial Officer
Lind, H. Samuel	Assistant Secretary
Preston, Bryan D.	Treasurer
Schramm, Jude A.	Executive Vice President and Chief Information Officer
Shaffer, Robert P.	Executive Vice President and Chief Risk Officer
Spence, Timothy N.	President
Stein, Richard L.	Executive Vice President and Chief Credit Officer
Stevens, Melissa R.	Executive Vice President and Head of Digital, Marketing, Design and Innovation
Zaunbrecher, Susan B.	Director, Executive Vice President and Chief Legal Officer

Exhibit A

Fifth Third Financial Corporation, 38 Fountain Square Plaza, Cincinnati, OH 45263 – 100% owner of Fifth Third Bank, National Association.

Fifth Third Bancorp, 38 Fountain Square Plaza, Cincinnati, OH 45263 – 100% owner of Fifth Third Financial Corporation.

The Vanguard Group, 100 Vanguard Blvd, Malvern, PA 19355 – owns 11.8% interest in Fifth Third Bancorp.   See ADV

Blackrock, Inc., 55 East 52nd Street, New York, NY 10055 – owns a 7.6% interest in Fifth Third Bancorp. See ADV

Note: Rule 1G applies, and Form ADV for all entities has been submitted.

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:

Fifth Third Bancorp

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:
1. [ ] the Applicant
OR
2. [x] 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: Fifth Third Bank, National Association
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: 38 Fountain Square Plaza
Cincinnati, OH 45263

C. Telephone: 312-704-7138 Fax: ____________ Email: lucy.czyz@53.com

D. Name of contact person: Lucy Czyz

E. Federal Employer Identification No. (if you have one): 31-0854434

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

Designation as a 2022 Municipal Depository for City of Chicago and Chicago Board of Education Funds
Specification number 1231948

G. Which City agency or department is requesting this EDS? Department of Finance

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

Specification # ______________ and Contract # ______________

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

[ ] Person
[x] 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)

____

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

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 [x] 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 attached	

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
See Exhibit A		

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 [x] 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 [x] 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:

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 [x] 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 (indicate whether paid or estimated.) **NOTE:** "hourly rate" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

[x] 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 [X] 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:
Certifying to all except, B8, B9, B10 as they do not apply as Fifth Third Bancorp is not the applicant.

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").

N/A

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.

N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)
[x] 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):

N/A

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 [x] 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

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.

__X__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):

____

N/A

____

(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.

Fifth Third Bancorp
(Print or type exact legal name of Disclosing Party)

By: H. Samuel Lind
(Sign here)

H. Samuel Lind
(Print or type name of person signing)

Assistant Secretary
(Print or type title of person signing)

Signed and sworn to before me on (date) 10-20-21,

at Hamilton County, Ohio (state).

____
Notary Public

Commission expires: NA

NOTARIAL SEAL
STATE OF OHIO

JESSICA A. DIPRE
ATTORNEY AT LAW
Notary Public, State of Ohio
My Commission Has No Expiration
Section 147.03 R.C.

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 [X] 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.

Not applicable as Fifth Third Bancorp has indirect ownership over the applicant

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.

Not applicable as Fifth Third Bancorp has indirect ownership over the applicant

CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX C

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

[X] 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.

____

____

____

FIFTH THIRD BANCORP	
Name	**Title**
Akins, Nicholas K.	Director
Anderson, Lars C.	Executive Vice President & Vice Chairman of Commercial Banking and Strategic Growth Initiatives
Bayh, B. Evan III	Director
Benitez, Jorge L.	Director
Blackburn, Katherine B.	Director
Brumback, Emerson L.	Director
Carmichael, Greg D.	Director & Chief Executive Officer
Clement-Holmes, Linda W.	Director
Daniels, C. Bryan	Director
Feiger, Mitchell S.	Director
Garrett, Kristine R.	Executive Vice President and Head of Wealth and Asset Management
Hammond, Howard	Executive Vice President and Head of Consumer Banking
Harvey, Thomas H.	Director
Heminger, Gary R.	Director
Hoover, Jewell D.	Director
Nancy Pinckney	Senior Vice President and Chief Human Resources Officer
Lavender, Kevin P.	Executive Vice President and Head of Corporate Banking
Leonard, James C.	Executive Vice President and Chief Financial Officer
Mallesch, Eileen A.	Director
McCallister, Michael B.	Director
Schramm, Jude A.	Executive Vice President and Chief Information Officer
Shaffer, Robert P.	Executive Vice President and Chief Risk Officer
Spence, Timothy N.	President
Stein, Richard L.	Executive Vice President and Chief Credit Officer
Stevens, Melissa R.	Executive Vice President and Head of Digital, Marketing, Design and Innovation
Williams, Marsha C.	Director
Zaunbrecher, Susan B.	Executive Vice President and Chief Legal Officer

Exhibit A

Fifth Third Financial Corporation, 38 Fountain Square Plaza, Cincinnati, OH 45263 – 100% owner of Fifth Third Bank, National Association.

Fifth Third Bancorp, 38 Fountain Square Plaza, Cincinnati, OH 45263 – 100% owner of Fifth Third Financial Corporation.

The Vanguard Group, 100 Vanguard Blvd, Malvern, PA 19355 – owns 11.8% interest in Fifth Third Bancorp.   See ADV

Blackrock, Inc., 55 East 52nd Street, New York, NY 10055 – owns a 7.6% interest in Fifth Third Bancorp. See ADV

Note: Rule 1G applies, and Form ADV for all entities has been submitted.

FORM ADV

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPO

'rimary Business Name: BLACKROCK ADVISORS, LLC
)ther-Than-Annual Amendment - All Sections
/12/2021 5:10:41 PM

WARNING: Complete this form truthfully. False statements or omissions may result in denial of your application, revocation of your registration, keep this form updated by filing periodic amendments. See Form ADV General Instruction 4.

tem 1 Identifying Information

Responses to this Item tell us who you are, where you are doing business, and how we can contact you. If you are filing an *umbrella registratior* orovided for the *filing adviser* only. General Instruction 5 provides information to assist you with filing an *umbrella registration*.

A. Your full legal name (if you are a sole proprietor, your last, first, and middle names):
BLACKROCK ADVISORS, LLC

B. (1) Name under which you primarily conduct your advisory business, if different from Item 1.A.
BLACKROCK ADVISORS, LLC

List on Section 1.B. of Schedule D any additional names under which you conduct your advisory business.

(2) If you are using this Form ADV to register more than one investment adviser under an *umbrella registration*, check this box ☐

If you check this box, complete a Schedule R for each relying adviser.

C. If this filing is reporting a change in your legal name (Item 1.A.) or primary business name (Item 1.B.(1)), enter the new name and specify wl
☐ your legal name or ☐ your primary business name:

D. (1) If you are registered with the SEC as an investment adviser, your SEC file number: **801-47710**

(2) If you report to the SEC as an *exempt reporting adviser*, your SEC file number:

(3) If you have one or more Central Index Key numbers assigned by the SEC ("CIK Numbers"), all of your CIK numbers:

CIK Number
1086364

E. (1) If you have a number ("*CRD* Number") assigned by the *FINRA's CRD* system or by the IARD system, your *CRD* number: **106614**

If your firm does not have a CRD number, skip this Item 1.E. Do not provide the CRD number of one of your officers, employees, or affiliates

(2) If you have additional *CRD* Numbers, your additional *CRD* numbers:

No Information Filed

F. *Principal Office and Place of Business*

(1) Address (do not use a P.O. Box):

Number and Street 1: 55 EAST 52ND STREET		Number and Street 2:	
City: NEW YORK	State: New York	Country: United States	ZIP+4/Postal Code: 10055

If this address is a private residence, check this box: ☐

G. Mailing address, if different from your *principal office and place of business* address:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

H. If you are a sole proprietor, state your full residence address, if different from your *principal office and place of business* address in Item 1.F.

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

I. Do you have one or more websites or accounts on publicly available social media platforms (including, but not limited to, Twitter, Facebook

If "yes," list all firm website addresses and the address for each of the firm's accounts on publicly available social media platforms on Sectio address serves as a portal through which to access other information you have published on the web, you may list the portal without listing a information. You may need to list more than one portal address. Do not provide the addresses of websites or accounts on publicly available not control the content. Do not provide the individual electronic mail (e-mail) addresses of employees or the addresses of employee accoui platforms.

J. Chief Compliance Officer

(1) Provide the name and contact information of your Chief Compliance Officer. If you are an *exempt reporting adviser*, you must provide the Compliance Officer, if you have one. If not, you must complete Item 1.K. below.

Name: Other titles, if any:

Telephone number: Facsimile number, if any:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

Electronic mail (e-mail) address, if Chief Compliance Officer has one:

(2) If your Chief Compliance Officer is compensated or employed by any *person* other than you, a *related person* or an investment company Company Act of 1940 that you advise for providing chief compliance officer services to you, provide the *person's* name and IRS Employer Ide

Name:

IRS Employer Identification Number:

K. Additional Regulatory Contact Person: If a person other than the Chief Compliance Officer is authorized to receive information and respond may provide that information here.

Name: Titles:

Telephone number: Facsimile number, if any:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

Electronic mail (e-mail) address, if contact person has one:

L. Do you maintain some or all of the books and records you are required to keep under Section 204 of the Advisers Act, or similar state law, s *principal office and place of business*?

If "yes," complete Section 1.L. of Schedule D.

For purposes of Item 1.O. only, "assets" refers to your total assets, rather than the assets you manage on behalf of clients. Determine your to
on the balance sheet for your most recent fiscal year end.

P. Provide your *Legal Entity Identifier* if you have one:
5493001LN9MRM6A35J74

A *legal entity identifier* is a unique number that companies use to identify each other in the financial marketplace. You may not have a *legal*

SECTION 1.B. Other Business Names

No Information Filed

SECTION 1.F. Other Offices

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1: 60 STATE STREET		Number and Street 2: 19TH/20TH FLOOR	
City: BOSTON	State: Massachusetts	Country: United States	ZIP+4/Posta 02109

If this address is a private residence, check this box: ☐

Telephone Number: 617-357-1200	Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
237771

How many *employees* perform investment advisory functions from this office location?
4

Are other business activities conducted at this office location? (check all that apply)

☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☐ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
238819

How many *employees* perform investment advisory functions from this office location?
5

Are other business activities conducted at this office location? (check all that apply)
☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☐ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis
separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are a
the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
1 UNIVERSITY SQUARE DRIVE

Number and Street 2:

City:
PRINCETON

State:
New Jersey

Country:
United States

ZIP+4/Postal C
08540-6455

If this address is a private residence, check this box: ☐

Telephone Number:
609-853-6500

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
307367

How many *employees* perform investment advisory functions from this office location?
36

Are other business activities conducted at this office location? (check all that apply)
☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☑ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Telephone Number: 415-670-2000

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
100031

How many *employees* perform investment advisory functions from this office location?
57

Are other business activities conducted at this office location? (check all that apply)

- [x] (1) Broker-dealer (registered or unregistered)
- [x] (2) Bank (including a separately identifiable department or division of a bank)
- [ ] (3) Insurance broker or agent
- [x] (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- [x] (5) Registered municipal advisor
- [ ] (6) Accountant or accounting firm
- [ ] (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis
separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are
the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1: 40 EAST 52ND STREET

Number and Street 2:

City:	State:	Country:	ZIP+4/Postal Co
NEW YORK	New York	United States	10022

If this address is a private residence, check this box: [ ]

Telephone Number: 212-810-5300

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
238819

How many *employees* perform investment advisory functions from this office location?
9

Are other business activities conducted at this office location? (check all that apply)

- [x] (1) Broker-dealer (registered or unregistered)
- [ ] (2) Bank (including a separately identifiable department or division of a bank)
- [ ] (3) Insurance broker or agent
- [ ] (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

DENVER	Colorado	United States	80206

If this address is a private residence, check this box: ☐

Telephone Number:
303-468-5500

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:

How many *employees* perform investment advisory functions from this office location?
0

Are other business activities conducted at this office location? (check all that apply)

☐ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☐ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis
separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are
the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
4400 MACARTHUR BOULEVARD

Number and Street 2:
SUITE 700

City:	State:	Country:	ZIP+4/Postal C
NEWPORT BEACH	California	United States	92660

If this address is a private residence, check this box: ☐

Telephone Number:
949-623-0700

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
630549

How many *employees* perform investment advisory functions from this office location?
1

Are other business activities conducted at this office location? (check all that apply)

☑ (1) Broker-dealer (registered or unregistered)

Number and Street 1:
400 BELLEVUE PARKWAY

Number and Street 2:

City:	State:	Country:	ZIP+4/Postal Cc
WILMINGTON	Delaware	United States	19809

If this address is a private residence, check this box: ☐

Telephone Number:
302-797-2000

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
100027

How many *employees* perform investment advisory functions from this office location?
0

Are other business activities conducted at this office location? (check all that apply)

☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☐ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis
separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are a
the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
100 BELLEVUE PARKWAY

Number and Street 2:

City:	State:	Country:	ZIP+4/Postal Cc
WILMINGTON	Delaware	United States	19809

If this address is a private residence, check this box: ☐

Telephone Number:
302-797-2000

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
100027

How many *employees* perform investment advisory functions from this office location?

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis
separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are
the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
227 WEST MONROE STREET

Number and Street 2:
SUITE 2800

City:
CHICAGO

State:
Illinois

Country:
United States

ZIP+4/Postal Code
60606

If this address is a private residence, check this box: ☐

Telephone Number:
312-395-9300

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i
Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
100028

How many *employees* perform investment advisory functions from this office location?
0

Are other business activities conducted at this office location? (check all that apply)

☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☑ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis
separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are a
the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
601 UNION STREET

Number and Street 2:
56TH FLOOR

City:
SEATTLE

State:
Washington

Country:
United States

ZIP+4/Postal C
98101

If this address is a private residence, check this box: ☐

Telephone Number:
206-613-6700

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
2929 ARCH STREET, 16TH FLOOR

Number and Street 2:
SUITE 1600

City:
PHILADELPHIA

State:
Pennsylvania

Country:
United States

ZIP+4/Postal
19104

If this address is a private residence, check this box: ☐

Telephone Number:
215-349-9700

Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
567305

How many *employees* perform investment advisory functions from this office location?
6

Are other business activities conducted at this office location? (check all that apply)

☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☐ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☐ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are a the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1:
725 PONCE DE LEON AVE NE

Number and Street 2:

City:
ATLANTA

State:
Georgia

Country:
United States

ZIP+4/Postal Code
30306

If this address is a private residence, check this box: ☐

☐ (5) Registered municipal advisor

☐ (6) Accountant or accounting firm

☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

ECTION 1.I. Website Addresses

List your website addresses, including addresses for accounts on publicly available social media platforms where you control the content (inclu Facebook and/or LinkedIn). You must complete a separate Schedule D Section 1.I. for each website or account on a publicly available social m

Address of Website/Account on Publicly Available Social Media Platform: https://www.facebook.com/BlackRock

Address of Website/Account on Publicly Available Social Media Platform: https://www.linkedin.com/company/blackrock

Address of Website/Account on Publicly Available Social Media Platform: https://twitter.com/blackrock

Address of Website/Account on Publicly Available Social Media Platform: https://www.linkedin.com/company/ishares

Address of Website/Account on Publicly Available Social Media Platform: https://www.facebook.com/iShares/

Address of Website/Account on Publicly Available Social Media Platform: https://twitter.com/ishares

Address of Website/Account on Publicly Available Social Media Platform: http://instagram.com/blackrock

Address of Website/Account on Publicly Available Social Media Platform: https://blackrock.com

Address of Website/Account on Publicly Available Social Media Platform: https://ishares.com

ECTION 1.L. Location of Books and Records

Complete the following information for each location at which you keep your books and records, other than your *principal office and place of bus* Schedule D, Section 1.L. for each location.

Name of entity where books and records are kept:

( ) other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN, INC.

Number and Street 1:
5443 S. 108TH E AVE

Number and Street 2:

City:
TULSA

State:
Oklahoma

Country:
United States

ZIP+4/Postal Co
74146

If this address is a private residence, check this box: ☐

Telephone Number:
(918) 280-0841

Facsimile number, if any:

This is (check one):

( ) one of your branch offices or affiliates.

(•) a third-party unaffiliated recordkeeper.

( ) other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN, INC.

Number and Street 1:
8150 SIGNAL CT.

Number and Street 2:

City:
SACRAMENTO

State:
California

Country:
United States

ZIP+4/Postal Co
95824

If this address is a private residence, check this box: ☐

Telephone Number:
(833) 630-7484

Facsimile number, if any:

This is (check one):

( ) one of your branch offices or affiliates.

(•) a third-party unaffiliated recordkeeper.

( ) other.

(800) 899-4766

This is (check one):

- ( ) one of your branch offices or affiliates.
- (•) a third-party unaffiliated recordkeeper.
- ( ) other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN DO BRASIL LTDA.

Number and Street 1:
AV PREFEITO JOÃO VILALLOBO QUERO, 1200

Number and Street 2:

City:
BARUERI- SÃO PAULO

State:

Country:
Brazil

ZIP+4/Pos
06400-00'

If this address is a private residence, check this box: [ ]

Telephone Number:
55 11 37670818

Facsimile number, if any:

This is (check one):

- ( ) one of your branch offices or affiliates.
- (•) a third-party unaffiliated recordkeeper.
- ( ) other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN NEDERLAND B.V.

Number and Street 1:
J. KEPLERWEG 2

Number and Street 2:

City:
ALPHEN AAN DEN RIJN

State:

Country:
Netherlands

ZIP+4/Postal Code
2408 AC

If this address is a private residence, check this box: [ ]

Telephone Number:
+31720460070

Facsimile number, if any:

This is (check one):

TOLOCHENAZ Switzerland 1131

If this address is a private residence, check this box: ☐

Telephone Number:
41 21 621 7003

Facsimile number, if any:

This is (check one):

- ◉ one of your branch offices or affiliates.
- ○ a third-party unaffiliated recordkeeper.
- ○ other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN MEXICO S DE RL DE CV

Number and Street 1:
PARQUE INDUSTRIAL TOLUCA 2000

Number and Street 2:

City:
TOLUCA

State:

Country:
Mexico

ZIP+4/Postal Coc
50200

If this address is a private residence, check this box: ☐

Telephone Number:
800 5526246

Facsimile number, if any:

This is (check one):

- ○ one of your branch offices or affiliates.
- ◉ a third-party unaffiliated recordkeeper.
- ○ other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN A/S

Number and Street 1:
STAMHOLMEN 167G

Number and Street 2:

City:
HVIDOVRE

State:

Country:
Denmark

ZIP+4/Postal Code:
DK-2650

If this address is a private residence, check this box: ☐

IRON MOUNTAIN, INC.

Number and Street 1:
11333 E. 53RD AVE

Number and Street 2:

City:
DENVER

State:
Colorado

Country:
United States

ZIP+4/Postal Coc
80239

If this address is a private residence, check this box: ☐

Telephone Number:
(800) 934-3453

Facsimile number, if any:

This is (check one):

○ one of your branch offices or affiliates.

● a third-party unaffiliated recordkeeper.

○ other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN, INC.

Number and Street 1:
600 DISTRIBUTION DRIVE

Number and Street 2:

City:
ATLANTA

State:
Georgia

Country:
United States

ZIP+4/Postal Code
30336

If this address is a private residence, check this box: ☐

Telephone Number:
(800) 899-4766

Facsimile number, if any:

This is (check one):

○ one of your branch offices or affiliates.

● a third-party unaffiliated recordkeeper.

○ other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN, INC.

Number and Street 1:

Number and Street 2:

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN, INC.

Number and Street 1:
1201 FREEDOM ROAD

Number and Street 2:

City:
CRANBERRY TWP

State:
Pennsylvania

Country:
United States

ZIP+4/Postal (
16066

If this address is a private residence, check this box: ☐

Telephone Number:
(800) 899-4766

Facsimile number, if any:

This is (check one):

- ○ one of your branch offices or affiliates.
- ◉ a third-party unaffiliated recordkeeper.
- ○ other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

Name of entity where books and records are kept:
IRON MOUNTAIN, INC.

Number and Street 1:
6935 FLANDERS DRIVE

Number and Street 2:

City:
SAN DIEGO

State:
California

Country:
United States

ZIP+4/Postal Co
92121

If this address is a private residence, check this box: ☐

Telephone Number:
(800) 899-4766

Facsimile number, if any:

This is (check one):

- ○ one of your branch offices or affiliates.
- ◉ a third-party unaffiliated recordkeeper.
- ○ other.

Briefly describe the books and records kept at this location.
BOOKS AND RECORDS REQUIRED TO BE KEPT IN COMPLIANCE WITH THE INVESTMENT ADVISERS ACT OF 1940.

(a) has regulatory assets under management of $100 million (in U.S. dollars) or more; or

(b) has regulatory assets under management of $90 million (in U.S. dollars) or more at the time of filing its most recent *annual u* with the SEC;

☐ (2) are a **mid-sized advisory firm** that has regulatory assets under management of $25 million (in U.S. dollars) or more but less thar you are either:

(a) not required to be registered as an adviser with the *state securities authority* of the state where you maintain your *principal offi*

(b) not subject to examination by the *state securities authority* of the state where you maintain your *principal office and place of bu*

Click HERE for a list of states in which an investment adviser, if registered, would not be subject to examination by the state se

(3) Reserved

☐ (4) have your *principal office and place of business* **outside the United States**;

☑ (5) are **an investment adviser (or subadviser) to an investment company** registered under the Investment Company Act of 1940;

☐ (6) are **an investment adviser to a company which has elected to be a business development company** pursuant to section 54 of tl and has not withdrawn the election, and you have at least $25 million of regulatory assets under management;

☐ (7) are a **pension consultant** with respect to assets of plans having an aggregate value of at least $200,000,000 that qualifies for the

☐ (8) are a **related adviser** under rule 203A-2(b) that *controls*, is *controlled* by, or is under common *control* with, an investment adviser t your *principal office and place of business* is the same as the registered adviser;

If you check this box, complete Section 2.A.(8) of Schedule D.

☐ (9) are an **adviser** relying on rule 203A-2(c) because you **expect to be eligible for SEC registration within 120 days;**

If you check this box, complete Section 2.A.(9) of Schedule D.

☐ (10) are a **multi-state adviser** that is required to register in 15 or more states and is relying on rule 203A-2(d);

If you check this box, complete Section 2.A.(10) of Schedule D.

☐ (11) are an **Internet adviser** relying on rule 203A-2(e);

☐ (12) have **received an SEC order** exempting you from the prohibition against registration with the SEC;

If you check this box, complete Section 2.A.(12) of Schedule D.

☐ (13) are **no longer eligible** to remain registered with the SEC.

State Securities Authority Notice Filings* and State Reporting by *Exempt Reporting Advisers

C. Under state laws, SEC-registered advisers may be required to provide to *state securities authorities* a copy of the Form ADV and any amend are called *notice filings*. In addition, *exempt reporting advisers* may be required to provide *state securities authorities* with a copy of reports a SEC. If this is an initial application or report, check the box(es) next to the state(s) that you would like to receive notice of this and all subseq the SEC. If this is an amendment to direct your *notice filings* or reports to additional state(s), check the box(es) next to the state(s) that you w all subsequent filings or reports you submit to the SEC. If this is an amendment to your registration to stop your *notice filings* or reports from receive them, uncheck the box(es) next to those state(s).

Jurisdictions

☑ AL	☑ IL	☑ NE	☑ S
☑ AK	☑ IN	☑ NV	☑ S
☑ AZ	☑ IA	☑ NH	☑ T
☑ AR	☑ KS	☑ NJ	☑ T
☑ CA	☑ KY	☑ NM	☑ U
☑ CO	☑ LA	☑ NY	☑ V
☑ CT	☑ ME	☑ NC	☑ V
☑ DE	☑ MD	☑ ND	☑ W

Name of Registered Investment Adviser

CRD Number of Registered Investment Adviser

SEC Number of Registered Investment Adviser

-

;ECTION 2.A.(9) Investment Adviser Expecting to be Eligible for Commission Registration within 120 Days

If you are relying on rule 203A-2(c), the exemption from the prohibition on registration available to an adviser that expects to be eligible for SEC re required to make certain representations about your eligibility for SEC registration. By checking the appropriate boxes, you will be deemed to hav You must make both of these representations:

- ☐ I am not registered or required to be registered with the SEC or a *state securities authority* and I have a reasonable expectation that I will be e 120 days after the date my registration with the SEC becomes effective.
- ☐ I undertake to withdraw from SEC registration if, on the 120th day after my registration with the SEC becomes effective, I would be prohibited b from registering with the SEC.

;ECTION 2.A.(10) Multi-State Adviser

If you are relying on rule 203A-2(d), the multi-state adviser exemption from the prohibition on registration, you are required to make certain repres SEC registration. By checking the appropriate boxes, you will be deemed to have made the required representations.

If you are applying for registration as an investment adviser with the SEC, you must make both of these representations:

- ☐ I have reviewed the applicable state and federal laws and have concluded that I am required by the laws of 15 or more states to register as a *securities authorities* in those states.
- ☐ I undertake to withdraw from SEC registration if I file an amendment to this registration indicating that I would be required by the laws of fewe investment adviser with the *state securities authorities* of those states.

If you are submitting your *annual updating amendment*, you must make this representation:

- ☐ Within 90 days prior to the date of filing this amendment, I have reviewed the applicable state and federal laws and have concluded that I am states to register as an investment adviser with the *state securities authorities* in those states.

;ECTION 2.A.(12) SEC Exemptive *Order*

If you are relying upon an SEC *order* exempting you from the prohibition on registration, provide the following information:

Application Number:

803-

Date of *order*:

tem 3 Form of Organization

f you are filing an *umbrella registration*, the information in Item 3 should be provided for the *filing adviser* only.

A. How are you organized?

- ○ Corporation
- ○ Sole Proprietorship

If you are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor, country where you reside.

If you are changing your response to this Item, see Part 1A Instruction 4.

tem 4 Successions

A. Are you, at the time of this filing, succeeding to the business of a registered investment adviser, including, for example, a change of your stru form of organization or state of incorporation)?

If "yes", complete Item 4.B. and Section 4 of Schedule D.

B. Date of Succession: (MM/DD/YYYY)

If you have already reported this succession on a previous Form ADV filing, do not report the succession again. Instead, check "No." See Pa

ECTION 4 Successions

No Information Filed

tem 5 Information About Your Advisory Business - Employees, Clients, and Compensation

Responses to this Item help us understand your business, assist us in preparing for on-site examinations, and provide us with data we use whe Instruction 5.a. provides additional guidance to newly formed advisers for completing this Item 5.

Employees

If you are organized as a sole proprietorship, include yourself as an employee in your responses to Item 5.A. and Items 5.B.(1), (2), (3), (4), and (than one function, you should count that employee in each of your responses to Items 5.B.(1), (2), (3), (4), and (5).

A. Approximately how many *employees* do you have? Include full- and part-time *employees* but do not include any clerical workers.
283

B. (1) Approximately how many of the *employees* reported in 5.A. perform investment advisory functions (including research)?
187

(2) Approximately how many of the *employees* reported in 5.A. are registered representatives of a broker-dealer?
79

(3) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment ac*
5

(4) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment ac* investment adviser other than you?
5

(5) Approximately how many of the *employees* reported in 5.A. are licensed agents of an insurance company or agency?
0

(6) Approximately how many firms or other *persons* solicit advisory *clients* on your behalf?

businesses organized as sole proprietorships.

The category "business development companies" consists of companies that have made an election pursuant to section 54 of the Investme provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Company (d)(3) below.

Indicate the approximate number of your *clients* and amount of your total regulatory assets under management (reported in Item 5.F. below) type of *client*. If you have fewer than 5 *clients* in a particular category (other than (d), (e), and (f)) you may check Item 5.D.(2) rather than respo

The aggregate amount of regulatory assets under management reported in Item 5.D.(3) should equal the total amount of regulatory assets 5.F.(2)(c) below.

If a *client* fits into more than one category, select one category that most accurately represents the *client* to avoid double counting *clients* and investment company, business development company, or pooled investment vehicle, report those assets in categories (d), (e), and (f) as ap

Type of *Client*	(1) Number of *Client(s)*	(2) Fewer than 5 *Clients*	(3) Ar
(a) Individuals (other than *high net worth individuals*)		☐	
(b) *High net worth individuals*		☑	
(c) Banking or thrift institutions		☐	
(d) Investment companies	232		
(e) Business development companies			
(f) Pooled investment vehicles (other than investment companies and business development companies)	4		
(g) Pension and profit sharing plans (but not the plan participants or government pension plans)		☐	
(h) Charitable organizations		☐	
(i) State or municipal *government entities* (including government pension plans)		☑	
(j) Other investment advisers		☑	
(k) Insurance companies		☐	
(l) Sovereign wealth funds and foreign official institutions		☐	
(m) Corporations or other businesses not listed above		☐	
(n) Other:		☐	

Compensation Arrangements

E. You are compensated for your investment advisory services by (check all that apply):

☑ (1) A percentage of assets under your management
☐ (2) Hourly charges
☐ (3) Subscription fees (for a newsletter or periodical)
☐ (4) Fixed fees (other than subscription fees)
☐ (5) Commissions
☐ (6) *Performance-based fees*
☐ (7) Other (specify):

tem 5 Information About Your Advisory Business - Regulatory Assets Under Management

Regulatory Assets Under Management

F. (1) Do you provide continuous and regular supervisory or management services to securities portfolios?

(2) If yes, what is the amount of your regulatory assets under management and total number of accounts?

☐ (2) Portfolio management for individuals and/or small businesses
☑ (3) Portfolio management for investment companies (as well as "business development companies" that have made an election pu Investment Company Act of 1940)
☑ (4) Portfolio management for pooled investment vehicles (other than investment companies)
☑ (5) Portfolio management for businesses (other than small businesses) or institutional *clients* (other than registered investment co investment vehicles)
☐ (6) Pension consulting services
☐ (7) Selection of other advisers (including *private fund* managers)
☐ (8) Publication of periodicals or newsletters
☐ (9) Security ratings or pricing services
☐ (10) Market timing services
☐ (11) Educational seminars/workshops
☐ (12) Other(specify):

Do not check Item 5.G.(3) unless you provide advisory services pursuant to an investment advisory contract to an investment company regis Company Act of 1940, including as a subadviser. If you check Item 5.G.(3), report the 811 or 814 number of the investment company or inve provide advice in Section 5.G.(3) of Schedule D.

H. If you provide financial planning services, to how many *clients* did you provide these services during your last fiscal year?

○ 0
○ 1 - 10
○ 11 - 25
○ 26 - 50
○ 51 - 100
○ 101 - 250
○ 251 - 500
○ More than 500
If more than 500, how many?
(round to the nearest 500)

In your responses to this Item 5.H., do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory

I. (1) Do you participate in a *wrap fee program*?

(2) If you participate in a *wrap fee program*, what is the amount of your regulatory assets under management attributable to acting as:

(a) *sponsor* to a *wrap fee program*
$

(b) portfolio manager for a *wrap fee program*?
$

(c) *sponsor* to and portfolio manager for the same *wrap fee program*?
$

If you report an amount in Item 5.I.(2)(c), do not report that amount in Item 5.I.(2)(a) or Item 5.I.(2)(b).

If you are a portfolio manager for a wrap fee program, list the names of the programs, their sponsors and related information in Section 5.I.(2

If your involvement in a wrap fee program is limited to recommending wrap fee programs to your clients, or you advise a mutual fund that is do not check Item 5.I.(1) or enter any amounts in response to Item 5.I.(2).

J. (1) In response to Item 4.B. of Part 2A of Form ADV, do you indicate that you provide investment advice only with respect to limited types of in

(4) After subtracting the amounts in Item 5.D.(3)(d)-(f) above from your total regulatory assets under management, does any custodian hold remaining amount of regulatory assets under management?

If yes, complete Section 5.K.(3) of Schedule D for each custodian.

;ECTION 5.G.(3) Advisers to Registered Investment Companies and Business Development Companies

If you check Item 5.G.(3), what is the SEC file number (811 or 814 number) of each of the registered investment companies and business develc as an adviser pursuant to an advisory contract? You must complete a separate Schedule D Section 5.G.(3) for each registered investment comp company to which you act as an adviser.

SEC File Number
811 - 02354

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000001479	$ 358,984,324,732

SEC File Number
811 - 02405

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000002175	$ 1,627,877,313

SEC File Number
811 - 02556

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000002319	$ 361,728,883

SEC File Number
811 - 02688

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000002335	$ 16,140,555,526

SEC File Number
811 - 02739

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002321	$ 1,863,483,902

SEC File Number
811 - 03091

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000003864	$ 65,768,286
S000003866	$ 384,226,162
S000003867	$ 217,390,977

SEC File Number
811 - 03189

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde

S000002880	$ 229,005,463
S000002885	$ 217,390,977
S000002887	$ 384,226,162

SEC File Number
811 - 03451

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 11,232,927,769

SEC File Number
811 - 03618

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000006533	$ 217,390,977

SEC File Number
811 - 04264

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000004030	$ 3,104,844,723

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000004033	$ 2,516,919,934

SEC File Number
811 - 04379

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 1,812,455,933

SEC File Number
811 - 04612

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002177	$ 122,895,088

SEC File Number
811 - 04802

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000004053	$ 7,902,818,539

SEC File Number
811 - 05178

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000002243	$ 229,005,463

SEC File Number
811 - 05542

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 602,188,213

SEC File Number
811 - 05576

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002245	$ 384,226,162

SEC File Number
811 - 05603

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002866	$ 909,706,526

SEC File Number
811 - 05723

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	***Parallel Managed Account* Regulatory assets und**
S000002250	$ 2,292,464,092

SEC File Number
811 - 05739

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	***Parallel Managed Account* Regulatory assets unde**
	$ 513,605,833

SEC File Number
811 - 05742

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	***Parallel Managed Account* Regulatory assets unde**
S000001509	$ 229,005,463
S000008399	$ 51,511,227

SEC File Number
811 - 06349

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

	$ 966,527,598

SEC File Number
811 - 06499

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	***Parallel Managed Account*** **Regulatory assets unde**
	$ 350,997,453

SEC File Number
811 - 06500

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	***Parallel Managed Account*** **Regulatory assets unde**
	$ 824,528,890

SEC File Number
811 - 06502

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	***Parallel Managed Account*** **Regulatory assets unde**
	$ 261,260,350

SEC File Number
811 - 06540

company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
	$ 389,400,958

SEC File Number
811 - 06660

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 687,985,804

SEC File Number
811 - 06669

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002520	$ 217,390,977

SEC File Number
811 - 06692

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 557,808,401

811 - 07080

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
	$ 469,177,362

SEC File Number
811 - 07083

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 69,332,428

SEC File Number
811 - 07136

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 216,261,965

SEC File Number
811 - 07156

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 179,513,226

SEC File Number
811 - 07177

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002541	$ 361,460,331

SEC File Number
811 - 07354

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 413,429,178

SEC File Number
811 - 07478

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 472,315,763

SEC File Number
811 - 07642

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 530,910,274

SEC File Number
811 - 07885

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 3,903,128,714

SEC File Number
811 - 07899

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000003116	$ 6,745,497,183

SEC File Number
811 - 08081

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 329,902,938

SEC File Number
811 - 08090

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

S000043688	$ 222,020,281

SEC File Number
811 - 08215

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	***Parallel Managed Account*** **Regulatory assets unde**
	$ 237,284,658

SEC File Number
811 - 08217

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	***Parallel Managed Account*** **Regulatory assets unde**
	$ 716,623,902

SEC File Number
811 - 08349

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	***Parallel Managed Account*** **Regulatory assets unde**
	$ 574,484,868

SEC File Number
811 - 08573

company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
	$ 483,984,477

SEC File Number
811 - 08707

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 271,311,678

SEC File Number
811 - 08797

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002291	$ 931,059,599

SEC File Number
811 - 09191

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 452,522,383

811 - 09637

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000018499	$ 6,519,221,594

SEC File Number
811 - 09735

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002341	$ 217,390,977

SEC File Number
811 - 09739

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000001970	$ 65,768,286

SEC File Number
811 - 10095

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000002322	$ 364,958,886

SEC File Number
811 - 10331

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 502,345,663

SEC File Number
811 - 10333

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 147,457,410

SEC File Number
811 - 10337

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 291,411,779

SEC File Number
811 - 10339

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 932,401,025

SEC File Number
811 - 21036

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 256,499,433

SEC File Number
811 - 21037

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 0

SEC File Number
811 - 21051

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 31,931,094

SEC File Number
811 - 21053

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

	$ 78,397,947

SEC File Number
811 - 21126

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 508,787,626

SEC File Number
811 - 21178

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 557,185,655

SEC File Number
811 - 21179

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 98,583,442

SEC File Number
811 - 21180

company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
	$ 213,941

SEC File Number
811 - 21184

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 234,116

SEC File Number
811 - 21318

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 2,164,898,128

SEC File Number
811 - 21348

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 905,130,689

811 - 21413

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
	$ 718,996,229

SEC File Number
811 - 21434

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000004067	$ 20,281,627,245

SEC File Number
811 - 21457

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
S000011985	$ 4,775,774,509

SEC File Number
811 - 21506

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets und
	$ 856,781,211

SEC File Number
811 - 21624

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	
	Parallel Managed Account **Regulatory assets unde**
	$ 608,257,374

SEC File Number
811 - 21656

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	
	Parallel Managed Account **Regulatory assets unde**
	$ 238,044,039

SEC File Number
811 - 21702

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	
	Parallel Managed Account **Regulatory assets unde**
	$ 553,168,549

SEC File Number
811 - 21729

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	
	Parallel Managed Account **Regulatory assets unde**
	$ 827,048,023

SEC File Number
811 - 21763

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000057851	$ 13,820,749

SEC File Number
811 - 21784

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 1,776,168,832

SEC File Number
811 - 21793

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 56,843,963

SEC File Number
811 - 21835

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there
company that you advise.

	$ 2,107,027,996

SEC File Number
811 - 22032

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 676,944,126

SEC File Number
811 - 22061

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000020792	$ 16,593,216

SEC File Number
811 - 22426

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 1,447,313,359

SEC File Number
811 - 22501

company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 2,646,027,307

SEC File Number
811 - 22606

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 444,142,342

SEC File Number
811 - 22774

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 1,257,769,161

SEC File Number
811 - 23218

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 241,443,404

811 - 23339

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000062360	$ 26,593,511

SEC File Number
811 - 23340

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000062368	$ 680,723,725

SEC File Number
811 - 23341

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000062371	$ 7,623,476,796

SEC File Number
811 - 23343

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000062381	$ 2,738,061,889

SEC File Number
811 - 23346

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
S000062376	$ 26,593,511

SEC File Number
811 - 23357

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 208,885,188

SEC File Number
811 - 23380

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 175,976,502

SEC File Number
811 - 3990

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

Series ID	*Parallel Managed Account* Regulatory assets unde
	$ 582,311,278

;ECTION 5.I.(2) *Wrap Fee Programs*

No Information Filed

;ECTION 5.K.(1) Separately Managed Accounts

After subtracting the amounts reported in Item 5.D.(3)(d)-(f) from your total regulatory assets under management, indicate the approximate perce attributable to each of the following categories of assets. If the remaining amount is at least $10 billion in regulatory assets under management, remaining amount is less than $10 billion in regulatory assets under management, complete Question (b).

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you s

End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment* . Mi the end of year date. Each column should add up to 100% and numbers should be rounded to the nearest percent.

Investments in derivatives, registered investment companies, business development companies, and pooled investment vehicles should be rep report those investments based on related or underlying portfolio assets. Cash equivalents include bank deposits, certificates of deposit, banke instruments.

Some assets could be classified into more than one category or require discretion about which category applies. You may use your own interna of your service providers in determining how to categorize assets, so long as the methodologies or conventions are consistently applied and cor internally and to current and prospective clients. However, you should not double count assets, and your responses must be consistent with any relating to this Section.

(a)

Asset Type
(i) Exchange-Traded Equity Securities
(ii) Non Exchange-Traded Equity Securities
(iii) U.S. Government/Agency Bonds
(iv) U.S. State and Local Bonds
(v) *Sovereign Bonds*
(vi) Investment Grade Corporate Bonds
(vii) Non-Investment Grade Corporate Bonds
(viii) Derivatives
(ix) Securities Issued by Registered Investment Companies or Business Development Companies
(x) Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companie
(xi) Cash and Cash Equivalents
(xii) Other

Generally describe any assets included in "Other"

(b)

Asset Type
(i) Exchange-Traded Equity Securities
(ii) Non Exchange-Traded Equity Securities
(iii) U.S. Government/Agency Bonds
(iv) U.S. State and Local Bonds

☐ No information is required to be reported in this Section 5.K.(2) per the instructions of this Section 5.K.(2)

If your regulatory assets under management attributable to separately managed accounts are at least $10 billion, you should complete Question management attributable to separately managed accounts are at least $500 million but less than $10 billion, you should complete Question (b).

(a) In the table below, provide the following information regarding the separately managed accounts you advise. If you are a subadviser to a sep only provide information with respect to the portion of the account that you subadvise. End of year refers to the date used to calculate your re for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of g of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borr value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of *borrowings* for the accounts included in column 1.

In column 3, provide aggregate *gross notional value* of derivatives divided by the aggregate regulatory assets under management of the acc respect to each category of derivatives specified in 3(a) through (f).

You may, but are not required to, complete the table with respect to any separately managed account with regulatory assets under managen

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

(i) Mid-Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) *Borrowings*	(3) Derivative Exposures			
			(a) *Interest Rate Derivative*	(b) *Foreign Exchange Derivative*	(c) *Credit Derivative*	(d) *Equi Derivati*
Less than 10%	$	$	%	%	%	%
10-149%	$	$	%	%	%	%
150% or more	$	$	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are us separately managed accounts that you advise.

(ii) End of Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) *Borrowings*	(3) Derivative Exposures			
			(a) *Interest Rate Derivative*	(b) *Foreign Exchange Derivative*	(c) *Credit Derivative*	(d) *Equi Derivati*
Less than 10%	$	$	%	%	%	%
10-149%	$	$	%	%	%	%
150% or more	$	$	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are us separately managed accounts that you advise.

(b) In the table below, provide the following information regarding the separately managed accounts you advise as of the date used to calculate

150% or more	$ 0	

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are us separately managed accounts that you advise.

SECTION 5.K.(3) Custodians for Separately Managed Accounts

Complete a separate Schedule D Section 5.K.(3) for each custodian that holds ten percent or more of your aggregate separately managed acc management.

(a) Legal name of custodian:
BANK OF NEW YORK MELLON, N.A.

(b) Primary business name of custodian:
BANK OF NEW YORK MELLON, N.A.

(c) The location(s) of the custodian's office(s) responsible for *custody* of the assets :

City:	State:	Country:
NEW YORK	New York	United States

(d) Is the custodian a *related person* of your firm?

(e) If the custodian is a broker-dealer, provide its SEC registration number (if any)
-

(f) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its *legal entity i*
HPFHU0OQ28E4N0NFVK49

(g) What amount of your regulatory assets under management attributable to separately managed accounts is held at the custodian?
$ 6,306,003,178

Item 6 Other Business Activities

In this Item, we request information about your firm's other business activities.

A. You are actively engaged in business as a (check all that apply):

- ☐ (1) broker-dealer (registered or unregistered)
- ☐ (2) registered representative of a broker-dealer
- ☑ (3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- ☐ (4) futures commission merchant
- ☐ (5) real estate broker, dealer, or agent
- ☐ (6) insurance broker or agent
- ☐ (7) bank (including a separately identifiable department or division of a bank)
- ☐ (8) trust company
- ☐ (9) registered municipal advisor
- ☐ (10) registered security-based swap dealer
- ☐ (11) major security-based swap participant
- ☐ (12) accountant or accounting firm
- ☐ (13) lawyer or law firm
- ☐ (14) other financial product salesperson (specify):

If you engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Sch

SECTION 6.B.(2) Description of Primary Business

Describe your primary business (not your investment advisory business):

If you engage in that business under a different name, provide that name:

SECTION 6.B.(3) Description of Other Products and Services

Describe other products or services you sell to your *client*. You may omit products and services that you listed in Section 6.B.(2) above.

If you engage in that business under a different name, provide that name:

Item 7 Financial Industry Affiliations

In this Item, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of in your *clients*.

A. This part of Item 7 requires you to provide information about you and your *related persons*, including foreign affiliates. Your *related persons* a any *person* that is under common *control* with you.

You have a *related person* that is a (check all that apply):

- ☑ (1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)
- ☑ (2) other investment adviser (including financial planners)
- ☑ (3) registered municipal advisor
- ☐ (4) registered security-based swap dealer
- ☐ (5) major security-based swap participant
- ☑ (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- ☐ (7) futures commission merchant
- ☑ (8) banking or thrift institution
- ☑ (9) trust company
- ☐ (10) accountant or accounting firm
- ☐ (11) lawyer or law firm
- ☑ (12) insurance company or agency
- ☑ (13) pension consultant
- ☑ (14) real estate broker or dealer
- ☑ (15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- ☑ (16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

Note that Item 7.A. should not be used to disclose that some of your employees perform investment advisory functions or are registered rep, number of your firm's employees who perform investment advisory functions should be disclosed under Item 5.B.(1). The number of your fi representatives of a broker-dealer should be disclosed under Item 5.B.(2).

Note that if you are filing an umbrella registration, you should not check Item 7.A.(2) with respect to your relying advisers, and you do not ha Schedule D for your relying advisers. You should complete a Schedule R for each relying adviser.

For each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Se

You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the re does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) y your relationship with the related person otherwise creates a conflict of interest with your clients.

You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services yo any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operati 206(4)-2 of the Advisers Act.

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT IRELAND LIMITED

2. Primary Business Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT IRELAND LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: | Number and Street 2:
City: | State: | Country: | ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?
FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
France - Financial Markets Authority
Ireland - Central Bank of Ireland
Netherlands - The Netherlands Authority for the Financial Markets

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
COIN PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
COIN PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK INVESTMENT MANAGEMENT, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK INVESTMENT MANAGEMENT, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   801 - 56972
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   108928

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☑ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK INVESTMENTS, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK INVESTMENTS, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   8 - 48436
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):
   38642

   (b) CIK Number(s) (if any):

CIK Number
1528987

(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK MEXICO INFRAESTRUCTURA I, S. DE R.L. DE C.V.

2. Primary Business Name of *Related Person*:
BLACKROCK MEXICO INFRAESTRUCTURA I, S. DE R.L. DE C.V.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK (LUXEMBOURG) S.A.

2. Primary Business Name of *Related Person*:
BLACKROCK (LUXEMBOURG) S.A.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

\-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☑ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?
FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Luxembourg, Grand Duchy of - Commission to Surveillance of the Finance Sector

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK PRIVATE EQUITY NM II, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK PRIVATE EQUITY NM II, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
MP AVIATION HOLDINGS (GENPAR), LLC

2. Primary Business Name of *Related Person*:
MP AVIATION HOLDINGS (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

11. Do you and the related person share any supervised persons?

12. Do you and the *related person* share the same physical location?

1. Legal Name of *Related Person*:
BLACKROCK MD PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK MD PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1:
Number and Street 2:

ORANGE PEP GP, LLC

2. Primary Business Name of *Related Person*:
ORANGE PEP GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
(b) If the answer is yes, under what exemption?

-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK INVESTMENT MANAGEMENT (KOREA) LIMITED

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☑ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
South Korea - Financial Supervisory Commission / Financial Supervisory Service

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT DEUTSCHLAND AG

2. Primary Business Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT DEUTSCHLAND AG

(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Germany - German Federal Financial Supervisory Agency

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
TOTAL ALTERNATIVES FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
TOTAL ALTERNATIVES FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-

- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   GCO LUX GP SARL

2. Primary Business Name of *Related Person*:
   GCO LUX GP SARL

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.

2. Primary Business Name of *Related Person*:
   BLACKROCK INSTITUTIONAL TRUST COMPANY, N.A.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
913414

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

EXCLUDED FROM THE DEFINITION "INVESTMENT ADVISOR" BY VIRTUE OF BEING A BANK

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
China, People's Republic of - China Securities Regulatory Commission
India - Securities and Exchange Board of India
United Kingdom - Financial Conduct Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
LINCOLN PENSION PRIVATE EQUITY GP, LLC

2. Primary Business Name of *Related Person*:
LINCOLN PENSION PRIVATE EQUITY GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
TANGO CAPITAL OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
TANGO CAPITAL OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution

operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami
or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

1. Legal Name of *Related Person*:
BLACKROCK REALTY ADVISORS INC

2. Primary Business Name of *Related Person*:
BLACKROCK REALTY ADVISORS INC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
801 - 54217
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):
109457

(b) CIK Number(s) (if any):

CIK Number
1579407

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☑ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK LIFE LIMITED

2. Primary Business Name of *Related Person*:
   BLACKROCK LIFE LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
1549649

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☑ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
United Kingdom - Financial Conduct Authority
United Kingdom - Prudential Regulation Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BAA CO-INVESTMENT FUND V (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BAA CO-INVESTMENT FUND V (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   RED RIVER PRIVATE EQUITY III, LLC

2. Primary Business Name of *Related Person*:
   RED RIVER PRIVATE EQUITY III, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
BAA CO-INVESTMENT FUND IV (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BAA CO-INVESTMENT FUND IV (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1:
Number and Street 2:
City:
State:
Country:
ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   [illegible] ☐ [illegible]
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*
   (a) *CRD* Number (if any):
   288041
   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BAA FINANCIAL VENTURES II (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BAA FINANCIAL VENTURES II (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   PROJECT FINALE CO-INVESTMENT FUND (GENPAR), L.L.C.

2. Primary Business Name of *Related Person*:
   PROJECT FINALE CO-INVESTMENT FUND (GENPAR), L.L.C.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is re

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
SPECIAL CREDIT OPPORTUNITIES (GENPAR), LLC

2. Primary Business Name of *Related Person*:
SPECIAL CREDIT OPPORTUNITIES (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK HAJAR PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK HAJAR PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

Number and Street 1: | Number and Street 2:
City: | State: | Country: | ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
PRIVATE EQUITY PARTNERS VII GP (US) L.P.

2. Primary Business Name of *Related Person*:
PRIVATE EQUITY PARTNERS VII GP (US) L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLK2020 PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLK2020 PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BIS BRAZOS INFRASTRUCTURE GP, LLC

2. Primary Business Name of *Related Person*:
BIS BRAZOS INFRASTRUCTURE GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
BAA CUSTOM PARTNERSHIPS (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BAA CUSTOM PARTNERSHIPS (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
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(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
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(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
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(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
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   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK CAPITAL INVESTMENT ADVISORS, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK CAPITAL INVESTMENT ADVISORS, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   [illegible]

(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK NAF FUND A GP, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK NAF FUND A GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*

(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BIS NYC INFRASTRUCTURE EMERGING MANAGER OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BIS NYC INFRASTRUCTURE EMERGING MANAGER OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BAA PRIVATE CAPITAL III (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BAA PRIVATE CAPITAL III (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

   (b) ☐ other investment adviser (including financial planners)

   (c) ☐ registered municipal advisor

   (d) ☐ registered security-based swap dealer

   (e) ☐ major security-based swap participant

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK MCKINNEY OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK MCKINNEY OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK (CHANNEL ISLANDS) LIMITED

2. Primary Business Name of *Related Person*:
   BLACKROCK (CHANNEL ISLANDS) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
1388403

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Jersey - Jersey Financial Services Commission

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK MASTER HEDGE FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BLACKROCK MASTER HEDGE FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
FIXED INCOME OPPORTUNITIES NERO (GENPAR), LLC

2. Primary Business Name of *Related Person*:
FIXED INCOME OPPORTUNITIES NERO (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
LONG TERM PRIVATE CAPITAL GP S.A R.L.

2. Primary Business Name of *Related Person*:
LONG TERM PRIVATE CAPITAL GP S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)

- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT CANADA LIMITED / GESTION D'ACTIFS BLK

2. Primary Business Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT CANADA LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   PRIVATE FUND ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Canada - Alberta Securities Commission
Canada - British Columbia Securities Commission
Canada - Manitoba Securities Commission
Canada - Nova Scotia Securities Commission
Canada - Ontario Securities Commission
Other - CANADA - NEW BRUNSWICK SECURITIES COMMISSION
Other - CANADA - NEWFOUNDLAND AND LABRADOR, FINANCIAL SERVICES REGULATION DIVISION
Other - CANADA - NORTHWEST TERRITORIES, OFFICE OF THE REGISTRAR OF SECURITIES
Other - CANADA - NUNAVUT, REGISTRAR OF SECURITIES
Other - CANADA - PRINCE EDWARD ISLAND, SECURITIES OFFICE
Other - CANADA - SASKATCHEWAN FINANCIAL SERVICES COMMISSION
Other - FRANCE - FINANCIAL MARKETS AUTHORITY

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLK 2019 EVERGREEN GP S.A.R.L.

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
RED RIVER PRIVATE EQUITY II, LLC

2. Primary Business Name of *Related Person*:
RED RIVER PRIVATE EQUITY II, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or

(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TENNENBAUM SENIOR LOAN MM V, LLC

2. Primary Business Name of *Related Person*:
   TENNENBAUM SENIOR LOAN MM V, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TENNENBAUM SENIOR LOAN GP II, LLC

2. Primary Business Name of *Related Person*:
   TENNENBAUM SENIOR LOAN GP II, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

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1. Legal Name of *Related Person*:
TENNENBAUM SENIOR LOAN GP III, LLC

2. Primary Business Name of *Related Person*:
TENNENBAUM SENIOR LOAN GP III, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution

operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami
or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK GP VI LTD

2. Primary Business Name of *Related Person*:
BLACKROCK GP VI LTD

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

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1. Legal Name of *Related Person*:
TCP DIRECT LENDING MM VIII-S, LLC

2. Primary Business Name of *Related Person*:
TCP DIRECT LENDING MM VIII-S, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
CO-INVESTMENT INCOME FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
CO-INVESTMENT INCOME FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
OAK MARSH GLOBAL OPPORTUNITIES FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
OAK MARSH GLOBAL OPPORTUNITIES FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☑ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*

Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ALTERNATIVE ADVISORS (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK ALTERNATIVE ADVISORS (GENPAR), LLC

(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
   No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
HIGH CEDAR GP, LLC

2. Primary Business Name of *Related Person*:
HIGH CEDAR GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TENNENBAUM SPECIAL SITUATIONS MM IX-A, LLC

2. Primary Business Name of *Related Person*:
   TENNENBAUM SPECIAL SITUATIONS MM IX-A, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TENNENBAUM CAPITAL PARTNERS, LLC

2. Primary Business Name of *Related Person*:
   TENNENBAUM CAPITAL PARTNERS, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   801 - 60384
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):
   113203

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

   (b) ☑ other investment adviser (including financial planners)

   (c) ☐ registered municipal advisor

   (d) ☐ registered security-based swap dealer

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Ireland - Central Bank of Ireland

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK POF I, L.P.

2. Primary Business Name of *Related Person*:
BLACKROCK POF I, L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company

or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
PROJECT TETL INVESTCO (GENPAR), LLC

2. Primary Business Name of *Related Person*:
PROJECT TETL INVESTCO (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
FUTUREADVISOR, INC.

2. Primary Business Name of *Related Person*:
FUTUREADVISOR, INC.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
801 - 71929
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):
154604
(b) CIK Number(s) (if any):

CIK Number
1556846

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☑ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK ENERGY OPPORTUNITY FUND GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK ENERGY OPPORTUNITY FUND GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami

1. Legal Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND II (UK GENPAR) LLP

2. Primary Business Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND II (UK GENPAR) LLP

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

BL LEPUS GENPAR LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
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(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
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6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK FUND ADVISORS

2. Primary Business Name of *Related Person*:
   BLACKROCK FUND ADVISORS

(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
India - Securities and Exchange Board of India
Other - SAUDI ARABIA CAPITAL MARKET AUTHORITY

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND III (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND III (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK SECURITIZED INVESTORS (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BLACKROCK SECURITIZED INVESTORS (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK INVESTMENT MANAGEMENT (DUBLIN) LIMITED

2. Primary Business Name of *Related Person*:
BLACKROCK INVESTMENT MANAGEMENT (DUBLIN) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):
   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Ireland - Central Bank of Ireland

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

   BLACKROCK POF III (GP), LLC

2. Primary Business Name of *Related Person*:

   BLACKROCK POF III (GP), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

   -

   or

   Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

   (b) ☐ other investment adviser (including financial planners)

   (c) ☐ registered municipal advisor

   (d) ☐ registered security-based swap dealer

   (e) ☐ major security-based swap participant

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLK2018 PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLK2018 PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK CREDIT ALPHA (GENPAR), L.L.C.

2. Primary Business Name of *Related Person*:
BLACKROCK CREDIT ALPHA (GENPAR), L.L.C.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
TENNENBAUM SENIOR LOAN GP IV-B, LLC

2. Primary Business Name of *Related Person*:
TENNENBAUM SENIOR LOAN GP IV-B, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump

12. Do you and the related person share the same physical location?

1. Legal Name of *Related Person*:
ISHARES (DE) I INVESTMENTAKTIENGESELLSCHAFT MIT TEILGESELLSCHAFTSVERMAGEN

2. Primary Business Name of *Related Person*:
ISHARES (DE) I INVESTMENTAKTIENGESELLSCHAFT MIT TEILGESELLSCHAFTSVERMAGEN

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

CIK Number
1512562

5. *Related Person* is: (check all that apply)
- (a) ☑ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☑ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:

1. Legal Name of *Related Person*:
BLACKROCK DIVERSIFIED PRIVATE OPPORTUNITIES II GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK DIVERSIFIED PRIVATE OPPORTUNITIES II GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
(b) If the answer is yes, under what exemption?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1:
   Number and Street 2:
   City:
   State:
   Country:
   ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1:
Number and Street 2:
City:
State:
Country:
ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

1. Legal Name of *Related Person*:
NEIL ENHANCED OPPORTUNITIES FUND (GENPAR), LLC

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TSCL PRIVATE MARKETS GP, LLC

2. Primary Business Name of *Related Person*:
   TSCL PRIVATE MARKETS GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

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1. Legal Name of *Related Person*:
   TCP DIRECT LENDING VIII MM, LLC

2. Primary Business Name of *Related Person*:
   TCP DIRECT LENDING VIII MM, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   HIGH ROCK GP, LLC

2. Primary Business Name of *Related Person*:
   HIGH ROCK GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   (b) CIK Number(s) (if any):
   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   GLOBAL ENERGY & POWER INFRASTRUCTURE ADVISORS, L.L.C.

2. Primary Business Name of *Related Person*:
   GLOBAL ENERGY & POWER INFRASTRUCTURE ADVISORS, L.L.C.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BR CO-INVESTMENT ALFA BETA GP, LLC

2. Primary Business Name of *Related Person*:
BR CO-INVESTMENT ALFA BETA GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
CAPITOL HILL CO-INVESTMENT FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
CAPITOL HILL CO-INVESTMENT FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(2) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK MEXICO INFRAESTRUCTURA III, S DE R.L. DE C.V.

2. Primary Business Name of *Related Person*:
BLACKROCK MEXICO INFRAESTRUCTURA III, S DE R.L. DE C.V.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
BR OPPORTUNISTIC GP, LLC

2. Primary Business Name of *Related Person*:
BR OPPORTUNISTIC GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK PRIVATE EQUITY WY, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK PRIVATE EQUITY WY, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK RRR (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK RRR (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK INFRASTRUCTURE MANAGEMENT I, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK INFRASTRUCTURE MANAGEMENT I, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Cayman Islands - Cayman Islands Monetary Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

   BLACKROCK INTERNATIONAL LIMITED

2. Primary Business Name of *Related Person*:

   BLACKROCK INTERNATIONAL LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

   801 - 51087

   or

   Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   106843

   (b) CIK Number(s) (if any):

CIK Number
1322981

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

   (b) ☑ other investment adviser (including financial planners)

   (c) ☐ registered municipal advisor

   (d) ☐ registered security-based swap dealer

7. Are you and the *related person* under common control?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
South Korea - Financial Supervisory Commission / Financial Supervisory Service
United Kingdom - Financial Conduct Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK EXECUTION SERVICES

2. Primary Business Name of *Related Person*:
BLACKROCK EXECUTION SERVICES

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
8 - 48719
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):
39438

(b) CIK Number(s) (if any):

CIK Number
1002197

5. *Related Person* is: (check all that apply)

(a) ☑ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
GLOBAL ENERGY & POWER INFRASTRUCTURE GP, L.P.

2. Primary Business Name of *Related Person*:
GLOBAL ENERGY & POWER INFRASTRUCTURE GP, L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   1885 PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
   1885 PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLK2018 CORE PRIVATE EQUITY GP, LLC

2. Primary Business Name of *Related Person*:
BLK2018 CORE PRIVATE EQUITY GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami

1. Legal Name of *Related Person*:
BLACKROCK PROPERTY FRANCE SARL

2. Primary Business Name of *Related Person*:
BLACKROCK PROPERTY FRANCE SARL

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☑ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

2. Primary Business Name of *Related Person*:
BV PE OPPORTUNITIES GP S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
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   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
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   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

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8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   FAIR LANE INVESTMENT PARTNERS (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   FAIR LANE INVESTMENT PARTNERS (GENPAR), LLC

(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TOTAL ALTERNATIVES FUND (GENPAR) LLC

2. Primary Business Name of *Related Person*:
   TOTAL ALTERNATIVES FUND (GENPAR) LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   APO GLOBAL HEALTHCARE GP S.A R.L.

2. Primary Business Name of *Related Person*:
   APO GLOBAL HEALTHCARE GP S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK OPERATIONS (LUXEMBOURG) S.A R.L.

2. Primary Business Name of *Related Person*:
   BLACKROCK OPERATIONS (LUXEMBOURG) S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK ASSET MANAGEMENT INTERNATIONAL INC.

2. Primary Business Name of *Related Person*:
BLACKROCK ASSET MANAGEMENT INTERNATIONAL INC.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

CIK Number
1579406

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami
or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
TENNENBAUM ENHANCED YIELD MM I, LLC

2. Primary Business Name of *Related Person*:
TENNENBAUM ENHANCED YIELD MM I, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   GLOBAL ENERGY & POWER INFRASTRUCTURE GP II, L.P.

2. Primary Business Name of *Related Person*:
   GLOBAL ENERGY & POWER INFRASTRUCTURE GP II, L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK PRIVATE EQUITY AK, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK PRIVATE EQUITY AK, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
SVOF/MM, LLC, SERIES G

2. Primary Business Name of *Related Person*:
SVOF/MM, LLC, SERIES G

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)

- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK ASSET MANAGEMENT SCHWEIZ AG

2. Primary Business Name of *Related Person*:
BLACKROCK ASSET MANAGEMENT SCHWEIZ AG

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Switzerland - Swiss Financial Market Supervisory Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
GLOBAL ENERGY & POWER INFRASTRUCTURE II ADVISORS, L.L.C.

2. Primary Business Name of *Related Person*:
GLOBAL ENERGY & POWER INFRASTRUCTURE II ADVISORS, L.L.C.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK POF II (GP), L.P.

2. Primary Business Name of *Related Person*:
   BLACKROCK POF II (GP), L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
HIGH STREET GP, LLC

2. Primary Business Name of *Related Person*:
HIGH STREET GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK DIVPEP V, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK DIVPEP V, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   PROJECT GLOW CO-INVESTMENT FUND (GENPAR), L.L.C.

2. Primary Business Name of *Related Person*:
   PROJECT GLOW CO-INVESTMENT FUND (GENPAR), L.L.C.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
MIDDLE MARKET SENIOR FUND GP S.A.R.L.

2. Primary Business Name of *Related Person*:
MIDDLE MARKET SENIOR FUND GP S.A.R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ERI PRIVATE OPPORTUNITIES GP S.A R.L.

2. Primary Business Name of *Related Person*:
   BLACKROCK ERI PRIVATE OPPORTUNITIES GP S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

2. Primary Business Name of *Related Person*:
SVOF/MM, LLC, SERIES I

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK DIRECT LENDING IX GP, LLC

2. Primary Business Name of *Related Person*:

(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
EMPIREPM B 2017-10 (GENPAR), LLC

2. Primary Business Name of *Related Person*:
EMPIREPM B 2017-10 (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   SVOF/MM, LLC

2. Primary Business Name of *Related Person*:
   SVOF/MM, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   801 - 63473
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):
   132205

   (b) CIK Number(s) (if any):

   No Information Filed

(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Ireland - Central Bank of Ireland

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BAA CO-INVESTMENT FUND III (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BAA CO-INVESTMENT FUND III (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK BRASIL GESTORA DE INVESTTIMENTOS LTDA.

2. Primary Business Name of *Related Person*:
BLACKROCK BRASIL GESTORA DE INVESTTIMENTOS LTDA.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution

operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami
or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?
FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Brazil - Securities and Exchange Commission

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

1. Legal Name of *Related Person*:
BAA REAL ASSETS (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BAA REAL ASSETS (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BAA REAL ASSETS II (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BAA REAL ASSETS II (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK INVERWOOD PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK INVERWOOD PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump

1. Legal Name of *Related Person*:
BLACKROCK MSV PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK MSV PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

2. Primary Business Name of *Related Person*:
MULTI-ALTERNATIVE OPPORTUNITIES FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK LUXEMBOURG MULTI-ALTERNATIVE INCOME G.P. S.A R.L.

2. Primary Business Name of *Related Person*:
   BLACKROCK LUXEMBOURG MULTI-ALTERNATIVE INCOME G.P. S.A R.L.

(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

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1. Legal Name of *Related Person*:
SULLIVAN WAY PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
SULLIVAN WAY PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK INVESTMENT MANAGEMENT (UK) LIMITED

2. Primary Business Name of *Related Person*:
   BLACKROCK INVESTMENT MANAGEMENT (UK) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   802 - 76129
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   162379
   (b) CIK Number(s) (if any):

CIK Number
1388401

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?
   PRIVATE FUND ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?

   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
India - Securities and Exchange Board of India
United Kingdom - Financial Conduct Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK SPECIAL OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK SPECIAL OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)

(p) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK CASCADE OPPORTUNITIES FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK CASCADE OPPORTUNITIES FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
HR US INFRA EQUITY (GENPAR), LLC

2. Primary Business Name of *Related Person*:
HR US INFRA EQUITY (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
AVIATION HOLDINGS III (GENPAR), LLC

2. Primary Business Name of *Related Person*:
AVIATION HOLDINGS III (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
AVIATION HOLDINGS GENPAR, LLC

2. Primary Business Name of *Related Person*:
AVIATION HOLDINGS GENPAR, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
- (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☐ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☐ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump

1. Legal Name of *Related Person*:
   BLACKROCK NTR RENEWABLE POWER FUND (GENPAR), L.P.

2. Primary Business Name of *Related Person*:
   BLACKROCK NTR RENEWABLE POWER FUND (GENPAR), L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

2. Primary Business Name of *Related Person*:
BLACKROCK INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
1461626

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☑ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   PARTICIPATING AFFILIATE

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TENNENBAUM HEARTLAND GP, LLC

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLK2019 PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLK2019 PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ASF PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK ASF PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BR CORE PLUS GP, LLC

2. Primary Business Name of *Related Person*:
BR CORE PLUS GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   TENNENBAUM WATERMAN GP, LLC

2. Primary Business Name of *Related Person*:
   TENNENBAUM WATERMAN GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump
operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami
or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
CARBON VII GP LLC

2. Primary Business Name of *Related Person*:
CARBON VII GP LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND III (LUX GENPAR), S.A.R.L.

2. Primary Business Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND III (LUX GENPAR), S.A.R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
POF IV GP S.A.R.L.

2. Primary Business Name of *Related Person*:
POF IV GP S.A.R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
BLACKROCK SECONDARIES & LIQUIDITY SOLUTIONS (GENPAR), S.A R.L.

2. Primary Business Name of *Related Person*:
BLACKROCK SECONDARIES & LIQUIDITY SOLUTIONS (GENPAR), S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
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(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK NHRS GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK NHRS GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
   No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK DIVPEP I, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK DIVPEP I, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK CAPITAL MANAGEMENT, INC.

2. Primary Business Name of *Related Person*:
BLACKROCK CAPITAL MANAGEMENT, INC.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
801 - 57038
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):
108069

(b) CIK Number(s) (if any):

CIK Number
108069
108069

(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK FINANCIAL MANAGEMENT, INC

2. Primary Business Name of *Related Person*:
   BLACKROCK FINANCIAL MANAGEMENT, INC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   801 - 48433
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   107105
   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Canada - Alberta Securities Commission
Canada - Manitoba Securities Commission
Canada - Newfoundland and Labrador, Financial Services Regulation Division
Canada - Nova Scotia Securities Commission
Canada - Ontario Securities Commission
Canada - Quebec, Financial Markets Authority
Canada - Yukon Territories, Registrar of Securities
Hong Kong - Securities and Futures Commission
Ireland - Central Bank of Ireland

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
NC GARNET FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
NC GARNET FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ADVISORS (UK) LIMITED

2. Primary Business Name of *Related Person*:
   BLACKROCK ADVISORS (UK) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   802 - 76133
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):
   162380

   (b) CIK Number(s) (if any):

CIK Number
1034551

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

   (b) ☑ other investment adviser (including financial planners)

   (c) ☐ registered municipal advisor

   (d) ☐ registered security-based swap dealer

   (e) ☐ major security-based swap participant

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

   PARTICIPATING AFFILIATE

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
China, People's Republic of - China Securities Regulatory Commission
Other - SAUDI ARABIA - CAPITAL MARKET AUTHORITY
South Korea - Financial Supervisory Commission / Financial Supervisory Service
United Kingdom - Financial Conduct Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

   ISHARES DELAWARE TRUST SPONSOR LLC

2. Primary Business Name of *Related Person*:

   ISHARES DELAWARE TRUST SPONSOR LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

   -

   or

   Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

   (b) ☐ other investment adviser (including financial planners)

   (c) ☐ registered municipal advisor

   (d) ☐ registered security-based swap dealer

   (e) ☐ major security-based swap participant

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BAA PRIVATE CAPITAL 2002 (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BAA PRIVATE CAPITAL 2002 (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   ORANGE 2015 DISLOCREDIT FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   ORANGE 2015 DISLOCREDIT FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLUE PENINSULA FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BLUE PENINSULA FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump

1. Legal Name of *Related Person*:
BLACKROCK FUND MANAGERS LIMITED

2. Primary Business Name of *Related Person*:
BLACKROCK FUND MANAGERS LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
1388402

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:

1. Legal Name of *Related Person*:
BLACKROCK PRIVATE EQUITY NM, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK PRIVATE EQUITY NM, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:

   HEATHROW FOREST OPPORTUNITIES GP. LLC

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK US COMMERCIAL REAL ESTATE WHOLE LOAN FUND (GENPAR), LTD.

2. Primary Business Name of *Related Person*:
BLACKROCK US COMMERCIAL REAL ESTATE WHOLE LOAN FUND (GENPAR), LTD.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
   No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
TENNENBAUM SPECIAL SITUATIONS IX-S GP, LLC

2. Primary Business Name of *Related Person*:
TENNENBAUM SPECIAL SITUATIONS IX-S GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND III (GENPAR), L.P.

2. Primary Business Name of *Related Person*:
BLACKROCK GLOBAL RENEWABLE POWER FUND III (GENPAR), L.P.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
SCALA GP S.A R.L.

2. Primary Business Name of *Related Person*:
SCALA GP S.A R.L.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK HEARTLAND PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK HEARTLAND PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT NORTH ASIA LIMITED

2. Primary Business Name of *Related Person*:
   BLACKROCK ASSET MANAGEMENT NORTH ASIA LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   801 - 77343
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   165482
   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

Name of Country/English Name of *Foreign Financial Regulatory Authority*
China, People's Republic of - China Securities Regulatory Commission
Hong Kong - Securities and Futures Commission
India - Securities and Exchange Board of India
Other - HONG KONG - SECURITIES AND FUTURES COMMISSION
South Korea - Financial Supervisory Commission / Financial Supervisory Service

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK (SINGAPORE) LIMITED

2. Primary Business Name of *Related Person*:
BLACKROCK (SINGAPORE) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
801 - 76926
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):
164594
(b) CIK Number(s) (if any):

CIK Number
1559921

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☑ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☑ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
China, People's Republic of - China Securities Regulatory Commission
India - Securities and Exchange Board of India
Singapore - Monetary Authority of Singapore
South Korea - Financial Supervisory Commission / Financial Supervisory Service

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BAA PRIVATE CAPITAL II (GENPAR), LLC

2. Primary Business Name of *Related Person*:
BAA PRIVATE CAPITAL II (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK GEMINI PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
BLACKROCK GEMINI PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

1. Legal Name of *Related Person*:
NDSIB PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
NDSIB PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
1559920

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Other - LUXEMBOURG - LUXEMBOURG TRADE AND COMPANIES REGISTER (THE REGISTRE DE COMMERCE ET DES SOCIETES)

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

1. Legal Name of *Related Person*:
FAIR (GENPAR), LLC

2. Primary Business Name of *Related Person*:

(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK PROPERTY CONSULTING (BEIJING) CO., LTD.

2. Primary Business Name of *Related Person*:
BLACKROCK PROPERTY CONSULTING (BEIJING) CO., LTD.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
(b) If the answer is yes, under what exemption?
FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
BLACKROCK INVESTMENT MANAGEMENT (TAIWAN) LIMITED

2. Primary Business Name of *Related Person*:
BLACKROCK INVESTMENT MANAGEMENT (TAIWAN) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

   FOREIGN PRIVATE ADVISER

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Taiwan - Financial Supervisory Commission

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK DIVPEP II, LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK DIVPEP II, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BLACKROCK DIVPEP III LLC

2. Primary Business Name of *Related Person*:
   BLACKROCK DIVPEP III LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
VFL CO INVEST PARTNERS GP, LLC

2. Primary Business Name of *Related Person*:
VFL CO INVEST PARTNERS GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   BAA CO-INVESTMENT FUND (GENPAR), LLC

2. Primary Business Name of *Related Person*:
   BAA CO-INVESTMENT FUND (GENPAR), LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   FM PRIVATE OPPORTUNITIES GP, LLC

2. Primary Business Name of *Related Person*:
   FM PRIVATE OPPORTUNITIES GP, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami

1. Legal Name of *Related Person*:
TENNENBAUM SENIOR LOAN GP IV-A, LLC

2. Primary Business Name of *Related Person*:
TENNENBAUM SENIOR LOAN GP IV-A, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:
If this address is a private residence, check this box: ☐

BLACKROCK JAPAN CO., LTD.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

- (a) ☑ broker-dealer, municipal securities dealer, or government securities broker or dealer
- (b) ☑ other investment adviser (including financial planners)
- (c) ☐ registered municipal advisor
- (d) ☐ registered security-based swap dealer
- (e) ☐ major security-based swap participant
- (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- (g) ☐ futures commission merchant
- (h) ☐ banking or thrift institution
- (i) ☐ trust company
- (j) ☐ accountant or accounting firm
- (k) ☐ lawyer or law firm
- (l) ☐ insurance company or agency
- (m) ☐ pension consultant
- (n) ☑ real estate broker or dealer
- (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

PARTICIPATING AFFILIATE

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)

-

or

Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer

(b) ☐ other investment adviser (including financial planners)

(c) ☐ registered municipal advisor

(d) ☐ registered security-based swap dealer

(e) ☐ major security-based swap participant

(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)

(g) ☐ futures commission merchant

(h) ☐ banking or thrift institution

(i) ☐ trust company

(j) ☐ accountant or accounting firm

(k) ☐ lawyer or law firm

(l) ☐ insurance company or agency

(m) ☐ pension consultant

(n) ☐ real estate broker or dealer

(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles

(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:

   City: State: Country: ZIP+4/Postal Code:

   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

tem 7 *Private Fund* Reporting

SECTION 7.B.(2) *Private Fund* Reporting

No Information Filed

Item 8 Participation or Interest in *Client* Transactions

In this Item, we request information about your participation and interest in your *clients'* transactions. This information identifies additional areas i between you and your *clients*. Newly-formed advisers should base responses to these questions on the types of participation and interest that yo year.

Like Item 7, Item 8 requires you to provide information about you and your *related persons*, including foreign affiliates.

Proprietary Interest in *Client* Transactions

A. Do you or any *related person*:

(1) buy securities for yourself from advisory *clients*, or sell securities you own to advisory *clients* (principal transactions)?

(2) buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory *clients*?

(3) recommend securities (or other investment products) to advisory *clients* in which you or any *related person* has some other proprietary than those mentioned in Items 8.A.(1) or (2))?

Sales Interest in *Client* Transactions

B. Do you or any *related person*:

(1) as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory or bought from the brokerage customer (agency cross transactions)?

(2) recommend to advisory *clients*, or act as a purchaser representative for advisory *clients* with respect to, the purchase of securities for wh *person* serves as underwriter or general or managing partner?

(3) recommend purchase or sale of securities to advisory *clients* for which you or any *related person* has any other sales interest (other tha commissions as a broker or registered representative of a broker-dealer)?

Investment or Brokerage Discretion

C. Do you or any *related person* have *discretionary authority* to determine the:

(1) securities to be bought or sold for a *client's* account?

(2) amount of securities to be bought or sold for a *client's* account?

(3) broker or dealer to be used for a purchase or sale of securities for a *client's* account?

(4) commission rates to be paid to a broker or dealer for a *client's* securities transactions?

D. If you answer "yes" to C.(3) above, are any of the brokers or dealers *related persons*?

E. Do you or any *related person* recommend brokers or dealers to *clients*?

F. If you answer "yes" to E. above, are any of the brokers or dealers *related persons*?

G. (1) Do you or any *related person* receive research or other products or services other than execution from a broker-dealer or a third party ("s connection with *client* securities transactions?

(2) If "yes" to G.(1) above, are all the "soft dollar benefits" you or any *related persons* receive eligible "research or brokerage services" under Securities Exchange Act of 1934?

H. (1) Do you or any *related person*, directly or indirectly, compensate any *person* that is not an *employee* for *client* referrals?

(2) Do you or any *related person*, directly or indirectly, provide any *employee* compensation that is specifically related to obtaining *clients* fo compensation in addition to the *employee's* regular salary)?

(b) securities?

If you are registering or registered with the SEC, answer "No" to Item 9.A.(1)(a) and (b) if you have custody solely because (i) you deduct you clients' accounts, or (ii) a related person has custody of client assets in connection with advisory services you provide to clients, but you have are not operationally independent (pursuant to Advisers Act rule 206(4)-2(d)(5)) from the related person.

(2) If you checked "yes" to Item 9.A.(1)(a) or (b), what is the approximate amount of *client* funds and securities and total number of *clients* fo

U.S. Dollar Amount	Total Number of *Clients*
(a) $	(b)

If you are registering or registered with the SEC and you have custody solely because you deduct your advisory fees directly from your client of those assets and the number of those clients in your response to Item 9.A.(2). If your related person has custody of client assets in connec provide to clients, do not include the amount of those assets and number of those clients in your response to 9.A.(2). Instead, include that inf (2).

B. (1) In connection with advisory services you provide to *clients*, do any of your *related persons* have *custody* of any of your advisory *clients'*:

(a) cash or bank accounts?

(b) securities?

You are required to answer this item regardless of how you answered Item 9.A.(1)(a) or (b).

(2) If you checked "yes" to Item 9.B.(1)(a) or (b), what is the approximate amount of *client* funds and securities and total number of *clients* fo *custody*:

U.S. Dollar Amount	Total Number of *Clients*
(a) $	(b)

C. If you or your *related persons* have *custody* of *client* funds or securities in connection with advisory services you provide to *clients*, check all th

(1) A qualified custodian(s) sends account statements at least quarterly to the investors in the pooled investment vehicle(s) you manage.

(2) An *independent public accountant* audits annually the pooled investment vehicle(s) that you manage and the audited financial stateme investors in the pools.

(3) An *independent public accountant* conducts an annual surprise examination of *client* funds and securities.

(4) An *independent public accountant* prepares an internal control report with respect to custodial services when you or your *related persor* for *client* funds and securities.

If you checked Item 9.C.(2), C.(3) or C.(4), list in Section 9.C. of Schedule D the accountants that are engaged to perform the audit or examin report. (If you checked Item 9.C.(2), you do not have to list auditor information in Section 9.C. of Schedule D if you already provided this infor funds you advise in Section 7.B.(1) of Schedule D).

D. Do you or your *related person(s)* act as qualified custodians for your *clients* in connection with advisory services you provide to *clients*?

(1) you act as a qualified custodian

(2) your *related person(s)* act as qualified custodian(s)

If you checked "yes" to Item 9.D.(2), all related persons that act as qualified custodians (other than any mutual fund transfer agent pursuant t identified in Section 7.A. of Schedule D, regardless of whether you have determined the related person to be operationally independent unde

E. If you are filing your *annual updating amendment* and you were subject to a surprise examination by an *independent public accountant* durir date (MM/YYYY) the examination commenced:

you filed with your initial application or report, you must complete Schedule C.

A. Does any *person* not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, *control* your management or policies?

If yes, complete Section 10.A. of Schedule D.

B. If any *person* named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of th please complete Section 10.B. of Schedule D.

ECTION 10.A. *Control Persons*

No Information Filed

ECTION 10.B. *Control Person* Public Reporting Companies

B. If any *person* named in Schedules A, B, or C, or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of t please provide the following information (you must complete a separate Schedule D Section 10.B. for each public reporting company):

(1) Full legal name of the public reporting company:

(2) The public reporting company's CIK number (Central Index Key number that the SEC assigns to each reporting company):

tem 11 Disclosure Information

In this Item, we ask for information about your disciplinary history and the disciplinary history of all your *advisory affiliates*. We use this information application for registration, to decide whether to revoke your registration or to place limitations on your activities as an investment adviser, and to focus on during our on-site examinations. One event may result in "yes" answers to more than one of the questions below. In accordance with Ge and "your" include the *filing adviser* and all *relying advisers* under an *umbrella registration*.

Your *advisory affiliates* are: (1) all of your current *employees* (other than *employees* performing only clerical, administrative, support or similar fun partners, or directors (or any *person* performing similar functions); and (3) all *persons* directly or indirectly *controlling* you or *controlled* by you. If y department or division" (SID) of a bank, see the Glossary of Terms to determine who your *advisory affiliates* are.

If you are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit your disclosure to event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For purposes of calculating this ten-year period, t order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments, or decrees lapsed.

You must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.

Do any of the events below involve you or any of your *supervised persons*?

For "yes" answers to the following questions, complete a Criminal Action DRP:

A. In the past ten years, have you or any *advisory affiliate*:

(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any *felony*?

(2) been *charged* with any *felony*?

If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 1 pending.

(4) entered an *order* against you or any *advisory affiliate* in connection with *investment-related* activity?

(5) imposed a civil money penalty on you or any *advisory affiliate*, or *ordered* you or any *advisory affiliate* to cease and desist from any activit

D. Has any other federal regulatory agency, any state regulatory agency, or any *foreign financial regulatory authority*:

(1) ever *found* you or any *advisory affiliate* to have made a false statement or omission, or been dishonest, unfair, or unethical?

(2) ever *found* you or any *advisory affiliate* to have been *involved* in a violation of *investment-related* regulations or statutes?

(3) ever *found* you or any *advisory affiliate* to have been a cause of an *investment-related* business having its authorization to do business revoked, or restricted?

(4) in the past ten years, entered an *order* against you or any *advisory affiliate* in connection with an *investment-related* activity?

(5) ever denied, suspended, or revoked your or any *advisory affiliate's* registration or license, or otherwise prevented you or any *advisory aff* associating with an *investment-related* business or restricted your or any *advisory affiliate's* activity?

E. Has any *self-regulatory organization* or commodities exchange ever:

(1) *found* you or any *advisory affiliate* to have made a false statement or omission?

(2) *found* you or any *advisory affiliate* to have been *involved* in a violation of its rules (other than a violation designated as a "*minor rule viola* by the SEC)?

(3) *found* you or any *advisory affiliate* to have been the cause of an *investment-related* business having its authorization to do business der or restricted?

(4) disciplined you or any *advisory affiliate* by expelling or suspending you or the *advisory affiliate* from membership, barring or suspending from association with other members, or otherwise restricting your or the *advisory affiliate's* activities?

F. Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any *advisory affiliate* ever been revoked or sus

G. Are you or any *advisory affiliate* now the subject of any regulatory *proceeding* that could result in a "yes" answer to any part of Item 11.C., 11.I

For "yes" answers to the following questions, complete a Civil Judicial Action DRP:

H. (1) Has any domestic or foreign court:

(a) in the past ten years, *enjoined* you or any *advisory affiliate* in connection with any *investment-related* activity?

(b) ever *found* that you or any *advisory affiliate* were *involved* in a violation of *investment-related* statutes or regulations?

(c) ever dismissed, pursuant to a settlement agreement, an *investment-related* civil action brought against you or any *advisory affiliate* *financial regulatory authority*?

(2) Are you or any *advisory affiliate* now the subject of any civil *proceeding* that could result in a "yes" answer to any part of Item 11.H.(1)?

tem 12 Small Businesses

The SEC is required by the Regulatory Flexibility Act to consider the effect of its regulations on small entities. In order to do this, we need to deterr of "small business" or "small organization" under rule 0-7.

Answer this Item 12 only if you are registered or registering with the SEC **and** you indicated in response to Item 5.F.(2)(c) that you have regulatory than $25 million. You are not required to answer this Item 12 if you are filing for initial registration as a state adviser, amending a current state reg state registration.

For purposes of this Item 12 only:

- Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of *clients*. In determining your or another *persor* assets shown on a current balance sheet (but use total assets reported on a consolidated balance sheet with subsidiaries included, if th
- *Control* means the power to direct or cause the direction of the management or policies of a *person*, whether through ownership of securi *person* that directly or indirectly has the right to vote 25 percent or more of the voting securities, or is entitled to 25 percent or more of the p

fiscal year?

Schedule A

Direct Owners and Executive Officers

1. Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and e amend this information.
2. Direct Owners and Executive Officers. List below the names of:
   (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer(Chief Complia registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or fur
   (b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you company subject to Section 12 or 15(d) of the Exchange Act);
   Direct owners include any *person* that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or mc For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, steppar mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she ha through the exercise of any option, warrant, or right to purchase the security.
   (c) if you are organized as a partnership, all general partners and those limited and special partners that have the right to receive upon dissol of your capital;
   (d) in the case of a trust that directly owns 5% or more of a class of your voting securities, or that has the right to receive upon dissolution, or h capital, the trust and each trustee; and
   (e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contrib (ii) if managed by elected managers, all elected managers.
3. Do you have any indirect owners to be reported on Schedule B? (•) Yes ( ) No
4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign cou officer is an individual.
5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, sharel shareholders or members, the class of securities owned (if more than one is issued).
6. Ownership codes are: NA - less than 5% B - 10% but less than 25% D - 50% but less than 75%
   A - 5% but less than 10% C - 25% but less than 50% E - 75% or more
7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control perso*
   (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
   (c) Complete each column.

FULL LEGAL NAME (Individuals: Last Name, First Name, Middle Name)	DE/FE/I	Title or Status	Date Title or Status Acquired MM/YYYY	Ownership Code	*Control Person*	PR	*CRD* N IRS Ta
BLACKROCK CAPITAL HOLDINGS, INC.	DE	SOLE MEMBER	09/2006	E	Y	N	
WALTCHER, DANIEL, RUSSELL	I	DIRECTOR	01/2010	NA	Y	N	29033
SHEDLIN, GARY, STEPHEN	I	CHIEF FINANCIAL OFFICER	05/2013	NA	Y	N	20941
PARK, CHARLES, CHOON SIK	I	CHIEF COMPLIANCE OFFICER	06/2014	NA	Y	N	27044
GOLDSTEIN, ROBERT, LAWRENCE	I	CHIEF OPERATING OFFICER	06/2014	NA	Y	N	22534
FINK, LAURENCE, DOUGLAS	I	CHIEF EXECUTIVE OFFICER	09/1994	NA	Y	N	83013
KAPITO, ROBERT, STEVEN	I	PRESIDENT	09/2007	NA	Y	N	72839
SHEDLIN, GARY, STEPHEN	I	DIRECTOR	10/2015	NA	Y	N	20941
GOLDSTEIN, ROBERT, LAWRENCE	I	DIRECTOR	10/2015	NA	Y	N	22534
Meade, Christopher, Joseph	I	GENERAL COUNSEL AND CHIEF LEGAL OFFICER	11/2016	NA	Y	N	67284

Schedule B

Indirect Owners

1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; yc which asks for information about your direct owners. Use Schedule C to amend this information.
2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:

6. Ownership codes are: C - 25% but less than 50% E - 75% or more
D - 50% but less than 75% F - Other (general partner, trustee, or elected manager)

7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control pers*

(b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.

(c) Complete each column.

FULL LEGAL NAME (Individuals: Last Name, First Name, Middle Name)	DE/FE/I	Entity in Which Interest is Owned	Status	Date Status Acquired MM/YYYY	Ownership Code	*Control Person*	PR	*CF Bi*
BLACKROCK, INC.	DE	BLACKROCK HOLDCO 2, INC.	SOLE SHAREHOLDER	09/2006	E	Y	Y	
BLACKROCK HOLDCO 2, INC.	DE	BLACKROCK FINANCIAL MANAGEMENT, INC.	SOLE SHAREHOLDER	03/2015	E	Y	N	
BLACKROCK FINANCIAL MANAGEMENT, INC.	DE	BLACKROCK CAPITAL HOLDINGS, INC.	SOLE SHAREHOLDER	03/2015	E	Y	N	

Schedule D - Miscellaneous

You may use the space below to explain a response to an Item or to provide any other information.

Offices reported in Item 1.F.(5) and Section 1.F of Schedule D are reported as of the end of the reporting period.

Schedule R

No Information Filed

DRP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ☐ INITIAL *OR* ☒ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

CRD Number:	This *advisory affiliate* is (•) a Firm ( ) an Individual
Registered: ( ) Yes (•) No	
Name: BLACKROCK, INC. (For individuals, Last, First, Middle)	

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

( ) Yes (•) No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:
   ( ) SEC ( ) Other Federal ( ) State ( ) *SRO* (•) Foreign
   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   FINANSTILSYNET, THE SUPERVISORY AUTHORITY OF NORWAY

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):
   10/31/2011 (•) Exact ( ) Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Other
   Other Product Types:
   INVESTMENT IN NORWEGIAN EQUITY

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   NOTIFICATION THAT BLACKROCK'S HOLDINGS EXCEEDED 5% OF THE SHARE CAPITAL OF THE NORWEGIAN COMPANY CERMAQ W

12. Resolution Detail:

A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

- [ ] Monetary/Fine Amount: $
- [ ] Revocation/Expulsion/Denial
- [ ] Disgorgement/Restitution
- [ ] Censure
- [ ] Cease and Desist/Injunction
- [ ] Bar
- [ ] Suspension

B. Other Sanctions *Ordered:*

PAYMENT OF VIOLATION CHARGE IN NORWEGIAN CURRENCY.

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:

PAYMENT OF VIOLATION CHARGE OF 100,000 NOK

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

VIOLATION CHARGE INCURRED DUE TO LATE DISCLOSURE NOTIFICATION.

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ( ) INITIAL *OR* (•) AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

[ ] 11.C(1)	[ ] 11.C(2)	[ ] 11.C(3)	[ ] 11.C(4)
[ ] 11.D(1)	[x] 11.D(2)	[ ] 11.D(3)	[ ] 11.D(4)
[ ] 11.E(1)	[ ] 11.E(2)	[ ] 11.E(3)	[ ] 11.E(4)
[ ] 11.F.	[ ] 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

( ) You (the advisory firm)

( ) You and one or more of your *advisory affiliates*

(•) One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number:

This *advisory affiliate* is (•) a Firm ( ) an Individual

Yes No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

   SEC Other Federal State *SRO* Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   FINANSINSPEKTIONEN, THE SWEDISH FINANCIAL SUPERVISORY AUTHORITY

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

   12/13/2011 Exact Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Options
   Other Product Types:
   INVESTMENT IN SWEDISH EQUITY

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   NOTIFICATION THAT BLACKROCK'S HOLDINGS GOING BELOW 5% OF THE SHARE CAPITAL OF THE SWEDISH COMPANY ELECTROL

8. Current Status? Pending On Appeal Final

9. If on appeal, regulatory action appealed to (SEC, *SRO,* Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Decision

11. Resolution Date (MM/DD/YYYY):

    12/13/2011 Exact Explanation
    If not exact, provide explanation:

12. Resolution Detail:

    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

       Monetary/Fine Amount: $

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ◯ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related t rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

◯ You (the advisory firm)

◯ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ◉ a Firm ◯ an Individual

Registered: ◯ Yes ◉ No

Name: BLACKROCK, INC.
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

◯ Yes ◉ No

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Other
   Other Product Types:
   INVESTMENT IN SWEDISH EQUITY

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   NOTIFICATION THAT BLACKROCK'S HOLDINGS BELOW 5% OF THE SHARE CAPITAL OF THE COMPANY WIHLBORGS WAS SUBMITTE

8. Current Status? ○ Pending ○ On Appeal ● Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Decision

11. Resolution Date (MM/DD/YYYY):
    02/20/2012 ● Exact ○ Explanation
    If not exact, provide explanation:

12. Resolution Detail:
    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?
       ☐ Monetary/Fine Amount: $
       ☐ Revocation/Expulsion/Denial
       ☐ Censure
       ☐ Bar
       ☐ Disgorgement/Restitution
       ☐ Cease and Desist/Injunction
       ☐ Suspension
    B. Other Sanctions *Ordered:*
       PAYMENT OF SPECIAL FEE IN SWEDISH CURRENCY.
       Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
       PAYMENT OF SPECIAL FEE OF 50,000 SEK.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).
    SPECIAL FEE INCURRED DUE TO LATE DISCLOSURE NOTIFICATION.

GENERAL INSTRUCTIONS

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

- ( ) You (the advisory firm)
- ( ) You and one or more of your *advisory affiliates*
- (•) One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi
If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number:		This *advisory affiliate* is (•) a Firm ( ) an Individual
Registered:	( ) Yes (•) No	
Name:	BLACKROCK, INC. (For individuals, Last, First, Middle)	

- [ ] This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.
- [ ] This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

- [ ] This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

( ) Yes (•) No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

   ( ) SEC ( ) Other Federal ( ) State ( ) *SRO* (•) Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   FINANSINSPEKTIONEN, SWEDISH FINANCIAL SUPERVISORY AUTHORITY

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

   05/24/2012 (•) Exact ( ) Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:

    Decision

11. Resolution Date (MM/DD/YYYY):

    05/24/2012 ◉ Exact ○ Explanation

    If not exact, provide explanation:

12. Resolution Detail:

    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

    ☐ Monetary/Fine Amount: $

    ☐ Revocation/Expulsion/Denial ☐ Disgorgement/Restitution

    ☐ Censure ☐ Cease and Desist/Injunction

    ☐ Bar ☐ Suspension

    B. Other Sanctions *Ordered:*

    PAYMENT OF SPECIAL FEE IN SWEDISH CURRENCY.

    Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:

    PAYMENT OF SPECIAL FEE OF 430,000 SEK.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

    SPECIAL FEE INCURRED DUE TO LATE DISCLOSURE NOTIFICATION.

GENERAL INSTRUCTIONS

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Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

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PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

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☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ◉ No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:
   ○ SEC ○ Other Federal ○ State ○ *SRO* ◉ Foreign
   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   BAFIN, GERMAN FEDERAL FINANCIAL SUPERVISORY AUTHORITY

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):
   06/18/2012 ◉ Exact ○ Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Other
   Other Product Types:
   INVESTMENT IN GERMAN EQUITY

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   AN ENTITY IS REQUIRED TO FILE A NOTIFICATION ("NOTIFICATION FILING") WHEN ITS SHAREHOLDINGS OF A SECURITY, WHOSE HI REPUBLIC OF GERMAN, REACH, EXCEED OR FALL BELOW PRESCRIBED LIMITS ("THRESHOLD LIMITS"). WHEN THE THRESHOLD LI NOTIFICATION FILINGS ARE TO BE FILLED WITH THE GERMAN FEDERAL FINANCIAL SUPERVISORY AUTHORITY ("BAFIN") AND ISSUE SPECIFIED TIME PERIOD. WHILE BLACKROCK ("BLACKROCK, INC. AND ITS SUBSIDIARIES") FILED THE NOTIFICATION FILINGS FOR FILINGS WERE NOT COMPLETED WITHIN THE REQUIRED TIME PERIOD.

8. Current Status? ○ Pending ○ On Appeal ◉ Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

☐ Censure ☐ Cease and Desist/Injunction

☐ Bar ☐ Suspension

B. Other Sanctions *Ordered:*

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
PAYMENT OF FINE 167,503.50 EUROS

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).
BAFIN IMPOSED A FINE OF 167,503.50 EUROS (APPROXIMATELY $ 238,386 AS OF JUNE 18, 2012) FOR BLACKROCK BEING IN CONTF REQUIREMENT TO FILE NOTIFICATION FILINGS WITHIN THE SPECIFIED TIME. BLACKROCK HAS AGREED TO PAY THE FINE.

GENERAL INSTRUCTIONS

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Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

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PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ◉ a Firm ○ an Individual

Registered: ○ Yes ◉ No

Name: BLACKROCK, INC.

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

   ( ) SEC ( ) Other Federal ( ) State ( ) *SRO* (•) Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   COMMISSIONE NAZIONALE PER LE SOCIETA E LA BORSA ("CONSOB") - ITALY

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

   12/29/2012 (•) Exact ( ) Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Other
   Other Product Types:
   INVESTMENT IN ITALIAN EQUITY

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   A RETRACTION AND SUBSEQUENT RE-NOTIFICATION OF A PREVIOUSLY FILED INCORRECT NOTIFICATION OF BLACKROCK'S HOLD
   THE ITALIAN COMPANY UNICREDIT S.P.A. WAS SUBMITTED LATE.

8. Current Status? ( ) Pending ( ) On Appeal (•) Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Decision

11. Resolution Date (MM/DD/YYYY):

    01/11/2013 (•) Exact ( ) Explanation
    If not exact, provide explanation:

12. Resolution Detail:

    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

    - [x] Monetary/Fine Amount: $ 12,900.00
    - [ ] Revocation/Expulsion/Denial
    - [ ] Disgorgement/Restitution
    - [ ] Censure
    - [ ] Cease and Desist/Injunction

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

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PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ◉ a Firm ○ an Individual

Registered: ○ Yes ◉ No

Name: BLACKROCK INC
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ad registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority* , you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ◉ No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
Other
Other Product Types:
INVESTMENT IN EQUITY SECURITIES OF SWISS ISSUERS

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
THE FDF ALLEGED THAT BLACKROCK HAD NOT FILED, WITHIN THE SPECIFIED TIME PERIOD, REPORTS THAT ITS COLLECTIVE OW
SWISS ISSUERS CROSSED CERTAIN OWNERSHIP THRESHOLDS.

8. Current Status? ○ Pending ○ On Appeal ◉ Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
Settled

11. Resolution Date (MM/DD/YYYY):
02/21/2013 ◉ Exact ○ Explanation
If not exact, provide explanation:

12. Resolution Detail:
A. Were any of the following Sanctions *Ordered* (check all appropriate items)?
☑ Monetary/Fine Amount: $ 533,790.00
☐ Revocation/Expulsion/Denial
☐ Censure
☐ Bar
☐ Disgorgement/Restitution
☐ Cease and Desist/Injunction
☐ Suspension
B. Other Sanctions *Ordered:*

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr
Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ
condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to
you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
FDF IMPOSED A FINE OF 500,000 CHF (APPROXIMATELY $ 533,790 USD)

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r
provided).
MONETARY FIND PAID

GENERAL INSTRUCTIONS

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

- ○ You (the advisory firm)
- ○ You and one or more of your *advisory affiliates*
- ● One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi
If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ● a Firm ○ an Individual

Registered: ○ Yes ● No

Name: BLACKROCK, INC.
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac
registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite
occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t
ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B
event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ● No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

   ○ SEC ○ Other Federal ○ State ○ *SRO* ● Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   COMMISSIONE NAZIONALE PER LE SOCIETA E LA BORSA - ITALY ("CONSOB")

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

   06/28/2013 ● Exact ○ Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:

    Settled

11. Resolution Date (MM/DD/YYYY):

    08/12/2013 (•) Exact ( ) Explanation

    If not exact, provide explanation:

12. Resolution Detail:

    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

    - [x] Monetary/Fine Amount: $ 13,340.00
    - [ ] Revocation/Expulsion/Denial
    - [ ] Disgorgement/Restitution
    - [ ] Censure
    - [ ] Cease and Desist/Injunction
    - [ ] Bar
    - [ ] Suspension

    B. Other Sanctions *Ordered:*

    Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
    CONSOB IMPOSED A FINE OF 10,000 EURO (APPROXIMATELY 13,340 USD)

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

    MONETARY FINE WAS PAID ON AUGUST 12, 2013.

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ( ) INITIAL *OR* (•) AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

[ ] 11.C(1)	[ ] 11.C(2)	[ ] 11.C(3)	[ ] 11.C(4)
[ ] 11.D(1)	[x] 11.D(2)	[ ] 11.D(3)	[ ] 11.D(4)
[ ] 11.E(1)	[ ] 11.E(2)	[ ] 11.E(3)	[ ] 11.E(4)
[ ] 11.F.	[ ] 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using on Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ◉ No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

   ○ SEC ○ Other Federal ◉ State ○ *SRO* ○ Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   NEW YORK ATTORNEY GENERAL ("AG")

2. Principal Sanction:
   Undertaking
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

   01/08/2014 ◉ Exact ○ Explanation
   If not exact, provide explanation:

4. Docket/Case Number:
   ASSURANCE NO. 14-007

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Equity Listed (Common & Preferred Stock)
   Other Product Types:

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   THE AG ALLEGED THAT BLACKROCK'S USE OF CERTAIN ANALYST SURVEYS VIOLATED NEW YORK'S MARTIN ACT AND EXECUTIVE L

8. Current Status? ○ Pending ○ On Appeal ◉ Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

AGREEMENT OF DISCONTINUANCE

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:

BLACKROCK AGREED TO STOP USING ANALYST SURVEYS.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

ON JANUARY 8, 2014, BLACKROCK, INC. ("BLACKROCK") ENTERED INTO AN ASSURANCE OF DISCONTINUANCE ("AOD") WITH THE N OFFICE ("AG") TO SETTLE ALLEGATIONS BY THE AG THAT BLACKROCK'S USE OF ANALYST SURVEYS VIOLATED NEW YORK'S MARTI AGREEMENT DID NOT INVOLVE THE PAYMENT OF ANY FINE OR OTHER PENALTY. WITHOUT ADMITTING OR DENYING THE ALLEGAT STOP USING ANALYST SURVEYS AND AGREED TO PAY THE AG $400,000 TOWARDS THE COST OF ITS INVESTIGATION.

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using on Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ◉ a Firm ○ an Individual

Registered: ○ Yes ◉ No

Name: BLACKROCK INC

(For individuals, Last, First, Middle)

PART II

1. Regulatory Action initiated by:

   ○ SEC ○ Other Federal ○ State ○ *SRO* ● Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   FINANSINSPEKTIONEN (FINANCIAL SUPERVISORY AUTHORITY OF SWEDEN)

2. Principal Sanction:
   Civil and Administrative Penalt(ies) /Fine(s)
   Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

   09/11/2013 ● Exact ○ Explanation
   If not exact, provide explanation:

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Other
   Other Product Types:
   INVESTMENT IN EQUITY SECURITIES OF A SWEDISH ISSUER.

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   THE FINANCIAL SUPERVISORY AUTHORITY OF SWEDEN ALLEGED THAT BLACKROCK INC. HAD NOT FILED, WITHIN THE SPECIFIED
   COLLECTIVE OWNERSHIP OF SECURITIES IN THE SWEDISH ISSUER, ASSA ABLOY AB, CROSSED CERTAIN OWNERSHIP THRESHO

8. Current Status? ○ Pending ○ On Appeal ● Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Settled

11. Resolution Date (MM/DD/YYYY):

    01/27/2014 ● Exact ○ Explanation
    If not exact, provide explanation:

12. Resolution Detail:

    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

    - [x] Monetary/Fine Amount: $ 46,300.00
    - [ ] Revocation/Expulsion/Denial
    - [ ] Censure
    - [ ] Bar
    - [ ] Disgorgement/Restitution
    - [ ] Cease and Desist/Injunction
    - [ ] Suspension

of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

● One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ● a Firm ○ an Individual

Registered: ○ Yes ● No

Name: BLACKROCK, INC.
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority* , you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ● No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
Other
Other Product Types:
INVESTMENT IN CANADIAN EQUITY SECURITIES

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
THE FINANCIAL SUPERVISORY AUTHORITY OF SWEDEN (THE "SFSA") ALLEGED THAT BLACKROCK, INC. VIOLATED LOCAL SWEDISI
WITHIN A PRESCRIBED TIME, REPORTS THAT ITS COLLECTIVE SHAREHOLDINGS IN LUNDIN MINING CORPORATION (A CANADIAN C
LISTING ON TORONTO STOCK EXCHANGE AND A LISTING OF SWEDISH DEPOSITARY RECEIPTS ON NASDAQ OMX STOCKHOLM) CF
THRESHOLDS.

8. Current Status? ○ Pending ○ On Appeal ● Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
Decision

11. Resolution Date (MM/DD/YYYY):
10/15/2014 ● Exact ○ Explanation
If not exact, provide explanation:

12. Resolution Detail:

A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

- [x] Monetary/Fine Amount: $ 138,200.00
- [ ] Revocation/Expulsion/Denial
- [ ] Censure
- [ ] Bar
- [ ] Disgorgement/Restitution
- [ ] Cease and Desist/Injunction
- [ ] Suspension

B. Other Sanctions *Ordered:*

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr
Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ
condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to
you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
FINANCIAL SUPERVISORY AUTHORITY OF SWEDEN IMPOSED A SPECIAL FEE OF 1,000,000 SEK (APPROXIMATELY $138,200 US
SPECIAL FEE ON OCTOBER 15, 2014.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r
provided).
BLACKROCK, INC. PAID THE SPECIAL FEE ON OCTOBER 15, 2014

GENERAL INSTRUCTIONS

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

You (the advisory firm)

You and one or more of your *advisory affiliates*

One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi
If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

No Information Filed

This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the a registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 ago.

This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

Yes No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

SEC Other Federal State *SRO* Foreign

(Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
SECURITIES AND EXCHANGE COMMISSION

2. Principal Sanction:
Cease and Desist
Other Sanctions:
BLACKROCK ADVISORS, LLC ("BAL") IS TO: A) PAY A $12 MILLION CIVIL MONEY PENALTY; B) CEASE AND DESIST FROM COMMITTING AND ANY FUTURE VIOLATIONS OF SECTION 206(2) AND SECTION 206(4) OF THE INVESTMENT ADVISERS ACT OF 1940 AND RULE 2 AS CAUSING A VIOLATION OF RULE 38A-1 OF THE INVESTMENT COMPANY ACT OF 1940; AND C) UNDERTAKE TO RETAIN AN INDEPE CONSULTANT TO REVIEW ITS OUTSIDE ACTIVITY POLICY AND ANY RELATED CONFLICTS.

3. Date Initiated (MM/DD/YYYY):

04/20/2015 Exact Explanation
If not exact, provide explanation:

4. Docket/Case Number:
FILE NO. 3-16501

9. If on appeal, regulatory action appealed to (SEC, *SRO,* Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Decision & Order of Offer of Settlement

11. Resolution Date (MM/DD/YYYY):
    04/20/2015 ◉ Exact ○ Explanation
    If not exact, provide explanation:

12. Resolution Detail:
    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

    ☑ Monetary/Fine Amount: $ 12,000,000.00
    ☐ Revocation/Expulsion/Denial ☐ Disgorgement/Restitution
    ☑ Censure ☑ Cease and Desist/Injunction
    ☐ Bar ☐ Suspension

    B. Other Sanctions *Ordered:*
    UNDERTAKING
    Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
    PER THE SETTLEMENT, BAL PAID THE $12 MILLION CIVIL MONEY PENALTY ON APRIL 24, 2015. BAL HAS RETAINED AN INDEPE CONSULTANT TO REVIEW ITS OUTSIDE ACTIVITY POLICY AND ANY RELATED CONFLICTS.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).
    ON APRIL 20, 2015, THE SECURITIES AND EXCHANGE COMMISSION ("SEC") ANNOUNCED AN AGREEMENT WITH BAL, A SUBSIDIARY CHARGES RELATING TO BAL'S HANDLING AND DISCLOSURE OF A FORMER PORTFOLIO MANAGER'S PERSONAL INVESTMENTS AND BUSINESS. BAL PAID THE $12 MILLION CIVIL MONEY PENALTY ON APRIL 24, 2015 AND BAL HAS RETAINED AN INDEPENDENT COMF ITS OUTSIDE ACTIVITY POLICY AND ANY RELATED CONFLICTS. BAL NEITHER ADMITS NOR DENIES THE FINDINGS IN THE SETTLEM RESOLUTION OF THIS MATTER TO HAVE A MATERIAL ADVERSE EFFECT ON ITS FINANCIAL RESULTS OR OPERATIONS.

GENERAL INSTRUCTIONS

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Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is (•) a Firm ( ) an Individual

Registered: ( ) Yes (•) No

Name: BLACKROCK, INC.
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.
☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority*, you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

( ) Yes (•) No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:
( ) SEC ( ) Other Federal ( ) State ( ) *SRO* (•) Foreign
(Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
FINANSSIVALVONTA - THE FINANCIAL SUPERVISORY AUTHORITY OF FINLAND

2. Principal Sanction:
Reprimand
Other Sanctions:

3. Date Initiated (MM/DD/YYYY):
05/26/2015 (•) Exact ( ) Explanation
If not exact, provide explanation:

4. Docket/Case Number:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
Other
Other Product Types:
INVESTMENT IN EQUITY SECURITIES OF A FINNISH ISSUER.

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
ON SEPTEMBER 12, 2013, BLACKROCK, INC. BROUGHT TO THE ATTENTION OF THE FINANCIAL SUPERVISORY AUTHORITY OF FINL

If not exact, provide explanation:

12. Resolution Detail:

A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

- ☐ Monetary/Fine Amount: $
- ☐ Revocation/Expulsion/Denial
- ☐ Disgorgement/Restitution
- ☐ Censure
- ☐ Cease and Desist/Injunction
- ☐ Bar
- ☐ Suspension

B. Other Sanctions *Ordered:*

THE FINNISH FSA ISSUED A PUBLIC REPRIMAND TO BLACKROCK, INC.

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:

ON JUNE 5, 2015, THE FINNISH FSA ISSUED A PUBLIC REPRIMAND TO BLACKROCK, INC. BECAUSE OF THE LATE NOTIFICATIO

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

BLACKROCK, INC. IS NOT APPEALING THE DECISION AND CONSIDERS THE MATTER CLOSED.

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using on Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related t rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

Yes ◉ No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

SEC Other Federal State *SRO* ◉ Foreign

(Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
FINANSINSPEKTIONEN - THE FINANCIAL SUPERVISORY AUTHORITY OF SWEDEN

2. Principal Sanction:
Civil and Administrative Penalt(ies) /Fine(s)
Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

04/29/2015 ◉ Exact Explanation
If not exact, provide explanation:

4. Docket/Case Number:
FI REG NO. 14-16729

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
Other
Other Product Types:
INVESTMENT IN EQUITY SECURITIES OF A SWEDISH ISSUER.

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
ON OCTOBER 31, 2014, BLACKROCK, INC. BROUGHT TO THE ATTENTION OF THE FINANCIAL SUPERVISORY AUTHORITY OF SWEDE BLACKROCK, INC. HAD NOT FILED, WITHIN THE SPECIFIED TIME PERIOD, A NOTIFICATION THAT ITS INDIRECT AGGREGATE SHARE ASSA ABLOY AB, CROSSED A CERTAIN THRESHOLD ("LATE NOTIFICATION").

8. Current Status? Pending On Appeal ◉ Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
Decision

11. Resolution Date (MM/DD/YYYY):

06/10/2015 ◉ Exact Explanation

PENALTY FEE OF SEK 1,000,000 (APPROXIMATELY $120,700 USD). BLACKROCK, INC. PAID THE PENALTY FEE ON JUNE 10, 201

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

    THE PENALTY FEE, INVOICE DATE MAY 29, 2015, WAS PAID ON JUNE 10, 2015

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☑ 11.C(2)	☐ 11.C(3)	☑ 11.C(4)
☐ 11.D(1)	☐ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related t rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ◉ a Firm ○ an Individual

Registered: ○ Yes ◉ No

Name: BLACKROCK, INC.
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority* , you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

2. Principal Sanction:
Civil and Administrative Penalt(ies) /Fine(s)
Other Sanctions:
CEASE AND DESIST UNDERTAKING

3. Date Initiated (MM/DD/YYYY):

01/17/2017 ◉ Exact ○ Explanation
If not exact, provide explanation:

4. Docket/Case Number:
3-17786

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
No Product
Other Product Types:

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
THE U.S. SECURITIES AND EXCHANGE COMMISSION ("SEC") FOUND THAT A HISTORIC VERSION OF BLACKROCK INC.'S ("BLACKRO SEPARATION AND RELEASE AGREEMENT ("AGREEMENT") VIOLATED DODD FRANK'S WHISTLEBLOWER PROVISIONS, (RULE 21F-1 EXCHANGE ACT OF 1934). THE AGREEMENT, WHICH WAS IN USE BETWEEN OCTOBER 2011 AND MARCH 2016, DID NOT PROHIBIT REPORTING ALLEGED WRONGDOING TO THE SEC. HOWEVER, EMPLOYEES WHO ACCEPTED A VOLUNTARY SEPARATION PAYMEN THEIR RIGHT TO RECOVER A MONETARY REWARD FROM THE SEC IN CONNECTION WITH ITS WHISTLEBLOWING PROGRAM. BLACI AGREEMENT AT ISSUE BEFORE BEING CONTACTED BY THE SEC AND THE SEC WAS UNAWARE OF ANY INSTANCES IN WHICH FOR WERE PREVENTED FROM COMMUNICATING WITH THE SEC.

8. Current Status? ○ Pending ○ On Appeal ◉ Final

9. If on appeal, regulatory action appealed to (SEC, *SRO,* Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
Order

11. Resolution Date (MM/DD/YYYY):

01/25/2017 ◉ Exact ○ Explanation
If not exact, provide explanation:

12. Resolution Detail:

A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

- [x] Monetary/Fine Amount: $ 340,000.00
- [ ] Revocation/Expulsion/Denial
- [ ] Censure
- [ ] Bar
- [ ] Disgorgement/Restitution
- [x] Cease and Desist/Injunction
- [ ] Suspension

B. Other Sanctions *Ordered:*
BLACKROCK AGREED TO NOTIFY FORMER EMPLOYEES WHO SIGNED AN AGREEMENT TO ADVISE THEM THAT BLACKROCK D

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ◉ INITIAL OR ○ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☐ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☑ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related t rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: This *advisory affiliate* is ◉ a Firm ○ an Individual

Registered: ○ Yes ◉ No

Name: BLACKROCK, INC.
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority* , you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 t ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ◉ No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

4. Docket/Case Number:
   CBOT 19-1230-BC

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   Futures - Commodity
   Other Product Types:

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   THE CME CONCLUDED THAT BLACKROCK VIOLATED CHICAGO BOARD OF TRADE (CBOT) RULE 562, WHICH PROHIBITS FIRMS FRC
   CME LARGER THAN THE LIMITS PROSCRIBED BY CME RULES.

8. Current Status? ○ Pending ○ On Appeal ● Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Settled

11. Resolution Date (MM/DD/YYYY):
    07/28/2021 ● Exact ○ Explanation
    If not exact, provide explanation:

12. Resolution Detail:
    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?
       - [x] Monetary/Fine Amount: $ 119,605.60
       - [ ] Revocation/Expulsion/Denial
       - [ ] Censure
       - [ ] Bar
       - [x] Disgorgement/Restitution
       - [ ] Cease and Desist/Injunction
       - [ ] Suspension
    B. Other Sanctions *Ordered:*

       Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr
       Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ
       condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to
       you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
       IN ACCORDANCE WITH THE SETTLEMENT OFFER, THE PANEL ORDERED BLACKROCK TO PAY A FINE IN THE AMOUNT OF $20
       DISGORGEMENT IN THE AMOUNT OF $99,605.60 WHICH BLACKROCK PAID ON JULY 29TH, 2021.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r
    provided).
    PURSUANT TO AN OFFER OF SETTLEMENT IN WHICH BLACKROCK INC. NEITHER ADMITTED NOR DENIED THE RULE VIOLATION UF
    BASED, ON JULY 26, 2021, A PANEL OF THE CHICAGO BOARD OF TRADE ("CBOT") BUSINESS CONDUCT COMMITTEE ("PANEL") FOU
    AND NOVEMBER 13, 2019, BLACKROCK-MANAGED ACCOUNTS HELD AN ALL MONTHS COMBINED CBOT SOYBEAN MEAL POSITION

Exemption from brochure delivery requirements for SEC-registered advisers

SEC rules exempt SEC-registered advisers from delivering a firm brochure to some kinds of clients. If these exemptions excuse you from delive clients, you do not have to prepare a brochure.

Are you exempt from delivering a brochure to all of your clients under these rules?

If no, complete the ADV Part 2 filing below.

Amend, retire or file new brochures:

'art 3

CRS	Type(s)	Affiliate Info

There are no CRS filings to display.

:xecution Pages

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Fo amendments.

Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated off maintain your *principal office and place of business* and any other state in which you are submitting a *notice filing*, as your agents to receive serv may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against : jurisdiction of the United States, if the action, *proceeding*, or arbitration (a) arises out of any activity in connection with your investment advisory b jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exch Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) maintain your *principal office and place of business* or of any state in which you are submitting a *notice filing*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, u of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, ar signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* hav books and records to make them available to federal and state regulatory representatives.

Signature: CHARLES PARK	Date: MM/DD/YYYY 08/12/2021
Printed Name: CHARLES PARK	Title: MANAGING DIRECTOR - CHIEF COMPLIANCE OFFICER
Adviser *CRD* Number: 106614	

If you are organized as a partnership, this irrevocable power of attorney and consent to service of process will continue in effect if any partner wil partnership, provided that the admission or withdrawal does not create a new partnership. If the partnership dissolves, this irrevocable power of effect for any action brought against you or any of your former partners.

3. *Non-Resident* Investment Adviser Undertaking Regarding Books and Records

By signing this Form ADV, you also agree to provide, at your own expense, to the U.S. Securities and Exchange Commission at its principal offic Regional or District Office of the Commission, or at any one of its offices in the United States, as specified by the Commission, correct, current, a records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon y assigns, and any *person* subject to your written irrevocable consents or powers of attorney or any of your general partners and *managing agents*

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the *non-resident* investment adviser. The investment adviser and I t under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other informati and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* hav books and records to make them available to federal and state regulatory representatives.

Signature:	Date: MM/DD/YYYY
Printed Name:	Title:
Adviser *CRD* Number: 106614	

FORM ADV

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPOF

'rimary Business Name: VANGUARD GROUP INC

)ther-Than-Annual Amendment - All Sections

0/4/2021 4:10:35 PM

WARNING: Complete this form truthfully. False statements or omissions may result in denial of your application, revocation of your registration, keep this form updated by filing periodic amendments. See Form ADV General Instruction 4.

tem 1 Identifying Information

Responses to this Item tell us who you are, where you are doing business, and how we can contact you. If you are filing an *umbrella registration*, ɔrovided for the *filing adviser* only. General Instruction 5 provides information to assist you with filing an *umbrella registration*.

A. Your full legal name (if you are a sole proprietor, your last, first, and middle names):
THE VANGUARD GROUP, INC.

B. (1) Name under which you primarily conduct your advisory business, if different from Item 1.A.
VANGUARD GROUP INC

List on Section 1.B. of Schedule D any additional names under which you conduct your advisory business.

(2) If you are using this Form ADV to register more than one investment adviser under an *umbrella registration*, check this box ☐

If you check this box, complete a Schedule R for each relying adviser.

C. If this filing is reporting a change in your legal name (Item 1.A.) or primary business name (Item 1.B.(1)), enter the new name and specify wh
☐ your legal name or ☐ your primary business name:

D. (1) If you are registered with the SEC as an investment adviser, your SEC file number: **801-11953**

(2) If you report to the SEC as an *exempt reporting adviser*, your SEC file number:

(3) If you have one or more Central Index Key numbers assigned by the SEC ("CIK Numbers"), all of your CIK numbers:

CIK Number
102909

E. (1) If you have a number ("*CRD* Number") assigned by the *FINRA's CRD* system or by the IARD system, your *CRD* number: **105958**

If your firm does not have a CRD number, skip this Item 1.E. Do not provide the CRD number of one of your officers, employees, or affiliates

(2) If you have additional *CRD* Numbers, your additional *CRD* numbers:

No Information Filed

F. *Principal Office and Place of Business*

(1) Address (do not use a P.O. Box):

Number and Street 1:		Number and Street 2:	
100 VANGUARD BLVD		V26	
City:	State:	Country:	ZIP+4/Postal Code:
MALVERN	Pennsylvania	United States	19355

If this address is a private residence, check this box: ☐

G. Mailing address, if different from your *principal office and place of business* address:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

H. If you are a sole proprietor, state your full residence address, if different from your *principal office and place of business* address in Item 1.F.:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

I. Do you have one or more websites or accounts on publicly available social media platforms (including, but not limited to, Twitter, Facebook

If "yes," list all firm website addresses and the address for each of the firm's accounts on publicly available social media platforms on Sectio address serves as a portal through which to access other information you have published on the web, you may list the portal without listing a information. You may need to list more than one portal address. Do not provide the addresses of websites or accounts on publicly available not control the content. Do not provide the individual electronic mail (e-mail) addresses of employees or the addresses of employee accoun platforms.

J. Chief Compliance Officer

(1) Provide the name and contact information of your Chief Compliance Officer. If you are an *exempt reporting adviser*, you must provide the Compliance Officer, if you have one. If not, you must complete Item 1.K. below.

Name: Other titles, if any:

Telephone number: Facsimile number, if any:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

Electronic mail (e-mail) address, if Chief Compliance Officer has one:

(2) If your Chief Compliance Officer is compensated or employed by any *person* other than you, a *related person* or an investment company Company Act of 1940 that you advise for providing chief compliance officer services to you, provide the *person's* name and IRS Employer Ide

Name:

IRS Employer Identification Number:

K. Additional Regulatory Contact Person: If a person other than the Chief Compliance Officer is authorized to receive information and respond may provide that information here.

Name: Titles:

Telephone number: Facsimile number, if any:

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

Electronic mail (e-mail) address, if contact person has one:

L. Do you maintain some or all of the books and records you are required to keep under Section 204 of the Advisers Act, or similar state law, s *principal office and place of business*?

If "yes," complete Section 1.L. of Schedule D.

For purposes of Item 1.O. only, "assets" refers to your total assets, rather than the assets you manage on behalf of clients. Determine your tot on the balance sheet for your most recent fiscal year end.

P. Provide your *Legal Entity Identifier* if you have one:
5493002789CX3L0CJP65

A *legal entity identifier* is a unique number that companies use to identify each other in the financial marketplace. You may not have a *legal e*

SECTION 1.B. Other Business Names

No Information Filed

SECTION 1.F. Other Offices

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advis separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are a the largest twenty-five offices (in terms of numbers of *employees*).

Number and Street 1: 14321 NORTHSIGHT BLVD		Number and Street 2:	
City: SCOTTSDALE	State: Arizona	Country: United States	ZIP+4/Postal Code 85260

If this address is a private residence, check this box: ☐

Telephone Number: 480-713-8456	Facsimile Number, if any:

If this office location is also required to be registered with FINRA or a *state securities authority* as a branch office location for a broker-dealer or i Branch Office Registration Form (Form BR), please provide the *CRD* Branch Number here:
155468

How many *employees* perform investment advisory functions from this office location?
15

Are other business activities conducted at this office location? (check all that apply)

☑ (1) Broker-dealer (registered or unregistered)
☐ (2) Bank (including a separately identifiable department or division of a bank)
☐ (3) Insurance broker or agent
☐ (4) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
☑ (5) Registered municipal advisor
☐ (6) Accountant or accounting firm
☐ (7) Lawyer or law firm

Describe any other *investment-related* business activities conducted from this office location:

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.YOUTUBE.COM/VANGUARD

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.LINKEDIN.COM/COMPANY/VANGUARD-INSTITUTION

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.LINKEDIN.COM/IN/MORTIMERJBUCKLEY

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://TWITTER.COM/VANGUARD_PR

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://PRESSROOM.VANGUARD.COM/#/

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.VANGUARDJOBS.COM

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.LINKEDIN.COM/COMPANY/VANGUARD-ADVISOR-SE

Address of Website/Account on Publicly Available Social Media Platform: HTTP://WWW.VANGUARD.COM

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.FACEBOOK.COM/VANGUARD

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://TWITTER.COM/VANGUARD_GROUP

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://PLUS.GOOGLE.COM/+VANGUARD#+VANGUARD/POSTS

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://TWITTER.COM/VANGUARD_FA

Address of Website/Account on Publicly Available Social Media Platform: HTTPS://WWW.LINKEDIN.COM/COMPANY/VANGUARD

SECTION 1.L. Location of Books and Records

Complete the following information for each location at which you keep your books and records, other than your *principal office and place of bus*
Schedule D, Section 1.L. for each location.

a third-party unaffiliated recordkeeper.

other.

Briefly describe the books and records kept at this location.
STORAGE OF CLIENT AND OTHER FILES CONTAINING CONTRACTS, CORRESPONDENCE, RECOMMENDATIONS AND TRANSACTIONS, IN CODE.

Name of entity where books and records are kept:
AMAZON.COM, INC.

Number and Street 1:		Number and Street 2:	
410 TERRY AVENUE NORTH			
City:	State:	Country:	ZIP+4/Postal C
SEATTLE	Washington	United States	98109

If this address is a private residence, check this box: ☐

Telephone Number:	Facsimile number, if any:
206-266-1000	

This is (check one):

one of your branch offices or affiliates.

a third-party unaffiliated recordkeeper.

other.

Briefly describe the books and records kept at this location.
STORAGE OF CLIENT AND OTHER FILES CONTAINING CONTRACTS, CORRESPONDENCE, RECOMMENDATIONS AND TRANSACTIONS, IN CODE.

ECTION 1.M. Registration with Foreign Financial Regulatory Authorities

No Information Filed

tem 2 SEC Registration/Reporting

Responses to this Item help us (and you) determine whether you are eligible to register with the SEC. Complete this Item 2.A. only if you are appl an *annual updating amendment* to your SEC registration. If you are filing an *umbrella registration*, the information in Item 2 should be provided fo

A. To register (or remain registered) with the SEC, you must check **at least one** of the Items 2.A.(1) through 2.A.(12), below. If you are submittin your SEC registration and you are no longer eligible to register with the SEC, check Item 2.A.(13). Part 1A Instruction 2 provides information t may affirmatively respond to each of these items.

You (the adviser):

☑ (1) are a **large advisory firm** that either:

(a) has regulatory assets under management of $100 million (in U.S. dollars) or more; or

☐ (8) are a **related adviser** under rule 203A-2(b) that *controls*, is *controlled* by, or is under common *control* with, an investment adviser t your *principal office and place of business* is the same as the registered adviser;

If you check this box, complete Section 2.A.(8) of Schedule D.

☐ (9) are an **adviser** relying on rule 203A-2(c) because you **expect to be eligible for SEC registration within 120 days;**

If you check this box, complete Section 2.A.(9) of Schedule D.

☐ (10) are a **multi-state adviser** that is required to register in 15 or more states and is relying on rule 203A-2(d);

If you check this box, complete Section 2.A.(10) of Schedule D.

☐ (11) are an **Internet adviser** relying on rule 203A-2(e);

☐ (12) have **received an SEC order** exempting you from the prohibition against registration with the SEC;

If you check this box, complete Section 2.A.(12) of Schedule D.

☐ (13) are **no longer eligible** to remain registered with the SEC.

State Securities Authority Notice Filings* and State Reporting by *Exempt Reporting Advisers

C. Under state laws, SEC-registered advisers may be required to provide to *state securities authorities* a copy of the Form ADV and any amend are called *notice filings*. In addition, *exempt reporting advisers* may be required to provide *state securities authorities* with a copy of reports a SEC. If this is an initial application or report, check the box(es) next to the state(s) that you would like to receive notice of this and all subseqı the SEC. If this is an amendment to direct your *notice filings* or reports to additional state(s), check the box(es) next to the state(s) that you w all subsequent filings or reports you submit to the SEC. If this is an amendment to your registration to stop your *notice filings* or reports from receive them, uncheck the box(es) next to those state(s).

Jurisdictions

☐ AL	☐ IL	☐ NE	☐ S
☐ AK	☐ IN	☐ NV	☐ S
☐ AZ	☐ IA	☐ NH	☐ T
☐ AR	☐ KS	☐ NJ	☐ T
☐ CA	☐ KY	☐ NM	☐ L
☐ CO	☐ LA	☐ NY	☐ V
☐ CT	☐ ME	☐ NC	☐ V
☐ DE	☐ MD	☐ ND	☐ V
☐ DC	☐ MA	☐ OH	☐ V
☐ FL	☐ MI	☐ OK	☐ V
☐ GA	☐ MN	☐ OR	☐ V
☐ GU	☐ MS	☐ PA	☐ V
☐ HI	☐ MO	☐ PR	
☐ ID	☐ MT	☐ RI	

If you are amending your registration to stop your notice filings or reports from going to a state that currently receives them and you do not wa report filing fee for the coming year, your amendment must be filed before the end of the year (December 31).

;ECTION 2.A.(8) Related Adviser

If you are relying on the exemption in rule 203A-2(b) from the prohibition on registration because you *control*, are *controlled* by, or are under comı adviser that is registered with the SEC and your *principal office and place of business* is the same as that of the registered adviser, provide the fc from registering with the SEC.

SECTION 2.A.(10) Multi-State Adviser

If you are relying on rule 203A-2(d), the multi-state adviser exemption from the prohibition on registration, you are required to make certain repres SEC registration. By checking the appropriate boxes, you will be deemed to have made the required representations.

If you are applying for registration as an investment adviser with the SEC, you must make both of these representations:

☐ I have reviewed the applicable state and federal laws and have concluded that I am required by the laws of 15 or more states to register as a *securities authorities* in those states.

☐ I undertake to withdraw from SEC registration if I file an amendment to this registration indicating that I would be required by the laws of fewe investment adviser with the *state securities authorities* of those states.

If you are submitting your *annual updating amendment*, you must make this representation:

☐ Within 90 days prior to the date of filing this amendment, I have reviewed the applicable state and federal laws and have concluded that I am states to register as an investment adviser with the *state securities authorities* in those states.

SECTION 2.A.(12) SEC Exemptive *Order*

If you are relying upon an SEC *order* exempting you from the prohibition on registration, provide the following information:

Application Number:

803-

Date of *order*:

Item 3 Form of Organization

If you are filing an *umbrella registration*, the information in Item 3 should be provided for the *filing adviser* only.

A. How are you organized?

- (●) Corporation
- ( ) Sole Proprietorship
- ( ) Limited Liability Partnership (LLP)
- ( ) Partnership
- ( ) Limited Liability Company (LLC)
- ( ) Limited Partnership (LP)
- ( ) Other (specify):

If you are changing your response to this Item, see Part 1A Instruction 4.

B. In what month does your fiscal year end each year?
DECEMBER

C. Under the laws of what state or country are you organized?

State	Country
Pennsylvania	United States

If you are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor

If you have already reported this succession on a previous Form ADV filing, do not report the succession again. Instead, check "No." See Pa

SECTION 4 Successions

No Information Filed

Item 5 Information About Your Advisory Business - Employees, Clients, and Compensation

Responses to this Item help us understand your business, assist us in preparing for on-site examinations, and provide us with data we use whe
Instruction 5.a. provides additional guidance to newly formed advisers for completing this Item 5.

Employees

If you are organized as a sole proprietorship, include yourself as an employee in your responses to Item 5.A. and Items 5.B.(1), (2), (3), (4), and (than one function, you should count that employee in each of your responses to Items 5.B.(1), (2), (3), (4), and (5).

A. Approximately how many *employees* do you have? Include full- and part-time *employees* but do not include any clerical workers.

590

B. (1) Approximately how many of the *employees* reported in 5.A. perform investment advisory functions (including research)?

375

(2) Approximately how many of the *employees* reported in 5.A. are registered representatives of a broker-dealer?

170

(3) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment ac*

0

(4) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment ac* investment adviser other than you?

0

(5) Approximately how many of the *employees* reported in 5.A. are licensed agents of an insurance company or agency?

0

(6) Approximately how many firms or other *persons* solicit advisory *clients* on your behalf?

0

In your response to Item 5.B.(6), do not count any of your employees and count a firm only once – do not count each of the firm's employees

Clients

In your responses to Items 5.C. and 5.D. do not include as "clients" the investors in a private fund you advise, unless you have a separate advisor

C. (1) To approximately how many *clients* for whom you do not have regulatory assets under management did you provide investment adviso completed fiscal year?

0

(2) Approximately what percentage of your *clients* are non-*United States persons*?

27%

D. *For purposes of this Item 5.D., the category "individuals" includes trusts, estates, and 401(k) plans and IRAs of individuals and their family m businesses organized as sole proprietorships.*

(c) Banking or thrift institutions	0	☐	
(d) Investment companies	212		
(e) Business development companies	0		
(f) Pooled investment vehicles (other than investment companies and business development companies)	61		
(g) Pension and profit sharing plans (but not the plan participants or government pension plans)	0	☐	
(h) Charitable organizations	0	☐	
(i) State or municipal *government entities* (including government pension plans)	0	☐	
(j) Other investment advisers	0	☐	
(k) Insurance companies	0	☐	
(l) Sovereign wealth funds and foreign official institutions	0	☐	
(m) Corporations or other businesses not listed above	0	☐	
(n) Other:	0	☐	

Compensation Arrangements

E. You are compensated for your investment advisory services by (check all that apply):

☑ (1) A percentage of assets under your management
☐ (2) Hourly charges
☐ (3) Subscription fees (for a newsletter or periodical)
☐ (4) Fixed fees (other than subscription fees)
☐ (5) Commissions
☐ (6) *Performance-based fees*
☑ (7) Other (specify): ALLOCATED SHARE OF VANGUARD'S TOTAL COST OF OPERATIONS

tem 5 Information About Your Advisory Business - Regulatory Assets Under Management

Regulatory Assets Under Management

F. (1) Do you provide continuous and regular supervisory or management services to securities portfolios?

(2) If yes, what is the amount of your regulatory assets under management and total number of accounts?

		U.S. Dollar Amount		Total Number of Acc
Discretionary:	(a)	$ 6,669,629,346,058	(d)	273
Non-Discretionary:	(b)	$ 0	(e)	0
Total:	(c)	$ 6,669,629,346,058	(f)	273

Part 1A Instruction 5.b. explains how to calculate your regulatory assets under management. You must follow these instructions carefull

(3) What is the approximate amount of your total regulatory assets under management (reported in Item 5.F.(2)(c) above) attributable to *clie persons*?

$ 26,648,991,268

tem 5 Information About Your Advisory Business - Advisory Activities

Advisory Activities

G. What type(s) of advisory services do you provide? Check all that apply.

☐ (1) Financial planning services
☐ (2) Portfolio management for individuals and/or small businesses

- 0
- 1 - 10
- 11 - 25
- 26 - 50
- 51 - 100
- 101 - 250
- 251 - 500
- More than 500

  If more than 500, how many?
  (round to the nearest 500)

In your responses to this Item 5.H., do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory

I. (1) Do you participate in a *wrap fee program*?

(2) If you participate in a *wrap fee program*, what is the amount of your regulatory assets under management attributable to acting as:

(a) *sponsor* to a *wrap fee program*
$

(b) portfolio manager for a *wrap fee program*?
$

(c) *sponsor* to and portfolio manager for the same *wrap fee program*?
$

If you report an amount in Item 5.I.(2)(c), do not report that amount in Item 5.I.(2)(a) or Item 5.I.(2)(b).

If you are a portfolio manager for a wrap fee program, list the names of the programs, their sponsors and related information in Section 5.I.(2

If your involvement in a wrap fee program is limited to recommending wrap fee programs to your clients, or you advise a mutual fund that is
do not check Item 5.I.(1) or enter any amounts in response to Item 5.I.(2).

J. (1) In response to Item 4.B. of Part 2A of Form ADV, do you indicate that you provide investment advice only with respect to limited types of in

(2) Do you report *client* assets in Item 4.E. of Part 2A that are computed using a different method than the method used to compute your reg management?

K. Separately Managed Account *Clients*

(1) Do you have regulatory assets under management attributable to *clients* other than those listed in Item 5.D.(3)(d)-(f) (separately manage

If yes, complete Section 5.K.(1) of Schedule D.

(2) Do you engage in borrowing transactions on behalf of any of the separately managed account *clients* that you advise?

If yes, complete Section 5.K.(2) of Schedule D.

(3) Do you engage in derivative transactions on behalf of any of the separately managed account *clients* that you advise?

If yes, complete Section 5.K.(2) of Schedule D.

(4) After subtracting the amounts in Item 5.D.(3)(d)-(f) above from your total regulatory assets under management, does any custodian hold

No Information Filed

SEC File Number
811 - 00834

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 01027

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 01530

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 01766

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

SEC File Number
811 - 02554

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 02652

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 02687

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 02968

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 03916

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 03919

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 04098

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 04474

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number

company that you advise.

No Information Filed

SEC File Number
811 - 04571

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 04627

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 04681

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 05340

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there

SEC File Number
811 - 05628

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 05962

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 05972

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 06083

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 07043

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 07175

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 07239

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 07443

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 21478

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 22114

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 22619

Provide the regulatory assets under management of all *parallel managed accounts* related to a registered investment company (or series there company that you advise.

No Information Filed

SEC File Number
811 - 58431

attributable to each of the following categories of assets. If the remaining amount is at least $10 billion in regulatory assets under management, remaining amount is less than $10 billion in regulatory assets under management, complete Question (b).

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you s

End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment* . Mi the end of year date. Each column should add up to 100% and numbers should be rounded to the nearest percent.

Investments in derivatives, registered investment companies, business development companies, and pooled investment vehicles should be rep report those investments based on related or underlying portfolio assets. Cash equivalents include bank deposits, certificates of deposit, banke instruments.

Some assets could be classified into more than one category or require discretion about which category applies. You may use your own interna of your service providers in determining how to categorize assets, so long as the methodologies or conventions are consistently applied and cor internally and to current and prospective clients. However, you should not double count assets, and your responses must be consistent with any relating to this Section.

(a)

Asset Type
(i) Exchange-Traded Equity Securities
(ii) Non Exchange-Traded Equity Securities
(iii) U.S. Government/Agency Bonds
(iv) U.S. State and Local Bonds
(v) *Sovereign Bonds*
(vi) Investment Grade Corporate Bonds
(vii) Non-Investment Grade Corporate Bonds
(viii) Derivatives
(ix) Securities Issued by Registered Investment Companies or Business Development Companies
(x) Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companie
(xi) Cash and Cash Equivalents
(xii) Other

Generally describe any assets included in "Other"

(b)

Asset Type
(i) Exchange-Traded Equity Securities
(ii) Non Exchange-Traded Equity Securities
(iii) U.S. Government/Agency Bonds
(iv) U.S. State and Local Bonds
(v) *Sovereign Bonds*
(vi) Investment Grade Corporate Bonds
(vii) Non-Investment Grade Corporate Bonds
(viii) Derivatives
(ix) Securities Issued by Registered Investment Companies or Business Development Companies
(x) Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companie
(xi) Cash and Cash Equivalents
(xii) Other

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of g of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borr* *value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of *borrowings* for the accounts included in column 1.

In column 3, provide aggregate *gross notional value* of derivatives divided by the aggregate regulatory assets under management of the acc respect to each category of derivatives specified in 3(a) through (f).

You may, but are not required to, complete the table with respect to any separately managed account with regulatory assets under managen

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

(i) Mid-Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) *Borrowings*	(3) Derivative Exposures			
			(a) *Interest Rate Derivative*	(b) *Foreign Exchange Derivative*	(c) *Credit Derivative*	(d) *Equi Derivati*
Less than 10%	$	$	0 %	0 %	0 %	0 %
10-149%	$	$ 0	0 %	0 %	0 %	0 %
150% or more	$ 0	$ 0	0 %	0 %	0 %	0 %

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are us separately managed accounts that you advise.

(ii) End of Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) *Borrowings*	(3) Derivative Exposures			
			(a) *Interest Rate Derivative*	(b) *Foreign Exchange Derivative*	(c) *Credit Derivative*	(d) *Equi Derivati*
Less than 10%	$ 0	$ 0	0 %	0 %	0 %	0 %
10-149%	$ 0	$ 0	0 %	0 %	0 %	0 %
150% or more	$ 0	$ 0	0 %	0 %	0 %	0 %

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are us separately managed accounts that you advise.

(b) In the table below, provide the following information regarding the separately managed accounts you advise as of the date used to calculate management for purposes of your *annual updating amendment*. If you are a subadviser to a separately managed account, you should only p portion of the account that you subadvise.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of g of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borr* *value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of *borrowings* for the accounts included in column 1.

You may, but are not required to, complete the table with respect to any separately managed accounts with regulatory assets under manage

No Information Filed

tem 6 Other Business Activities

In this Item, we request information about your firm's other business activities.

A. You are actively engaged in business as a (check all that apply):

- [ ] (1) broker-dealer (registered or unregistered)
- [ ] (2) registered representative of a broker-dealer
- [x] (3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- [ ] (4) futures commission merchant
- [ ] (5) real estate broker, dealer, or agent
- [ ] (6) insurance broker or agent
- [ ] (7) bank (including a separately identifiable department or division of a bank)
- [ ] (8) trust company
- [ ] (9) registered municipal advisor
- [ ] (10) registered security-based swap dealer
- [ ] (11) major security-based swap participant
- [ ] (12) accountant or accounting firm
- [ ] (13) lawyer or law firm
- [ ] (14) other financial product salesperson (specify):

If you engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Sch

B. (1) Are you actively engaged in any other business not listed in Item 6.A. (other than giving investment advice)?

(2) If yes, is this other business your primary business?

If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provi

(3) Do you sell products or provide services other than investment advice to your advisory *clients*?

If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provi

;ECTION 6.A. Names of Your Other Businesses

No Information Filed

;ECTION 6.B.(2) Description of Primary Business

Describe your primary business (not your investment advisory business):

VGI PROVIDES ITS CLIENTS WITH CORPORATE, MANAGEMENT & ADMINISTRATIVE MUTUAL FUND SERVICES, INCLUDING LEGAL, ACCOUI DISTRIBUTION SERVICES.

If you engage in that business under a different name, provide that name:

;ECTION 6.B.(3) Description of Other Products and Services

Describe other products or services you sell to your *client*. You may omit products and services that you listed in Section 6.B.(2) above.
SAME AS 6.B.(2).

- [ ] (7) futures commission merchant
- [x] (8) banking or thrift institution
- [x] (9) trust company
- [ ] (10) accountant or accounting firm
- [ ] (11) lawyer or law firm
- [x] (12) insurance company or agency
- [ ] (13) pension consultant
- [ ] (14) real estate broker or dealer
- [ ] (15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- [x] (16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

Note that Item 7.A. should not be used to disclose that some of your employees perform investment advisory functions or are registered rep, number of your firm's employees who perform investment advisory functions should be disclosed under Item 5.B.(1). The number of your fi representatives of a broker-dealer should be disclosed under Item 5.B.(2).

Note that if you are filing an umbrella registration, you should not check Item 7.A.(2) with respect to your relying advisers, and you do not ha Schedule D for your relying advisers. You should complete a Schedule R for each relying adviser.

For each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Se

You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the re does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) y your relationship with the related person otherwise creates a conflict of interest with your clients.

You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services yo any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operati 206(4)-2 of the Advisers Act.

ECTION 7.A. Financial Industry Affiliations

Complete a separate Schedule D Section 7.A. for each *related person* listed in Item 7.A.

1. Legal Name of *Related Person*:
   JUSTINVEST, LLC

2. Primary Business Name of *Related Person*:
   JUSTINVEST, LLC

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   801 - 114487
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   285366
   (b) CIK Number(s) (if any):

   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) - [ ] broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) - [x] other investment adviser (including financial planners)

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   VANGUARD INVESTMENTS CANADA INC.

2. Primary Business Name of *Related Person*:
   VANGUARD INVESTMENTS CANADA INC.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   802 - 107926
   or
   Other

4. *Related Person's*

   (a) *CRD* Number (if any):
   283519

   (b) CIK Number(s) (if any):

CIK Number
1816312

5. *Related Person* is: (check all that apply)

   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant

(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority*?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Canada - Ontario Securities Commission

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
VANGUARD GROUP (IRELAND) LIMITED

2. Primary Business Name of *Related Person*:
VANGUARD GROUP (IRELAND) LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*

(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

CIK Number
1816678

5. *Related Person* is: (check all that apply)

(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm

(c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:

City: State: Country: ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Ireland - Central Bank of Ireland

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
VANGUARD NATIONAL TRUST COMPANY, N.A.

2. Primary Business Name of *Related Person*:
VANGUARD NATIONAL TRUST COMPANY

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☑ banking or thrift institution
(i) ☑ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

(b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

(b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

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1. Legal Name of *Related Person*:
VGI INSURANCE, INC.

2. Primary Business Name of *Related Person*:
VGI INSURANCE, INC.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
-
or
Other

4. *Related Person's*
(a) *CRD* Number (if any):

(b) CIK Number(s) (if any):

No Information Filed

5. *Related Person* is: (check all that apply)
(a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
(b) ☐ other investment adviser (including financial planners)
(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☑ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   VGIM, S.A. DE C.V., ASESOR EN INVERSIONES INDEPENDIENTE

2. Primary Business Name of *Related Person*:
   VANGUARD MÉXICO

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
   -
   or
   Other

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):
   No Information Filed

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your clie

1. Legal Name of *Related Person*:
VANGUARD ADVISERS, INC.

2. Primary Business Name of *Related Person*:
VANGUARD ADVISERS, INC.

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
801 - 49601
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   106715
   (b) CIK Number(s) (if any):

CIK Number
947529

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☑ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

Number and Street 1: Number and Street 2:
City: State: Country: ZIP+4/Postal Code:

2. Primary Business Name of *Related Person*:
VANGUARD MARKETING CORPORATION

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
8 - 21570
or
Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   7452
   (b) CIK Number(s) (if any):

CIK Number
1114858

5. *Related Person* is: (check all that apply)
   (a) ☑ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☐ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

801 - 107653

or

Other

4. *Related Person's*
   (a) *CRD* Number (if any):
   282598
   (b) CIK Number(s) (if any):

CIK Number
1680208

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☑ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
United Kingdom - Financial Conduct Authority

4. *Related Person's*
   (a) *CRD* Number (if any):

   (b) CIK Number(s) (if any):

CIK Number
933478

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☐ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☑ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r
    No Information Filed

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

CIK Number
1816749

5. *Related Person* is: (check all that apply)
   - (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   - (b) ☑ other investment adviser (including financial planners)
   - (c) ☐ registered municipal advisor
   - (d) ☐ registered security-based swap dealer
   - (e) ☐ major security-based swap participant
   - (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   - (g) ☐ futures commission merchant
   - (h) ☐ banking or thrift institution
   - (i) ☐ trust company
   - (j) ☐ accountant or accounting firm
   - (k) ☐ lawyer or law firm
   - (l) ☐ insurance company or agency
   - (m) ☐ pension consultant
   - (n) ☐ real estate broker or dealer
   - (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   - (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?

   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?

   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*

   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?

   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?

    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
United Kingdom - Financial Conduct Authority

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   VANGUARD GLOBAL ADVISERS, LLC

5. *Related Person* is: (check all that apply)
   (a) ☐ broker-dealer, municipal securities dealer, or government securities broker or dealer
   (b) ☑ other investment adviser (including financial planners)
   (c) ☐ registered municipal advisor
   (d) ☐ registered security-based swap dealer
   (e) ☐ major security-based swap participant
   (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
   (g) ☐ futures commission merchant
   (h) ☐ banking or thrift institution
   (i) ☐ trust company
   (j) ☐ accountant or accounting firm
   (k) ☐ lawyer or law firm
   (l) ☐ insurance company or agency
   (m) ☐ pension consultant
   (n) ☐ real estate broker or dealer
   (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
   (p) ☐ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
    (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Ireland - Central Bank of Ireland

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
   VANGUARD INVESTMENTS HONG KONG LIMITED

2. Primary Business Name of *Related Person*:
   VANGUARD INVESTMENTS HONG KONG LIMITED

(c) ☐ registered municipal advisor
(d) ☐ registered security-based swap dealer
(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
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(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

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7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?
   FOREIGN ADVISER EXEMPTION

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Hong Kong - Securities and Futures Commission

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

---

1. Legal Name of *Related Person*:
VANGUARD INVESTMENTS AUSTRALIA LIMITED

2. Primary Business Name of *Related Person*:
VANGUARD INVESTMENTS AUSTRALIA LIMITED

3. *Related Person's* SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
801 - 107761
or

(e) ☐ major security-based swap participant
(f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
(g) ☐ futures commission merchant
(h) ☐ banking or thrift institution
(i) ☐ trust company
(j) ☐ accountant or accounting firm
(k) ☐ lawyer or law firm
(l) ☐ insurance company or agency
(m) ☐ pension consultant
(n) ☐ real estate broker or dealer
(o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
(p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

6. Do you *control* or are you *controlled* by the *related person*?

7. Are you and the *related person* under common *control*?

8. (a) Does the *related person* act as a qualified custodian for your *clients* in connection with advisory services you provide to *clients*?
   (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presump operationally independent (pursuant to rule 206(4)-2(d)(5)) from the *related person* and thus are not required to obtain a surprise exami or securities that are maintained at the *related person*?
   (c) If you have answered "yes" to question 8.(a) above, provide the location of the *related person's* office responsible for *custody* of your *clie*
   Number and Street 1: Number and Street 2:
   City: State: Country: ZIP+4/Postal Code:
   If this address is a private residence, check this box: ☐

9. (a) If the *related person* is an investment adviser, is it exempt from registration?
   (b) If the answer is yes, under what exemption?

10. (a) Is the *related person* registered with a *foreign financial regulatory authority* ?
   (b) If the answer is yes, list the name and country, in English of each *foreign financial regulatory authority* with which the *related person* is r

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Australia - Australian Securities and Investments Commission

11. Do you and the *related person* share any *supervised persons*?

12. Do you and the *related person* share the same physical location?

tem 7 *Private Fund* Reporting

3. Are you an adviser to any *private fund*?

If "yes," then for each private fund that you advise, you must complete a Section 7.B.(1) of Schedule D, except in certain circumstances describ Instruction 6 of the Instructions to Part 1A. If you are registered or applying for registration with the SEC or reporting as an SEC exempt reportir registered adviser or SEC exempt reporting adviser reports this information with respect to any such private fund in Section 7.B.(1) of Schedule subadviser), do not complete Section 7.B.(1) of Schedule D with respect to that private fund. You must, instead, complete Section 7.B.(2) of Sc

In either case, if you seek to preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical designation, pursuant to rule 204-2(d), you may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same code or des

2. Under the laws of what state or country is the *private fund* organized:

State:

Country:
Cayman Islands

3. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or *persons* serving in a similar capacity):

Name of General Partner, Manager, Trustee, or Director
VGMF I (CAYMAN) LIMITED

(b) If filing an *umbrella registration*, identify the *filing adviser* and/or *relying adviser(s)* that sponsor(s) or manage(s) this *private fund.*

No Information Filed

4. The *private fund* (check all that apply; you must check at least one):

☐ (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940

☑ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940

5. List the name and country, in English, of each *foreign financial regulatory authority* with which the *private fund* is registered.

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Other - CAYMAN ISLANDS REGISTRAR OF TRUSTS

6. (a) Is this a "master fund" in a master-feeder arrangement?

(b) If yes, what is the name and *private fund* identification number (if any) of the feeder funds investing in this *private fund*?

No Information Filed

(c) Is this a "feeder fund" in a master-feeder arrangement?

(d) If yes, what is the name and *private fund* identification number (if any) of the master fund in which this *private fund* invests?

Name of *private fund*:

Private fund identification number:
(include the "805-" prefix also)

NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Seci
arrangement or reporting on the funds separately.

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), f
the following questions:

No Information Filed

NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially
("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classe

NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.

11. Current gross asset value of the *private fund*:

    $ 24,125,239

Ownership

12. Minimum investment commitment required of an investor in the *private fund*:

    $ 1

    NOTE: Report the amount routinely required of investors who are not your *related persons* (even if different from the amount set forth in th fund).

13. Approximate number of the *private fund's* beneficial owners:

    1

14. What is the approximate percentage of the *private fund* beneficially owned by you and your *related persons*:

    100%

15. (a) What is the approximate percentage of the *private fund* beneficially owned (in the aggregate) by funds of funds:

    0%

    (b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Compa of the fund limited to *qualified clients*?

16. What is the approximate percentage of the *private fund* beneficially owned by non-*United States persons*:

    0%

Your Advisory Services

17. (a) Are you a subadviser to this *private fund*?

    (b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the *private fund*. If the answer question blank.

No Information Filed

18. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the *private fund*?

    (b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the *private fund*. If the a leave this question blank.

No Information Filed

19. Are your *clients* solicited to invest in the *private fund*?

    NOTE: For purposes of this question, do not consider feeder funds of the private fund.

20. Approximately what percentage of your *clients* has invested in the *private fund*?

    1%

Private Offering

No Information Filed

(g) Are the *private fund's* audited financial statements for the most recently completed fiscal year distributed to the *private fund's* investors

(h) Do all of the reports prepared by the auditing firm for the *private fund* since your last *annual updating amendment* contain unqualified

Yes No Report Not Yet Received

If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the r

Prime Broker

24. (a) Does the *private fund* use one or more prime brokers?

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the *private fund* uses. If the prime broker, you must complete questions (b) through (e) separately for each prime broker.

No Information Filed

Custodian

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the *private fund* uses. If the *pri* custodian, you must complete questions (b) through (g) separately for each custodian.

Additional Custodian Information : 1 Record(s) Filed.

If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the *private fund* uses. If the *p* custodian, you must complete questions (b) through (g) separately for each custodian.

(b) Legal name of custodian:
STATE STREET BANK AND TRUST

(c) Primary business name of custodian:
STATE STREET BANK AND TRUST

(d) The location of the custodian's office responsible for *custody* of the *private fund's* assets (city, state and country):

City:	State:	Country:
BOSTON	Massachusetts	United States

(e) Is the custodian a *related person* of your firm?

(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):
-

CRD Number (if any):

27. During your last fiscal year, what percentage of the *private fund's* assets (by value) was valued by a *person*, such as an administrator, that

0%

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining a valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the v *person.*

Marketers

28. (a) Does the *private fund* use the services of someone other than you or your *employees* for marketing purposes?

You must answer "yes" whether the *person* acts as a placement agent, consultant, finder, introducer, municipal advisor or other solici to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the *private fund* uses. If the *private func* must complete questions (b) through (g) separately for each marketer.

No Information Filed

A. PRIVATE FUND

Information About the *Private Fund*

1. (a) Name of the *private fund*:

CSF PRIVATE FUND

(b) *Private fund* identification number:
(include the "805-" prefix also)

805-1178567505

2. Under the laws of what state or country is the *private fund* organized:

State:

Country:
Cayman Islands

3. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or *persons* serving in a similar capacity):

Name of General Partner, Manager, Trustee, or Director
VGMF I (CAYMAN) LIMITED

(b) If filing an *umbrella registration*, identify the *filing adviser* and/or *relying adviser(s)* that sponsor(s) or manage(s) this *private fund*.

No Information Filed

4. The *private fund* (check all that apply; you must check at least one):

☐ (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940

☑ (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940

5. List the name and country, in English, of each *foreign financial regulatory authority* with which the *private fund* is registered.

Name of Country/English Name of *Foreign Financial Regulatory Authority*
Other - CAYMAN ISLANDS REGISTRAR OF TRUSTS

NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Sec arrangement or reporting on the funds separately.

7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), f the following questions:

No Information Filed

NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classe and each class (or series) invests substantially all of its assets in a single master fund.

8. (a) Is this *private fund* a "fund of funds"?

NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmer they are also *private funds* or registered investment companies.

(b) If yes, does the *private fund* invest in funds managed by you or by a *related person*?

9. During your last fiscal year, did the *private fund* invest in securities issued by investment companies registered under the Investment Con than "money market funds," to the extent provided in Instruction 6.e.)?

10. What type of fund is the *private fund*?

(•) hedge fund ( ) liquidity fund ( ) private equity fund ( ) real estate fund ( ) securitized asset fund ( ) venture capital fund ( ) Other *pri*

NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.

11. Current gross asset value of the *private fund*:

$ 120,665,384

Ownership

12. Minimum investment commitment required of an investor in the *private fund*:

$ 1

NOTE: Report the amount routinely required of investors who are not your *related persons* (even if different from the amount set forth in th fund).

13. Approximate number of the *private fund's* beneficial owners:

1

14. What is the approximate percentage of the *private fund* beneficially owned by you and your *related persons*:

100%

15. (a) What is the approximate percentage of the *private fund* beneficially owned (in the aggregate) by funds of funds:

0%

(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Compai leave this question blank.

No Information Filed

19. Are your *clients* solicited to invest in the *private fund*?

NOTE: For purposes of this question, do not consider feeder funds of the private fund.

20. Approximately what percentage of your *clients* has invested in the *private fund*?

1%

Private Offering

21. Has the *private fund* ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

22. If yes, provide the *private fund's* Form D file number (if any):

No Information Filed

B. SERVICE PROVIDERS

Auditors

23. (a) (1) Are the *private fund's* financial statements subject to an annual audit?

(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?

If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the *private fund* uses more than one auditing questions (b) through (f) separately for each auditing firm.

No Information Filed

(g) Are the *private fund's* audited financial statements for the most recently completed fiscal year distributed to the *private fund's* investors

(h) Do all of the reports prepared by the auditing firm for the *private fund* since your last *annual updating amendment* contain unqualified

Yes No Report Not Yet Received

If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the r

Prime Broker

24. (a) Does the *private fund* use one or more prime brokers?

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the *private fund* uses. If the prime broker, you must complete questions (b) through (e) separately for each prime broker.

No Information Filed

STATE STREET BANK & TRUST COMPANY

(d) The location of the custodian's office responsible for *custody* of the *private fund's* assets (city, state and country):

City:	State:	Country:
BOSTON	Massachusetts	United States

(e) Is the custodian a *related person* of your firm?

(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):

-

CRD Number (if any):

(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its *legal en*

Administrator

26. (a) Does the *private fund* use an administrator other than your firm?

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the *private fund* uses more than one administra (b) through (f) separately for each administrator.

No Information Filed

27. During your last fiscal year, what percentage of the *private fund's* assets (by value) was valued by a *person*, such as an administrator, that

0%

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining a valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the v *person*.

Marketers

28. (a) Does the *private fund* use the services of someone other than you or your *employees* for marketing purposes?

You must answer "yes" whether the *person* acts as a placement agent, consultant, finder, introducer, municipal advisor or other solici to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the *private fund* uses. If the *private func* must complete questions (b) through (g) separately for each marketer.

No Information Filed

Funds per Page: 15 Total Funds: 2

SECTION 7.B.(2) *Private Fund* Reporting

4. Are your *clients* solicited to invest in this *private fund*?

In answering this question, disregard feeder funds' investment in a master fund. For purposes of this question, in a master-feeder arranger funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "mas question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a

1. Name of the *private fund*:

VANGUARD CANADA UNIVERSE BOND INDEX POOL

2. *Private fund* identification number:
(include the "805-" prefix also)

805-4180247813

3. Name and SEC File number of adviser that provides information about this *private fund* in Section 7.B.(1) of Schedule D of its Form ADV filir

Name:

VANGUARD INVESTMENTS CANADA INC.

SEC File Number:

802 - 107926

4. Are your *clients* solicited to invest in this *private fund*?

In answering this question, disregard feeder funds' investment in a master fund. For purposes of this question, in a master-feeder arranger funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "mas question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a

1. Name of the *private fund*:

VANGUARD GLOBAL BALANCED FUND

2. *Private fund* identification number:
(include the "805-" prefix also)

805-7480996594

3. Name and SEC File number of adviser that provides information about this *private fund* in Section 7.B.(1) of Schedule D of its Form ADV filir

Name:

VANGUARD INVESTMENTS CANADA INC.

SEC File Number:

802 - 107926

4. Are your *clients* solicited to invest in this *private fund*?

In answering this question, disregard feeder funds' investment in a master fund. For purposes of this question, in a master-feeder arranger

Name:

VANGUARD INVESTMENTS CANADA INC.

SEC File Number:

802 - 107926

4. Are your *clients* solicited to invest in this *private fund*?

In answering this question, disregard feeder funds' investment in a master fund. For purposes of this question, in a master-feeder arrangei funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "mas question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a

---

1. Name of the *private fund*:

VANGUARD GLOBAL EX-CANADA FIXED INCOME FUND

2. *Private fund* identification number:
(include the "805-" prefix also)

805-5479966234

3. Name and SEC File number of adviser that provides information about this *private fund* in Section 7.B.(1) of Schedule D of its Form ADV filir

Name:

VANGUARD INVESTMENTS CANADA INC.

SEC File Number:

802 - 107926

4. Are your *clients* solicited to invest in this *private fund*?

In answering this question, disregard feeder funds' investment in a master fund. For purposes of this question, in a master-feeder arrangei funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "mas question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a

---

1. Name of the *private fund*:

VANGUARD WINDSOR U.S. VALUE FUND

2. *Private fund* identification number:
(include the "805-" prefix also)

805-9011610986

3. Name and SEC File number of adviser that provides information about this *private fund* in Section 7.B.(1) of Schedule D of its Form ADV filir

Name:

VANGUARD INVESTMENTS CANADA INC.

SEC File Number:

A. Do you or any *related person*:

(1) buy securities for yourself from advisory *clients*, or sell securities you own to advisory *clients* (principal transactions)?

(2) buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory *clients*?

(3) recommend securities (or other investment products) to advisory *clients* in which you or any *related person* has some other proprietary than those mentioned in Items 8.A.(1) or (2))?

Sales Interest in *Client* Transactions

B. Do you or any *related person*:

(1) as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory or bought from the brokerage customer (agency cross transactions)?

(2) recommend to advisory *clients*, or act as a purchaser representative for advisory *clients* with respect to, the purchase of securities for wh *person* serves as underwriter or general or managing partner?

(3) recommend purchase or sale of securities to advisory *clients* for which you or any *related person* has any other sales interest (other tha commissions as a broker or registered representative of a broker-dealer)?

Investment or Brokerage Discretion

C. Do you or any *related person* have *discretionary authority* to determine the:

(1) securities to be bought or sold for a *client's* account?

(2) amount of securities to be bought or sold for a *client's* account?

(3) broker or dealer to be used for a purchase or sale of securities for a *client's* account?

(4) commission rates to be paid to a broker or dealer for a *client's* securities transactions?

D. If you answer "yes" to C.(3) above, are any of the brokers or dealers *related persons*?

E. Do you or any *related person* recommend brokers or dealers to *clients*?

F. If you answer "yes" to E. above, are any of the brokers or dealers *related persons*?

G. (1) Do you or any *related person* receive research or other products or services other than execution from a broker-dealer or a third party ("s connection with *client* securities transactions?

(2) If "yes" to G.(1) above, are all the "soft dollar benefits" you or any *related persons* receive eligible "research or brokerage services" under Securities Exchange Act of 1934?

H. (1) Do you or any *related person*, directly or indirectly, compensate any *person* that is not an *employee* for *client* referrals?

(2) Do you or any *related person*, directly or indirectly, provide any *employee* compensation that is specifically related to obtaining *clients* foı compensation in addition to the *employee's* regular salary)?

I. Do you or any *related person*, including any *employee*, directly or indirectly, receive compensation from any *person* (other than you or any *relı* referrals?

In your response to Item 8.I., do not include the regular salary you pay to an employee.

In responding to Items 8.H. and 8.I., consider all cash and non-cash compensation that you or a related person gave to (in answering Item 8. Item 8.I.) any person in exchange for client referrals, including any bonus that is based, at least in part, on the number or amount of client reı

tem 9 Custody

In this Item, we ask you whether you or a *related person* has *custody* of *client* (other than *clients* that are investment companies registered under t assets and about your custodial practices.

A. (1) Do you have *custody* of any advisory *clients*':

(2).

B. (1) In connection with advisory services you provide to *clients*, do any of your *related persons* have *custody* of any of your advisory *clients*':

(a) cash or bank accounts?

(b) securities?

You are required to answer this item regardless of how you answered Item 9.A.(1)(a) or (b).

(2) If you checked "yes" to Item 9.B.(1)(a) or (b), what is the approximate amount of *client* funds and securities and total number of *clients* fo *custody*:

U.S. Dollar Amount	Total Number of *Clients*
(a) $	(b)

C. If you or your *related persons* have *custody* of *client* funds or securities in connection with advisory services you provide to *clients*, check all th

(1) A qualified custodian(s) sends account statements at least quarterly to the investors in the pooled investment vehicle(s) you manage.

(2) An *independent public accountant* audits annually the pooled investment vehicle(s) that you manage and the audited financial statemer investors in the pools.

(3) An *independent public accountant* conducts an annual surprise examination of *client* funds and securities.

(4) An *independent public accountant* prepares an internal control report with respect to custodial services when you or your *related persor* for *client* funds and securities.

If you checked Item 9.C.(2), C.(3) or C.(4), list in Section 9.C. of Schedule D the accountants that are engaged to perform the audit or examin report. (If you checked Item 9.C.(2), you do not have to list auditor information in Section 9.C. of Schedule D if you already provided this infor funds you advise in Section 7.B.(1) of Schedule D).

D. Do you or your *related person(s)* act as qualified custodians for your *clients* in connection with advisory services you provide to *clients*?

(1) you act as a qualified custodian

(2) your *related person(s)* act as qualified custodian(s)

If you checked "yes" to Item 9.D.(2), all related persons that act as qualified custodians (other than any mutual fund transfer agent pursuant t identified in Section 7.A. of Schedule D, regardless of whether you have determined the related person to be operationally independent unde

E. If you are filing your *annual updating amendment* and you were subject to a surprise examination by an *independent public accountant* durir date (MM/YYYY) the examination commenced:

F. If you or your *related persons* have *custody* of *client* funds or securities, how many *persons*, including, but not limited to, you and your *related* for your *clients* in connection with advisory services you provide to *clients?*

;ECTION 9.C. *Independent Public Accountant*

No Information Filed

tem 10 Control Persons

In this Item, we ask you to identify every *person* that, directly or indirectly, *controls* you. If you are filing an *umbrella registration*, the information in It ɜdviser only.

No Information Filed

ECTION 10.B. *Control Person* Public Reporting Companies

No Information Filed

tem 11 Disclosure Information

In this Item, we ask for information about your disciplinary history and the disciplinary history of all your *advisory affiliates*. We use this information application for registration, to decide whether to revoke your registration or to place limitations on your activities as an investment adviser, and to focus on during our on-site examinations. One event may result in "yes" answers to more than one of the questions below. In accordance with Ge and "your" include the *filing adviser* and all *relying advisers* under an *umbrella registration*.

Your *advisory affiliates* are: (1) all of your current *employees* (other than *employees* performing only clerical, administrative, support or similar fun partners, or directors (or any *person* performing similar functions); and (3) all *persons* directly or indirectly *controlling* you or *controlled* by you. If yo department or division" (SID) of a bank, see the Glossary of Terms to determine who your *advisory affiliates* are.

If you are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit your disclosure to event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For purposes of calculating this ten-year period, t order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments, or decrees lapsed.

You must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.

Do any of the events below involve you or any of your *supervised persons*?

For "yes" answers to the following questions, complete a Criminal Action DRP:

A. In the past ten years, have you or any *advisory affiliate*:

(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any *felony*?

(2) been *charged* with any *felony*?

If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 1 pending.

B. In the past ten years, have you or any *advisory affiliate*:

(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a *misdemeanor* involving: inv *related* business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extorti commit any of these offenses?

(2) been *charged* with a *misdemeanor* listed in Item 11.B.(1)?

If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 1 pending.

For "yes" answers to the following questions, complete a Regulatory Action DRP:

C. Has the SEC or the Commodity Futures Trading Commission (CFTC) ever:

(1) *found* you or any *advisory affiliate* to have made a false statement or omission?

(2) *found* you or any *advisory affiliate* to have been *involved* in a violation of SEC or CFTC regulations or statutes?

(3) *found* you or any *advisory affiliate* to have been a cause of an *investment-related* business having its authorization to do business denie restricted?

(4) entered an *order* against you or any *advisory affiliate* in connection with *investment-related* activity?

by the SEC)?

(3) *found* you or any *advisory affiliate* to have been the cause of an *investment-related* business having its authorization to do business der or restricted?

(4) disciplined you or any *advisory affiliate* by expelling or suspending you or the *advisory affiliate* from membership, barring or suspending from association with other members, or otherwise restricting your or the *advisory affiliate's* activities?

F. Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any *advisory affiliate* ever been revoked or sus

G. Are you or any *advisory affiliate* now the subject of any regulatory *proceeding* that could result in a "yes" answer to any part of Item 11.C., 11.I

For "yes" answers to the following questions, complete a Civil Judicial Action DRP:

H. (1) Has any domestic or foreign court:

(a) in the past ten years, *enjoined* you or any *advisory affiliate* in connection with any *investment-related* activity?

(b) ever *found* that you or any *advisory affiliate* were *involved* in a violation of *investment-related* statutes or regulations?

(c) ever dismissed, pursuant to a settlement agreement, an *investment-related* civil action brought against you or any *advisory affiliate* *financial regulatory authority*?

(2) Are you or any *advisory affiliate* now the subject of any civil *proceeding* that could result in a "yes" answer to any part of Item 11.H.(1)?

tem 12 Small Businesses

The SEC is required by the Regulatory Flexibility Act to consider the effect of its regulations on small entities. In order to do this, we need to deterr of "small business" or "small organization" under rule 0-7.

Answer this Item 12 only if you are registered or registering with the SEC **and** you indicated in response to Item 5.F.(2)(c) that you have regulator than $25 million. You are not required to answer this Item 12 if you are filing for initial registration as a state adviser, amending a current state reg state registration.

For purposes of this Item 12 only:

- Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of *clients*. In determining your or another *persor* assets shown on a current balance sheet (but use total assets reported on a consolidated balance sheet with subsidiaries included, if th
- *Control* means the power to direct or cause the direction of the management or policies of a *person*, whether through ownership of securit *person* that directly or indirectly has the right to vote 25 percent or more of the voting securities, or is entitled to 25 percent or more of the pi to *control* the other *person*.

A. Did you have total assets of $5 million or more on the last day of your most recent fiscal year?

If "yes," you do not need to answer Items 12.B. and 12.C.

B. Do you:

(1) *control* another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form AD\ the last day of its most recent fiscal year?

(2) *control* another *person* (other than a natural person) that had total assets of $5 million or more on the last day of its most recent fiscal ye

C. Are you:

(1) *controlled* by or under common *control* with another investment adviser that had regulatory assets under management (calculated in res Form ADV) of $25 million or more on the last day of its most recent fiscal year?

(2) *controlled* by or under common *control* with another *person* (other than a natural person) that had total assets of $5 million or more on tl fiscal year?

capital, the trust and each trustee; and

(e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contrib

(ii) if managed by elected managers, all elected managers.

3. Do you have any indirect owners to be reported on Schedule B? ○ Yes ◉ No

4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign cou officer is an individual.

5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, sharel shareholders or members, the class of securities owned (if more than one is issued).

6. Ownership codes are: NA - less than 5% B - 10% but less than 25% D - 50% but less than 75%
A - 5% but less than 10% C - 25% but less than 50% E - 75% or more

7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control perso*

(b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.

(c) Complete each column.

FULL LEGAL NAME (Individuals: Last Name, First Name, Middle Name)	DE/FE/I	Title or Status	Date Title or Status Acquired MM/YYYY	Ownership Code	*Control Person*	PR	*C* Bi
VANGUARD ADMIRAL FUNDS	DE	STOCKHOLDER	12/1992	NA	N	N	
VANGUARD OHIO TAX-FREE FUNDS	DE	STOCKHOLDER	06/1990	NA	N	N	
VANGUARD VALLEY FORGE FUNDS	DE	STOCKHOLDER	11/1992	NA	N	N	
VANGUARD TAX-MANAGED FUNDS	DE	STOCKHOLDER	09/1994	NA	N	N	
VANGUARD WHITEHALL FUNDS	DE	STOCKHOLDER	02/1996	NA	N	N	
VANGUARD HORIZON FUNDS	DE	STOCKHOLDER	06/1995	NA	N	N	
VANGUARD SCOTTSDALE FUNDS	DE	STOCKHOLDER	11/2009	NA	N	N	
VANGUARD NEW JERSEY TAX-FREE FUNDS	DE	STOCKHOLDER	09/1987	NA	N	N	
VANGUARD CALIFORNIA TAX-FREE FUNDS	DE	STOCKHOLDER	10/1985	NA	N	N	
VANGUARD NEW YORK TAX-FREE FUNDS	DE	STOCKHOLDER	01/1986	NA	N	N	
VANGUARD PENNSYLVANIA TAX-FREE FUNDS	DE	STOCKHOLDER	01/1986	NA	N	N	
VANGUARD CONVERTIBLE SECURITIES FUND	DE	STOCKHOLDER	04/1986	NA	N	N	
VANGUARD QUANTITATIVE FUNDS	DE	STOCKHOLDER	08/1986	NA	N	N	
VANGUARD VARIABLE INSURANCE FUNDS	DE	STOCKHOLDER	04/1991	NA	N	N	
VANGUARD MASSACHUSETTS TAX-EXEMPT FUNDS	DE	STOCKHOLDER	07/1992	NA	N	N	
VANGUARD WELLINGTON FUND	DE	STOCKHOLDER	05/1975	NA	N	N	
VANGUARD WINDSOR FUNDS	DE	STOCKHOLDER	05/1975	NA	N	N	
VANGUARD WORLD FUND	DE	STOCKHOLDER	05/1975	NA	N	N	
VANGUARD TRUSTEES' EQUITY FUND	DE	STOCKHOLDER	02/1980	NA	N	N	
VANGUARD EXPLORER FUND	DE	STOCKHOLDER	12/1975	NA	N	N	
VANGUARD WELLESLEY INCOME FUND	DE	STOCKHOLDER	05/1975	NA	N	N	
VANGUARD INDEX FUNDS	DE	STOCKHOLDER	08/1976	C	Y	N	
VANGUARD BOND INDEX FUNDS	DE	STOCKHOLDER	12/1986	B	N	N	
VANGUARD FENWAY FUNDS	DE	STOCKHOLDER	11/1987	NA	N	N	
VANGUARD MALVERN FUNDS	DE	STOCKHOLDER	11/1988	NA	N	N	
VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	DE	STOCKHOLDER	04/1990	NA	N	N	
VANGUARD FIXED INCOME	DE	STOCKHOLDER	05/1975	NA	N	N	

VANGUARD CHARLOTTE FUNDS	DE	STOCKHOLDER	10/2011	NA	N	N	
MCISAAC, CHRISTOPHER, DAVIS	I	MANAGING DIRECTOR	03/2012	NA	Y	N	2[illegible]
MALPASS, SCOTT, CHARLES	I	DIRECTOR	03/2012	NA	Y	N	2[illegible]
LOUGHRIDGE, MARK	I	DIRECTOR	03/2012	NA	Y	N	6[illegible]
MARCANTE, JOHN, THOMAS	I	MANAGING DIRECTOR AND CHIEF INFORMATION OFFICER	03/2013	NA	Y	N	2[illegible]
RAMPULLA, THOMAS, MARK	I	MANAGING DIRECTOR	07/2015	NA	Y	N	1[illegible]
RISI, KARIN, ANN	I	MANAGING DIRECTOR	07/2015	NA	Y	N	3[illegible]
ROLLINGS, MICHAEL, THOMAS	I	MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER	06/2016	NA	Y	N	1[illegible]
ROBINSON, ANNE, ELIZABETH	I	GENERAL COUNSEL, MANAGING DIRECTOR, AND SECRETARY	09/2016	NA	Y	N	6[illegible]
JAMES, JOHN, MARK	I	MANAGING DIRECTOR	12/2016	NA	Y	N	5[illegible]
MULLIGAN, DEANNA, MARIE	I	DIRECTOR	07/2017	NA	Y	N	4[illegible]
RASKIN, SARAH, BLOOM	I	DIRECTOR	07/2017	NA	Y	N	6[illegible]
DAVIS, GREGORY	I	MANAGING DIRECTOR AND CHIEF INVESTMENT OFFICER	07/2017	NA	Y	N	2[illegible]
VANGUARD INSTITUTIONAL INDEX FUNDS	DE	STOCKHOLDER	02/2018	A	N	N	
SCHADL, JOHN	I	CHIEF COMPLIANCE OFFICER	03/2019	NA	Y	N	6[illegible]
BRENNAN, JOSEPH, PATRICK	I	MANAGING DIRECTOR AND CHIEF RISK OFFICER	09/2018	NA	Y	N	2[illegible]
VALENTE, LAUREN, MARIE	I	MANAGING DIRECTOR	09/2020	NA	Y	N	6[illegible]
BENCHENER, MATTHEW, JOHN	I	MANAGING DIRECTOR	12/2020	NA	Y	N	5[illegible]
Thomas, David, Anthony	I	DIRECTOR	07/2021	NA	Y	N	7[illegible]

;chedule B

Indirect Owners

1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; yc which asks for information about your direct owners. Use Schedule C to amend this information.
2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
   (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell a class of a voting security of that corporation;

   For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, steppa mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she h days, through the exercise of any option, warrant, or right to purchase the security.

   (b) in the case of an owner that is a partnership, all general partners and those limited and special partners that have the right to receive upc 25% or more of the partnership's capital;
   (c) in the case of an owner that is a trust, the trust and each trustee; and
   (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or hav LLC's capital, and (ii) if managed by elected managers, all elected managers.
3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 reached, no further ownership information need be given.
4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign co individual.
5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholc securities owned (if more than one is issued).
6. Ownership codes are: C - 25% but less than 50% E - 75% or more
   D - 50% but less than 75% F - Other (general partner, trustee, or elected manager)

No Information Filed

)RP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☐ 11.D(2)	☐ 11.D(3)	☐ 11.D(4)
☐ 11.E(1)	☑ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related t rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number:	7452	This *advisory affiliate* is ◉ a Firm ○ an Individual
Registered:	◉ Yes ○ No	
Name:	VANGUARD MARKETING CORPORATION (For individuals, Last, First, Middle)	

PART II

1. Regulatory Action initiated by:

   ○ SEC ○ Other Federal ○ State ◉ *SRO* ○ Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)

   FINRA

2. Principal Sanction:

   Other

   Other Sanctions:

   NA

3. Date Initiated (MM/DD/YYYY):

   03/06/2016 ◉ Exact ○ Explanation

   If not exact, provide explanation:

4. Docket/Case Number:

   2013038325801

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:

   No Product

   Other Product Types:

   NA

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):

   WITHOUT ADMITTING OR DENYING THE FINDINGS, THE FIRM CONSENTED TO THE SANCTIONS AND TO THE ENTRY OF FINDINGS TI MAINTAIN AN ADEQUATE SUPERVISORY SYSTEM, INCLUDING WRITTEN PROCEDURES, TO ENSURE THAT IT DISCLOSE UNSATISFII REGISTERED REPRESENTATIVES ON UNIFORM APPLICATIONS FOR SECURITIES INDUSTRY REGISTRATION OR TRANSFER ("FORN THE FIRMS' PAYROLL DEPARTMENT HAD NOTICE OF SUCH LIENS AND JUDGMENTS AS A RESULT OF GARNISHMENT ORDERS IT H STATED THAT THE FIRM DID NOT HAVE ANY SUPERVISORY PROCEDURES IN PLACE TO ENSURE THAT THE PAYROLL DEPARTMEN DEPARTMENT OF GARNISHMENTS, AND THE FIRM DID NOT REVIEW THE GARNISHMENTS TO DETERMINE WHETHER THEY TRIGGE REGISTERED REPRESENTATIVES. AS A RESULT, THE FIRM FAILED TO DISCLOSE OR TIMELY DISCLOSE UNSATISFIED JUDGMENTS NOTICE BY REASON OF THE GARNISHMENT ORDERS. ALSO THE FIRM BECAME AWARE OF THE DEFICIENCY IN ITS SUPERVISORY S UNDERTOOK STEPS TO AMEND ITS WRITTEN SUPERVISORY PROCEDURES AND PUT A PROCESS IN PLACE FOR ITS PAYROLL DEF COMPLIANCE DEPARTMENT OF GARNISHMENT ORDERS. HOWEVER, THE FIRM FAILED TO PROPERLY IMPLEMENT THE AMENDED FIRM CONTINUED TO NOT DISCLOSE OR TIMELY DISCLOSE JUDGMENTS AND LIENS OF WHICH IT HAD RECEIVED NOTICE. IN TOT/ GARNISHMENT ORDERS THAT TRIGGERED REPORTABLE EVENTS ON THE FORM U4. IT FAILED TO FILE AMENDMENTS TO ITS REG FORM U4S FOR 60 OF THESE REPORTABLE EVENTS AND FAILED TO TIMELY FILE FORM U4 AMENDMENTS FOR 20 REPORTABLE EV

8. Current Status? ○ Pending ○ On Appeal ◉ Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:

    Consent

condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to you or an *advisory affiliate*, date paid and if any portion of penalty was waived:

THE FIRM WAS CENSURED, FINED $350,000 AND REQUIRED TO RETAIN AN INDEPENDENT CONSULTANT TO REVIEW AND SU POLICIES, PROCEDURES, AND INTERNAL CONTROLS RELATING TO REPORTING DISCLOSURES ON FORM U4S FOR ITS REGI FINE PAID IN FULL ON MARCH 23, 2015.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r provided).

WITHOUT ADMITTING OR DENYING THE ALLEGATIONS OR FINDINGS, VMC (AFFILIATE) AGREED TO THE IMPOSITION OF A CENSURE $350,000, THE PRODUCTION OF A VMC RETAINED INDEPENDENT CONSULTANT'S REPORT, AND THE CERTIFICATION OF VMC'S IMF IMPROVEMENTS OUTLINED IN THE INDEPENDENT CONSULTANT'S REPORT. VMC'S LETTER OF ACCEPTANCE, WAIVER AND CONSE MARCH 6, 2015.

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☑ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using one Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

○ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

◉ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

CRD Number: 106715 This *advisory affiliate* is ◉ a Firm ○ an Individual

Registered: ◉ Yes ○ No

Name: VANGUARD ADVISERS INC
(For individuals, Last, First, Middle)

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

1. Regulatory Action initiated by:

   ○ SEC ○ Other Federal ● State ○ *SRO* ○ Foreign

   (Full name of regulator, *foreign financial regulatory authority*, federal, state, or *SRO*)
   COMMONWEALTH OF PENNSYLVANIA, DEPARTMENT OF BANKING AND SECURITIES

2. Principal Sanction:
   Other
   Other Sanctions:
   ADMINISTRATIVE ASSESSMENT

3. Date Initiated (MM/DD/YYYY):

   10/10/2017 ○ Exact ● Explanation
   If not exact, provide explanation:
   DATE INITIAL INQUIRY RELATED TO THIS MATTER WAS RECEIVED.

4. Docket/Case Number:
   17-0077

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:
   No Product
   Other Product Types:

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
   FROM FEBRUARY 2017 UNTIL DECEMBER 2017, VANGUARD ADVISERS, INC., DUE TO ADMINISTRATIVE ERROR, EMPLOYED AN INVE
   REPRESENTATIVE WHO, ALTHOUGH REGISTERED AS AN INVESTMENT ADVISER REPRESENTATIVE IN ARIZONA, WAS NOT REGISTE
   REPRESENTATIVE IN PENNSYLVANIA.

8. Current Status? ○ Pending ○ On Appeal ● Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
    Consent

11. Resolution Date (MM/DD/YYYY):

    12/20/2017 ● Exact ○ Explanation
    If not exact, provide explanation:

12. Resolution Detail:

    A. Were any of the following Sanctions *Ordered* (check all appropriate items)?

    ☑ Monetary/Fine Amount: $ 23,480.00

    ☐ Revocation/Expulsion/Denial ☐ Disgorgement/Restitution

    ☐ Censure ☐ Cease and Desist/Injunction

GENERAL INSTRUCTIONS

This Disclosure Reporting Page (DRP ADV) is an ○ INITIAL *OR* ◉ AMENDED response used to report details for affirmative responses to Iten

of Form ADV.

Regulatory Action

Check item(s) being responded to:

☐ 11.C(1)	☐ 11.C(2)	☐ 11.C(3)	☐ 11.C(4)
☐ 11.D(1)	☑ 11.D(2)	☐ 11.D(3)	☑ 11.D(4)
☐ 11.E(1)	☐ 11.E(2)	☐ 11.E(3)	☐ 11.E(4)
☐ 11.F.	☐ 11.G.		

Use a separate DRP for each event or *proceeding* . The same event or *proceeding* may be reported for more than one *person* or entity using on Execution Page.

One event may result in more than one affirmative answer to Items 11.C., 11.D., 11.E., 11.F. or 11.G. Use only one DRP to report details related t rise to actions by more than one regulator, provide details for each action on a separate DRP.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

◉ You (the advisory firm)

○ You and one or more of your *advisory affiliates*

○ One or more of your *advisory affiliates*

If this DRP is being filed for an *advisory affiliate*, give the full name of the *advisory affiliate* below (for individuals, Last name, First name, Mi If the *advisory affiliate* has a *CRD* number, provide that number. If not, indicate "non-registered" by checking the appropriate box.

ADV DRP - *ADVISORY AFFILIATE*

No Information Filed

☐ This DRP should be removed from the ADV record because the *advisory affiliate(s)* is no longer associated with the adviser.

☐ This DRP should be removed from the ADV record because: (1) the event or *proceeding* occurred more than ten years ago or (2) the ac registration with the SEC or reporting as an *exempt reporting adviser* with the SEC and the event was resolved in the adviser's or *advis*

If you are registered or registering with a *state securities authority* , you may remove a DRP for an event you reported only in response to Ite occurred more than ten years ago. If you are registered or registering with the SEC, you may remove a DRP for any event listed in Item 11 ago.

☐ This DRP should be removed from the ADV record because it was filed in error, such as due to a clerical or data-entry mistake. Explain

B. If the *advisory affiliate* is registered through the IARD system or *CRD* system, has the *advisory affiliate* submitted a DRP (with Form ADV, B event? If the answer is "Yes," no other information on this DRP must be provided.

○ Yes ○ No

NOTE: The completion of this form does not relieve the *advisory affiliate* of its obligation to update its IARD or *CRD* records.

PART II

1. Regulatory Action initiated by:

5. *Advisory Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):
N/A

6. Principal Product Type:
Equity Listed (Common & Preferred Stock)
Other Product Types:

7. Describe the allegations related to this regulatory action (your response must fit within the space provided):
THE SOUTH KOREAN FINANCIAL SUPERVISORY SERVICE CLAIMED THAT ON THREE OCCASIONS FROM 2018 TO 2019 THE VANGUA
ENGAGED IN THE SALE OF TWO KOREAN-LISTED SECURITIES WITHOUT CORRESPONDING OWNERSHIP OF THE POSITIONS, A PR
UNDER SOUTH KOREAN LAW.

8. Current Status? ○ Pending ○ On Appeal ● Final

9. If on appeal, regulatory action appealed to (SEC, *SRO*, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:
Decision & Order of Offer of Settlement

11. Resolution Date (MM/DD/YYYY):
09/24/2020 ● Exact ○ Explanation
If not exact, provide explanation:

12. Resolution Detail:
A. Were any of the following Sanctions *Ordered* (check all appropriate items)?
- [x] Monetary/Fine Amount: $ 104,575.00
- [ ] Revocation/Expulsion/Denial
- [ ] Censure
- [ ] Bar
- [ ] Disgorgement/Restitution
- [ ] Cease and Desist/Injunction
- [ ] Suspension

B. Other Sanctions *Ordered:*

Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Pr
Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, typ
condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide to
you or an *advisory affiliate*, date paid and if any portion of penalty was waived:
ON OCTOBER 12, 2020, $83,660 (KRW 96 MILLION) WAS ACCEPTED AS PAYMENT, WHICH REFLECTS A DISCOUNT FROM THE
ORIGINALLY SOUGHT.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates (your r
provided).
ON SEPTEMBER 24, 2020, THE SOUTH KOREAN FINANCIAL SERVICES COMMISSION IMPOSED AN ADMINISTRATIVE FINE IN THE AM
MILLION) ON VGI, RELATED TO THREE INSTANCES DURING 2018 AND 2019 IN WHICH VGI SOLD TWO KOREAN-LISTED SECURITIES
OWNERSHIP OF THE POSITION, A PRACTICE WHICH IS PROHIBITED UNDER SOUTH KOREAN LAW.

Amend, retire or file new brochures:

'art 3

CRS	Type(s)	Affiliate Info

There are no CRS filings to display.

:xecution Pages

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of F(amendments.

Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated off maintain your *principal office and place of business* and any other state in which you are submitting a *notice filing*, as your agents to receive ser\ may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process oı such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against ' jurisdiction of the United States, if the action, *proceeding*, or arbitration (a) arises out of any activity in connection with your investment advisory t jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exch Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) maintain your *principal office and place of business* or of any state in which you are submitting a *notice filing*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, u of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, aı signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* hav books and records to make them available to federal and state regulatory representatives.

Signature: JOHN E. SCHADL	Date: MM/DD/YYYY 10/04/2021
Printed Name: JOHN E. SCHADL	Title: CHIEF COMPLIANCE OFFICER
Adviser *CRD* Number: 105958	

***NON-RESIDENT* INVESTMENT ADVISER EXECUTION PAGE**

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of F(amendments.

1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint each of the Secretary of the SEC, and the Secretary officer, of any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such persons may accept s

records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon y
assigns, and any *person* subject to your written irrevocable consents or powers of attorney or any of your general partners and *managing agents*

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the *non-resident* investment adviser. The investment adviser and I b
under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other informati
and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* hav
books and records to make them available to federal and state regulatory representatives.

Signature: Date: MM/DD/YYYY

Printed Name: Title:

Adviser *CRD* Number:
105958

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.

Fifth Third Bank, National Association
Name of Financial Institution

Lucy Czyz
Signature of Authorized Officer

Senior Vice President, Senior Relationship Manager
Title

Lucy Czyz
Name of Authorized Officer (Print or Type)

(312) 704-7138
Business Telephone Number

Subscribed and sworn to before me this
9th day of November, 2021

Notary Public

MARIO JONES
Official Seal
Notary Public – State of Illinois
My Commission Expires Jan 29, 2022

Date: 11/9/2021

Name of transaction for which this certificate is submitted: City of Chicago RFP for Designation as a 2022 Municipal Depository

Contact Person: Lucy Czyz
Address: 6111 N. River Road
4th Floor
Rosemont, IL 60018

Telephone: (312) 704-7138

*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 and Consumer Protection Statement 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, gender identity, marital status, ancestry, sexual orientation, parental status, source of income, disability or military 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 loss of our designation as a municipal depository.

We certify on information and belief that we are in substantial compliance with consumer financial protection laws, subject to any previous disclosures made by us or by regulatory agencies.

Name of Financial Institution **Fifth Third Bank, National Association**

Signature of Authorized Officer Lucy Czyz Title **Senior Vice President, Senior Relationship Manager**

Name of Authorized Officer (Print or Type) **Lucy Czyz**

Subscribed and sworn to before me this 9th day of November, 2021.

Notary Public M. Jones {stamp/SEAL}

MARIO JONES
Official Seal
Notary Public – State of Illinois
My Commission Expires Jan 29, 2022

Name of transaction for which this certificate is submitted: Designation as a Municipal Depository for 2022.

Rev 10/2021 [2-32-450]

Compliance with Vacant Buildings Code Pledge
For Municipal Depositories

We are in compliance with the reporting requirements in regard to vacant property as defined in Section 13-12-125 of the Municipal Code of Chicago. We further pledge we will maintain vacant properties in compliance with the Chicago Building Code as defined in Section 13-12-135 of the Municipal Code of Chicago. We understand that failing to adhere to these requirements or becoming an affiliate of an offender of these requirements may result in the loss of our designation as a municipal depository.

Fifth Third Bank, National Association
Name of Financial Institution

Lucy Czyz
Signature of Authorized Official

Senior Vice President, Senior Relationship Manager
Title

Lucy Czyz
Name of Authorized Officer
(Print or Type)

(312) 704-7138
Business Telephone Number

Subscribed and sworn to before me this
9th day of November, 2021

Notary Public

MARIO JONES
Official Seal
Notary Public – State of Illinois
My Commission Expires Jan 29, 2022

November 19th 2021
Date

Contact Person: Lucy Czyz
Address: 6111 N. River Road
4th Floor
Rosemont, IL 60018
Telephone: (312) 704-7138

QUESTIONNAIRE

To facilitate the City's analysis of the data that you have provided on Disclosure Forms A(1) - G, please provide the information requested below:

1. List all credit instruments or types of credit that you have included within or under the following lending categories:

Consumer Lending:
Fifth Third Mortgages
Equity Lines & Equity Loans
Personal Lines of Credit & Loans
Indirect Auto Loans and Financing
GreenSky® Program
Bankcard

Commercial Lending:
Term Loan
Revolving Line of Credit
Non-Revolving Line of Credit
Secured Auto Renewing Revolving Note
ESOP-Taxable
SBA - 7A Loans
Asset Securitization
Foreign Receivable Purchase
Non-Bank Qualified Coml-Non Cre & Const
Demand (Non-Real Estate)
Derivative Line of Credit
Derivative-Cap Bought
Derivative-Swap Pay Fixed
Real Estate Construction / Development
Real Estate Term Loan
Real Estate Constr/Develop to Term Loan
R/E Revolving/Draw (Non-Construction)
SBA -7A Loans R/E Secured (Gl Code 300)
Non-Bank Qualified Construction
Dealer Floor Plan Line of Credit
Standby L/C (Performance)
Standby L/C (Financial)
Commercial L/C (Import)
Acceptance Letter of Credit
Sublimit for Letters Of Credit
Leasing Co-Mult Repay-Actbal (Tax)

2. List all types of accounts that you have included as:

Savings Accounts:
Fifth Third Goal Setter Savings®
Fifth Third Relationship Savings
Fifth Third Relationship Money Market
529 Savings and CD
Fifth Third Private Bank Savings
Fifth Third ETA Savings
Fifth Third Savings

Checking Accounts:
Fifth Third Free Checking℠
Fifth Third Free Checking℠ Plus
Fifth Third Essential Checking®
Fifth Third Enhanced Checking®
Fifth Third Preferred Checking®
Fifth Third EAccess Checking
Fifth Third Express Checking®
ABLE Checking Account
Fifth Third Basic Checking
Fifth Third Private Bank Checking
Reg D Consumer Checking

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

I, **Lucy J. Czyz** a duly authorized representative of **Fifth Third 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: Lucy J. Czyz Dated: **11/12/2021**

Print Name: **Lucy J. Czyz**

Title: **Senior Vice President, Senior Relationship Manager**

DEMOGRAPHICS AFFIDAVIT

Name of Applicant firm: **Fifth Third Bank, National Association**

Description of Matter: **Designation as a 2022 Municipal Depository for City of Chicago and Chicago Board of Education Funds**

Role of Applicant: **Municipal Depository**

Fill out below (and attach additional sheets using the same format, if necessary), the following information for each person in the Applicant's firm who will directly provide professional services to the City in connection with the Matter described above: the individual's position in the Applicant's firm and their role in the Matter, gender, and race or ethnicity. Individuals' names need not be disclosed.

Count	Position and Role	Gender	Race/Ethnicity
1	Senior Vice President, Senior Relationship Manager: Account Coverage	F	Caucasian
2	Officer, Commercial Portfolio Manager: Account Coverage	F	Caucasian
3	Vice President, Treasury Management Officer: Account Coverage	M	Hispanic
4	Assistant Vice President, Treasury Management Lockbox Manager: Support to Account Coverage	M	Hispanic
5	Assistant Vice President, Commercial Banking Associate Manager: Support to Account Coverage	F	Caucasian
6	Assistant Vice President, Senior Client Advisor: Support to Account Coverage	F	Caucasian
7	Senior Vice President, Treasury Management Area Manager: Support to Account Coverage	F	Caucasian
8	Senior Vice President, Managing Director of Capital & Liquidity: Support to Account Coverage	M	Caucasian
9	Senior Vice President, CED Market Manager: Support to Account Coverage	M	African American
10	Client Advisor: Support to Account Coverage	F	Hispanic

11	Capital Markets Analyst, Collateral Management: Support to Account Coverage	F	African American
12	Senior Vice President, Commercial Banking Team Lead: Support to Account Coverage	M	Pacific Islander / Filipino
13	Vice President, Cash Management Area Manager: Support to Account Coverage	M	Caucasian
14	Assistant Vice President, TM Senior Specialist: Support to Account Coverage	M	Caucasian
15	Vice President, Senior Treasury Management Product Manager: Support to Account Coverage	F	Caucasian
16	Assistant Vice President, TM Lead Specialist, Support to Account Coverage	M	Caucasian
17	Commercial Middle Market Leadership Program Participant	M	Caucasian

(If needed, please use additional sheets to identify additional personnel.)

By signing below, I represent under penalty of perjury that: (1) I am authorized to act on behalf of the Applicant; (2) the information in this Affidavit (and associated attachment, if applicable) are true, complete, and correct; and (3) failure to accurately and completely provide the information requested herein may result in a declaration of ineligibility to participate in future Matters for the City of Chicago.

Printed Name: Lucy J. Czyz

Signature: Lucy J. Czyz

Title: Senior Vice President, Senior Relationship Manager

Date: 11/09/2021

FIRMWIDE, as of 12/31/2020

PLEASE POPULATE THE HIGHLIGHTED PORTIONS ONLY

Firm Name:	Fifth Third Bank, National Association
Primary Representative:	Lucy Czyz
Primary Representative Email and Telephone:	Lucy.Czyz@53.com (312) 704-7138
Headquarters Address:	38 Fountain Square Plaza, Cincinnati, OH 45263
Chicago Public Finance Office Address:	222 South Riverside Plaza, Chicago, IL 60606
Total Number of Employees:	20,191
Number of Employees in Illinois:	2,683
Number of Employees in Chicago:	788
Capital Position:	
Minority Designation:	N/A

		8,240						11,951					
		Male						**Female**					
Job Categories	**Overall Totals**	**White (Not Hispanic)**	**Black (Not Hispanic)**	**Hispanic**	**Asian**	**Native American**	**Two or More Races**	**White (Not Hispanic)**	**Black (Not Hispanic)**	**Hispanic**	**Asian**	**Native American**	**Two or More Races**
Officials and Managers	3,664	1,599	116	82	86	2	39	1,408	151	107	49	2	23
Professionals	6,192	2,575	152	109	207	3	43	2,456	280	132	200	0	35
Technicians	0	0	0	0	0	0	0	0	0	0	0	0	0
Sales Workers	1,238	836	27	34	19	1	8	265	15	18	12	0	3
Office and Clerical	9,097	1,465	415	259	88	5	70	4,219	1,407	719	252	22	176
Craft Workers (Skilled)	0	0	0	0	0	0	0	0	0	0	0	0	0
Operatives (Semi-Skilled)	0	0	0	0	0	0	0	0	0	0	0	0	0
Laborers	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
Total	20,191	6,475	710	484	400	11	160	8,348	1,853	976	513	24	237

Job Categories	**Overall Totals**	**White (Not Hispanic)**	**Black (Not Hispanic)**	**Hispanic**	**Asian**	**Native American**	**Two or More Races**
Officials and Managers	18%	15%	1%	1%	1%	0%	0%
Professionals	31%	25%	2%	1%	2%	0%	0%
Technicians	0%	0%	0%	0%	0%	0%	0%
Sales Workers	6%	5%	0%	0%	0%	0%	0%
Office and Clerical	45%	28%	9%	5%	2%	0%	1%
Craft Workers (Skilled)	0%	0%	0%	0%	0%	0%	0%
Operatives (Semi-Skilled)	0%	0%	0%	0%	0%	0%	0%
Laborers	0%	0%	0%	0%	0%	0%	0%
Service Workers	0%	0%	0%	0%	0%	0%	0%
Total	100%	73%	13%	7%	5%	0%	2%

Male	**Female**	**Total**
41%	59%	100%

November 18, 2021

City Comptroller
City Hall
Department of Finance – 7th Floor
Attention Steve Sakai
121 N. LaSalle Street
Chicago IL 60602-1246

City Treasurer
City Hall
Treasurer's Office – Room 106
Attention Mauricio Banuelos
121 N. LaSalle Street
Chicago IL 60602-1242

Dear Steve and Mauricio:

On behalf of Fifth Third Bank, N.A., thank you for the opportunity to respond to the 2021 Request for Proposal ("RFP") for Designation as a 2022 Municipal Depository for the City of Chicago and Chicago Board of Education Funds. Fifth Third Bank, N.A. acknowledges receipt of Addendums #1, #2, & #3. We know how important it is for the City to select a financial team that understands your unique requirements and exhibits sound leadership and stability.

As your relationship team, we are committed to leveraging the Bank's vast resources and extensive expertise to aid the City in pursuing its strategies to move forward with the City's top priorities. Fifth Third Bank, N.A. strives to be the leading provider of financial solutions and services for tax-exempt entities:

Commitment:

- The Government and Institutional Banking Group is located in Chicago and is dedicated exclusively to working with tax-exempt entities including governmental entities, educational institutions, social service organizations, and cultural institutions.
- Fifth Third Bank, N.A. offers innovative, data-driven solutions that help tax-exempt entities reduce costs, improve operational efficiencies, and mitigate risk.

Competitive Advantages:

- Government and Not-for Profit segment focus
- Industry-focused client team in Chicago: experience, knowledge, and credibility
- Specialized product areas dedicated to developing financial solutions for tax-exempt clients

Thank you for the opportunity to present our solutions and capabilities. We look forward to hearing your feedback and discussing any questions you may have.

Sincerely,

Lucy J. Czyz

Lucy Czyz, Senior Vice President
Senior Relationship Manager
6111 N River Road, 4th Floor
Rosemont, IL 60018
(312) 704-7138
Lucy.Czyz@53.com

Daniel Lomnitz, Associate
Commercial Middle Market LP
222 South Riverside Plaza, 31st Floor
Chicago, IL 60606
(561) 797-0241
Daniel.Lomnitz@53.com

FIFTH THIRD BANK

CITY OF CHICAGO

REQUEST FOR PROPOSAL
DESIGNATION AS A 2022 MUNICIPAL DEPOSITORY FOR
CITY OF CHICAGO AND CHICAGO BOARD OF EDUCATION FUNDS

FIFTH THIRD BANK, NATIONAL ASSOCIATION

PROPOSAL

NOVEMBER 18, 2021

PRESENTED BY:

LUCY CZYZ
SENIOR RELATIONSHIP MANAGER

&

DANIEL LOMNITZ
COMMERCIAL MIDDLE MARKET LP

FIFTH THIRD BANK

Contents of Proposal:

The following sections are labeled in accordance with the City of Chicago's 2022 Municipal Depository RFP.

Fillable Excel Workbook Forms (Fifth Third Bank, N.A. Forms A-H_REVISED)

Residential: 1 – 4 Units

Section 1	Form A-1 Conventional / FHA / VA Home Purchase Loans by Census Tract for Chicago
Section 2	Form A-2 Refinancing Loans by Census Tract for Chicago
Section 3	Form A-3 Home Improvement Loans by Census Tract for Chicago
Section 4	Form A-4 Construction Loans
Section 5	Form A-5 Home Equity Loans by Census Tract for Chicago
Section 6	Form A-6 Residential Lending – Loan Foreclosures (for properties located in Chicago only)
Section 7	Form A-7 Mortgage Application Denials

Residential: More than 4 Units

Section 8	Form B-1 Conventional / FHA / VA Home Purchase Loans by Census Tract for Chicago
Section 9	Form B-2 Refinancing Loans by Census Tract for Chicago
Section 10	Form B-3 Residential Lending: Home Improvement Loans
Section 11	Form B-4 Construction Loans
Section 12	Form B-5 Home Equity Loans by Census Tract for Chicago

Non-Residential

Section 13	Form C Commercial Lending
Section 14	Form D Consumer Lending
Section 15	Form E Savings Account Data
Section 16	Form F Checking Account Data
Section 17	Form G Depository Information – by Census Tract and Address
Section 18	Form H Summary of All Lending and Account Activity

Fillable Forms

Section 19	Depository Agreement
Section 20	EDS Forms (and accompanying ADV forms):
20a	Economic Disclosure Statement and Affidavit – Fifth Third Bank, National Association
20b	Economic Disclosure Statement and Affidavit – Fifth Third Financial Corporation
20c	Economic Disclosure Statement and Affidavit – Fifth Third Bancorp
20d	Form ADV – Blackrock, Inc.
20e	Form ADV – The Vanguard Group, Inc.
Section 21	Anti-Predatory Lending Pledge
Section 22	Loan Policy Pledge for Municipal Depositories (per MCC 2-32-450 as recently amended)
Section 23	Vacant Building Code Pledge
Section 24	Questionnaire – Credit and Account Types
Section 25	Community Reinvestment Commitment Affidavit
Section 26	Demographics Affidavit

Fillable Excel Sheet

Section 27	EEOC Enterprise-wide and Chicago Diversity Data

Applicant-Provided Documents List

Section 28	Cover Letter *(this document)*
Section 29	Executive Summary

Executive Summary

Fifth Third Bank greatly appreciates the opportunity to respond to the 2021 City of Chicago Request for Proposal and application for designation as a Municipal Depository in fiscal year 2022. The entire Fifth Third team looks forward to continuing to work with the City of Chicago and provide outstanding service while further strengthening our commitment to do so in equitable, diverse, and inclusive ways.

OUR BACKGROUND

Fifth Third Bank develops and maintains relationships with business, government, and professional clients through customized financial solutions. Our comprehensive and competitive offerings span from traditional lending, depository and treasury management products to global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing, and syndicated finance.

Fifth Third Bancorp

Fifth Third's growth and innovation reflects the economic strength, vitality, and can-do attitude of the markets we serve. The Fifth Third brand began in 1908; however, our company's roots extend back over 160 years when our original institution, The Bank of the Ohio Valley, was founded in 1858. The bank expanded into Chicago and Northern Indiana in 2001, acquiring market share through investment in the best people, outstanding client service, and an unwavering commitment to the community.

Fifth Third Bank, Chicago

Unlike most in our industry, Fifth Third manages growth through an organizational structure that accentuates regional banks in each of our major metropolitan areas. Our emphasis is on local rather than central decision-making, executing on operational tasks efficiently, and planning thoroughly. We believe that local banking structures delivering the products and expertise of a large institution represent the best long run formula for financial success and customer satisfaction. However, while we market ourselves with a local organizational structure, Fifth Third Bank operates all of its systems at the Bancorp level. We have one depository platform for all of the regions with same day posting of transactions no matter where they are performed.

Our Fifth Third Bank, Chicago Affiliate (FTCH), is based in Chicago, Illinois with Mark Hoppe as our Regional Market President. Fifth Third Bank's regional business model features local leadership with decision making authority, innovative customer-centric solutions and national resources from one of the strongest banks in the country. Our "One Bank" approach allows us to leverage the expertise of every area of the bank to deliver comprehensive solutions to each client.

Fifth Third has the financial strength and demonstrates the thought leadership that you should demand from your bank partner. Our length in business is testimony to our adherence to the principles of hard work and our commitment to follow disciplined and sound business practices. Our reputation for excellent service and financial strength stems from an unwavering practice of listening to our clients and building financial products and delivery models that solve increasingly complex financial needs.

SPECIALIZED APPROACH WITH GOVERNMENTAL ENTITIES

- Our Government and Institutional Banking Group provides experienced Relationship Managers and Treasury Management Officers who serve the unique needs of governmental entities, non-profit organizations, and educational institutions.
- This group is knowledgeable in determining the most valuable solutions for governmental entities, including deposit accounts, treasury management services, investments, and financing.
- The Fifth Third approach provides a dedicated relationship team that works closely with clients to provide valuable solutions and consultative services for current and future growth objectives.
- Dedicated Client Advisors and a highly skilled Premier Commercial Support Center offer special service for day-to-day operational issues and contact.

We appreciate this opportunity to present Fifth Third's capabilities. We welcome your feedback and look forward to discussing any questions you may have regarding any information included in our response.

Board of Governors of the Federal Reserve System
Federal Deposit Insurance Corporation
Office of the Comptroller of the Currency

Federal Financial Institutions Examination Council

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

Institution Name	**FIFTH THIRD BANK, NATIONAL ASSOCIATION**
City	**CINCINNATI**
State	**OH**
Zip Code	**45263**
Call Report Report Date	**9/30/2021**
Report Type	**031**
RSSD-ID	**723112**
FDIC Certificate Number	**6672**
OCC Charter Number	**25190**
ABA Routing Number	**42000314**
Last updated on	**10/30/2021**

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

Report at the close of business September 30, 2021

(20210930)
(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.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true 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.

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Director (Trustee)

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.

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.

FDIC Certificate Number **6672** (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.

FIFTH THIRD BANK, NATIONAL ASSOCIATION
Legal Title of Bank (RSSD 9017)

CINCINNATI
City (RSSD 9130)

OH State Abbreviation (RSSD 9200)

45263 Zip Code (RSSD 9220)

Legal Entity Identifier (LEI)
QFROUN1UWUYU0DVIWD51 (RCON 9224)

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 and Foreign Offices - FFIEC 031

Table of Contents

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.

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.

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)

Emergency Contact Information

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

Primary Contact

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)

Bank Demographic Information(Form Type - 031)

Dollar amounts in thousands

1. Reporting date	RCON9999	20210930	1.
2. FDIC certificate number	RSSD9050	6672	2.
3. Legal title of bank	RSSD9017	Click here for value	3.
4. City	RSSD9130	Cincinnati	4.
5. State abbreviation	RSSD9200	OH	5.
6. Zip code	RSSD9220	45263	6.
7. Legal Entity Identifier (LEI) (Report only if your institution already has an LEI.)	RCON9224	Click here for value	7.

(RCON9224) QFROUN1UWUYU0DVIWD51

(RSSD9017) Fifth Third Bank, National Association

Contact Information(Form Type - 031)

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.

Dollar amounts in thousands			
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.
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 - 031)

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

Dollar amounts in thousands			
1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. In domestic offices:			1.a.1.
a. Loans secured by real estate:			1.a.1.a.
1. Loans secured by 1-4 family residential properties	RIAD4435	639,180	1.a.1.a.1.
2. All other loans secured by real estate	RIAD4436	354,029	1.a.1.a.2.
b. Loans to finance agricultural production and other loans to farmers	RIAD4024	404	1.a.1.b.
c. Commercial and industrial loans	RIAD4012	1,231,807	1.a.1.c.
d. Loans to individuals for household, family, and other personal expenditures:			1.a.1.d.
1. Credit cards	RIADB485	176,333	1.a.1.d.1.
2. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	RIADB486	522,259	1.a.1.d.2.
e. Loans to foreign governments and official institutions	RIAD4056	0	1.a.1.e.
f. All other loans in domestic offices	RIADB487	98,474	1.a.1.f.
2. In foreign offices, Edge and Agreement subsidiaries, and IBFs	RIAD4059	8,894	1.a.2.
3. Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	RIAD4010	3,031,380	1.a.3.
b. Income from lease financing receivables	RIAD4065	69,839	1.b.
c. Interest income on balances due from depository institutions[1]	RIAD4115	29,007	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	1,197	1.d.1.
2. Mortgage-backed securities	RIADB489	739,406	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.)	RIAD4060	57,192	1.d.3.
e. Interest income from trading assets	RIAD4069	3,981	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	RIAD4020	4	1.f.
g. Other interest income	RIAD4518	5,869	1.g.
h. Total interest income (sum of items 1.a.(3) through 1.g)	RIAD4107	3,937,875	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Interest on deposits in domestic offices:			2.a.1.
a. Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	RIAD4508	15,835	2.a.1.a.
b. Nontransaction accounts:			2.a.1.b.
1. Savings deposits (includes MMDAs)	RIAD0093	21,889	2.a.1.b.1.
2. Time deposits of $250,000 or less	RIADHK03	13,549	2.a.1.b.2.
3. Time deposits of more than $250,000	RIADHK04	1,501	2.a.1.b.3.
2. Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	RIAD4172	41	2.a.2.
b. Expense of federal funds purchased and securities sold under agreements to repurchase	RIAD4180	413	2.b.
c. Interest on trading liabilities and other borrowed money	RIAD4185	78,781	2.c.
d. Interest on subordinated notes and debentures	RIAD4200	27,263	2.d.
e. Total interest expense (sum of items 2.a through 2.d)	RIAD4073	159,272	2.e.
3. Net interest income (item 1.h minus 2.e)	RIAD4074	3,778,603	3.
4. Provision for loan and lease losses[1]	RIADJJ33	-329,170	4.
5. Noninterest income:			5.
a. Income from fiduciary activities[2]	RIAD4070	277,152	5.a.
b. Service charges on deposit accounts in domestic offices	RIAD4080	457,501	5.b.

1. Includes interest income on time certificates of deposit not held for trading.
1. Institutions that have adopted ASU 2016-13 should report in item 4, the provisions for credit losses for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard.
2. 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			
c. Trading revenue[3]	RIADA220	246,998	5.c.
d. Income from securities-related and insurance activities:			5.d.
1. Fees and commissions from securities brokerage	RIADC886	29,637	5.d.1.
2. Investment banking, advisory, and underwriting fees and commissions	RIADC888	220,972	5.d.2.
3. Fees and commissions from annuity sales	RIADC887	24,266	5.d.3.
4. Underwriting income from insurance and reinsurance activities	RIADC386	0	5.d.4.
5. Income from other insurance activities	RIADC387	13,484	5.d.5.
e. Venture capital revenue	RIADB491	20,997	5.e.
f. Net servicing fees	RIADB492	86,053	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	334,505	5.i.
j. Net gains (losses) on sales of other real estate owned	RIAD5415	2,693	5.j.
k. Net gains (losses) on sales of other assets[4]	RIADB496	-14,980	5.k.
l. Other noninterest income[*]	RIADB497	545,600	5.l.
m. Total noninterest income (sum of items 5.a through 5.l)	RIAD4079	2,244,878	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	-8,143	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits	RIAD4135	1,973,967	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	RIAD4217	336,974	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	31,932	7.c.2.
d. Other noninterest expense[*]	RIAD4092	1,197,070	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)	RIAD4093	3,539,943	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	2,804,565	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading[5]	RIADHT70	8,011	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b)	RIAD4301	2,812,576	8.c.
9. Applicable income taxes (on item 8.c)	RIAD4302	630,134	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9)	RIAD4300	2,182,442	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	2,182,442	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	2,182,442	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	0	M.1.
Memorandum item 2 is to be completed by banks with $1 billion or more in total assets 2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	RIAD8431	45,368	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	24,599	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	10,897	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	RIAD4150	19144	M.5.
6. Not applicable			M.6.

3. For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c, must equal the sum of Memorandum items 8.a through 8.e.
4. 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.
5. Item 8.b is to be completed by all institutions. See the instructions this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

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	0	M.7.
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c):			M.8.
Memorandum items 8.a through 8.e are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of $2 million or more for any quarter of the preceding calendar year. a. Interest rate exposures	RIAD8757	174,299	M.8.a.
b. Foreign exchange exposures	RIAD8758	45,538	M.8.b.
c. Equity security and index exposures	RIAD8759	11,002	M.8.c.
d. Commodity and other exposures	RIAD8760	16,816	M.8.d.
e. Credit exposures	RIADF186	-657	M.8.e.
Memorandum items 8.f through 8.h are to be completed by banks with $100 billion or more in total assets that are required to complete Schedule RI, Memorandum items 8.a through 8.e, above. f. Impact on trading revenue of changes in the creditworthiness of the bank's derivatives counterparties on the bank's derivative assets (year-to-date changes) (included in Memorandum items 8.a through 8.e above):			M.8.f.
1. Gross credit valuation adjustment (CVA)	RIADFT36	18,447	M.8.f.1.
2. CVA hedge	RIADFT37	0	M.8.f.2.
g. Impact on trading revenue of changes in the creditworthiness of the bank on the bank's derivative liabilities (year-to-date changes) (included in Memorandum items 8.a through 8.e above):			M.8.g.
1. Gross debit valuation adjustment (DVA)	RIADFT38	0	M.8.g.1.
2. DVA hedge	RIADFT39	0	M.8.g.2.
h. Gross trading revenue, before including positive or negative net CVA and net DVA	RIADFT40	228,551	M.8.h.
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:			M.9.
a. Net gains (losses) on credit derivatives held for trading	RIADC889	0	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading	RIADC890	0	M.9.b.
10. Credit losses on derivatives (see instructions)	RIADA251	-18	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.
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. 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)(1))	RIADF228	NR	M.12.
Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option. 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	177,874	M.13.a.
1. Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	RIADF552	526	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[2]	RIADJ321	NR	M.14.
Memorandum item 15 is to be completed by institutions with $1 billion or more in total assets that answered "Yes" to Schedule RC-E, Part I, Memorandum item 5. 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):			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	77,934	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	20,137	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	19,744	M.15.c.
d. All other service charges on deposit accounts	RIADH035	339,686	M.15.d.

2. Report the date in YYYYMMDD format. For example, a bank acquired on March 1, 2019, would report 20190301.
2. Memorandum item 14 is to be completed only by institutions that have not adopted ASU 2016-13.

Schedule RI-A - Changes in Bank Equity Capital(Form Type - 031)

Dollar amounts in thousands			
1. Total bank equity capital most recently reported for the December 31, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	RIAD3217	24,405,347	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	24,405,347	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14)	RIAD4340	2,182,442	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	RIADB509	99,746	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	2,490,000	9.
10. Other comprehensive income[1]	RIADB511	-963,618	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	23,233,917	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, foreign currency translation adjustments, 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 - 031)

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 in domestic offices:					1.a.
1. 1-4 family residential construction loans	RIADC891	163	RIADC892	30	1.a.1.
2. Other construction loans and all land development and other land loans	RIADC893	1,489	RIADC894	49	1.a.2.
b. Secured by farmland in domestic offices	RIAD3584	0	RIAD3585	27	1.b.
c. Secured by 1-4 family residential properties in domestic offices:					1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RIAD5411	5,138	RIAD5412	5,934	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:					1.c.2.
a. Secured by first liens	RIADC234	3,842	RIADC217	4,653	1.c.2.a.
b. Secured by junior liens	RIADC235	184	RIADC218	708	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties in domestic offices	RIAD3588	1,273	RIAD3589	30	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RIADC895	12,988	RIADC896	319	1.e.1.
2. Loans secured by other nonfarm nonresidential properties	RIADC897	342	RIADC898	4,021	1.e.2.
f. In foreign offices	RIADB512	0	RIADB513	0	1.f.
2. Not applicable					2.
3. Loans to finance agricultural production and other loans to farmers	RIAD4655	0	RIAD4665	133	3.
4. Commercial and industrial loans:					4.
a. To U.S. addressees (domicile)	RIAD4645	52,814	RIAD4617	33,544	4.a.
b. To non-U.S. addressees (domicile)	RIAD4646	0	RIAD4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					5.
a. Credit cards	RIADB514	73,957	RIADB515	16,632	5.a.
b. Automobile loans	RIADK129	40,369	RIADK133	27,129	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RIADK205	53,483	RIADK206	36,095	5.c.
6. Loans to foreign governments and official institutions	RIAD4643	0	RIAD4627	0	6.
7. All other loans	RIAD4644	21,475	RIAD4628	2,290	7.
8. Lease financing receivables:					8.
a. Leases to individuals for household, family, and other personal expenditures	RIADF185	0	RIADF187	0	8.a.
b. All other leases	RIADC880	0	RIADF188	0	8.b.
9. Total (sum of items 1 through 8)	RIAD4635	267,517	RIAD4605	131,594	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	37	RIAD5410	36	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	RIAD4652	0	RIAD4662	0	M.2.
3. Not applicable					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)[2]	RIADC388	10,655	M.4.

2. 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).

Schedule RI-B Part II - Changes in Allowances for Credit Losses(Form Type - 031)

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, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).........	RIADB522	2,452,468	RIADJH88	0	RIADJH94	0	1.
2. Recoveries (column A must equal Part I, item 9, column B, above)............	RIAD4605	131,594	RIADJH89	0	RIADJH95	0	2.
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	267,517	RIADJH92	0	RIADJH98	0	3.
4. LESS: Write-downs arising from transfers of financial assets[3].........	RIAD5523	0	RIADJJ00	0	RIADJJ01	0	4.
5. Provisions for credit losses[4].........	RIAD4230	-362,314	RIADJH90	0	RIADJH96	0	5.
6. Adjustments* (see instructions for this schedule)[*].........	RIADC233	-422	RIADJH91	0	RIADJH97	0	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule RC, item 4.c).........	RIAD3123	1,953,809	RIADJH93	0	RIADJH99	0	7.

Dollar amounts in thousands			
1. Allocated transfer risk reserve included in Schedule RI-B, Part II, item 7, column A, above.........	RIADC435	0	M.1.
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. 2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.........	RIADC389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges[1].........	RIADC390	1,762	M.3.
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].........	RIADC781	NR	M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above)[3]...	RIADJJ02	0	M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above)[3]...	RCFDJJ03	0	M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures[3].........	RIADMG93	33,144	M.7.
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (included in item 7, column A, "Balance end of current period," above)[3].........	RIADMG94	62,449	M.8.

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 - 031)

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	RCFDM708 NR	RCFDM709 NR	RCFDM710 NR	RCFDM711 NR	RCFDM712 NR	RCFDM713 NR	1.a.
b. Commercial real estate loans	RCFDM714 NR	RCFDM715 NR	RCFDM716 NR	RCFDM717 NR	RCFDM719 NR	RCFDM720 NR	1.b.
c. Residential real estate loans	RCFDM721 NR	RCFDM722 NR	RCFDM723 NR	RCFDM724 NR	RCFDM725 NR	RCFDM726 NR	1.c.
2. Commercial loans[3]	RCFDM727 NR	RCFDM728 NR	RCFDM729 NR	RCFDM730 NR	RCFDM731 NR	RCFDM732 NR	2.
3. Credit cards	RCFDM733 NR	RCFDM734 NR	RCFDM735 NR	RCFDM736 NR	RCFDM737 NR	RCFDM738 NR	3.
4. Other consumer loans	RCFDM739 NR	RCFDM740 NR	RCFDM741 NR	RCFDM742 NR	RCFDM743 NR	RCFDM744 NR	4.
5. Unallocated, if any				RCFDM745 NR			5.
6. Total (for each column, sum of items 1.a through 5)[4]	RCFDM746 NR	RCFDM747 NR	RCFDM748 NR	RCFDM749 NR	RCFDM750 NR	RCFDM751 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 - 031)

Dollar amounts in thousands	(Column A) Amortized Cost		(Column B) Allowance Balance		
1. Real estate loans:					1.
a. Construction loans	RCFDJJ04	5,232,036	RCFDJJ12	72,472	1.a.
b. Commercial real estate loans	RCFDJJ05	9,874,496	RCFDJJ13	335,106	1.b.
c. Residential real estate loans	RCFDJJ06	19,597,302	RCFDJJ14	372,653	1.c.
2. Commercial loans[3]	RCFDJJ07	52,343,912	RCFDJJ15	759,665	2.
3. Credit cards	RCFDJJ08	1,744,295	RCFDJJ16	188,597	3.
4. Other consumer loans	RCFDJJ09	18,958,708	RCFDJJ17	225,316	4.
5. Unallocated, if any			RCFDJJ18	0	5.
6. Total (sum of items 1.a. through 5)[4]	RCFDJJ11	107,750,749	RCFDJJ19	1,953,809	6.

Dollar amounts in thousands			
7. Securities issued by states and political subdivisions in the U.S.	RCFDJJ20	0	7.
8. Mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS)	RCFDJJ21	0	8.
9. Asset-backed securities and structured financial products	RCFDJJ23	0	9.
10. Other debt securities	RCFDJJ24	0	10.
11. Total (sum of items 7 through 10)[5]	RCFDJJ25	0	11.

Schedule RI-D - Income from Foreign Offices(Form Type - 031)

For all banks with foreign offices (including Edge or Agreement subsidiaries and IBFs) and total foreign office assets of $10 billion or more where foreign office revenues, assets, or net income exceed 10 percent of consolidated total revenues, total assets, or net income.

Dollar amounts in thousands			
1. Total interest income in foreign offices	RIADC899	0	1.
2. Total interest expense in foreign offices	RIADC900	0	2.
3. Provision for loan and lease losses in foreign offices[1]	RIADKW02	0	3.
4. Noninterest income in foreign offices:			4.
a. Trading revenue	RIADC902	0	4.a.
b. Investment banking, advisory, brokerage, and underwriting fees and commissions	RIADC903	0	4.b.
c. Net securitization income	RIADC904	0	4.c.
d. Other noninterest income	RIADC905	0	4.d.
5. Realized gains (losses) on held-to-maturity and available-for-sale debt securities and change in net unrealized holding gains (losses) on equity securities not held for trading in foreign offices	RIADJA28	0	5.
6. Total noninterest expense in foreign offices	RIADC907	0	6.
7. Adjustments to pretax income in foreign offices for internal allocations to foreign offices to reflect the effects of equity capital on overall bank funding costs	RIADC908	0	7.
8. Applicable income taxes (on items 1 through 7)	RIADC909	0	8.
9. Discontinued operations, net of applicable income taxes, in foreign offices	RIADGW64	0	9.
10. Net income attributable to foreign offices before internal allocations of income and expense (item 1 plus or minus items 2 through 9)	RIADC911	0	10.
11. Not applicable			11.
12. Eliminations arising from the consolidation of foreign offices with domestic offices	RIADC913	0	12.
13. Consolidated net income attributable to foreign offices (sum of items 10 and 12)	RIADC914	0	13.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in item 1, 3, or 4 of Schedule RI-C, Part II.
4. Item 6, column B must equal schedule RC, item 4.c.
5. Item 11 must equal Schedule RI-B, Part II, item 7, column B.
1. Institutions that have adopted ASU 2016-13 should report the provisions for credit losses in foreign offices for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard in item 3.

Schedule RI-E - Explanations (Form Type - 031)

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.l) Itemize and describe amounts greater than $100,000 that exceed 7 percent of Schedule RI, item 5.l:			1.
a. Income and fees from the printing and sale of checks	RIADC013	0	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance	RIADC014	46,448	1.b.
c. Income and fees from automated teller machines (ATMs)	RIADC016	0	1.c.
d. Rent and other income from other real estate owned	RIAD4042	0	1.d.
e. Safe deposit box rent	RIADC015	0	1.e.
f. Bank card and credit card interchange fees	RIADF555	253,184	1.f.
g. Income and fees from wire transfers	RIADT047	0	1.g.
h. Disclose component and the dollar amount of that component:			1.h.
1. Describe component	TEXT4461	Click here for value	1.h.1.
2. Amount of component	RIAD4461	-163,043	1.h.2.
i. Disclose component and the dollar amount of that component:			1.i.
1. Describe component	TEXT4462	Click here for value	1.i.1.
2. Amount of component	RIAD4462	115,849	1.i.2.
j. Disclose component and the dollar amount of that component:			1.j.
1. Describe component	TEXT4463	See Line 7	1.j.1.
2. Amount of component	RIAD4463	67,821	1.j.2.
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	89,581	2.a.
b. Advertising and marketing expenses	RIAD0497	0	2.b.
c. Directors' fees	RIAD4136	0	2.c.
d. Printing, stationery, and supplies	RIADC018	0	2.d.
e. Postage	RIAD8403	0	2.e.
f. Legal fees and expenses	RIAD4141	0	2.f.
g. FDIC deposit insurance assessments	RIAD4146	CONF	2.g.
h. Accounting and auditing expenses	RIADF556	0	2.h.
i. Consulting and advisory expenses	RIADF557	0	2.i.
j. Automated teller machine (ATM) and interchange expenses	RIADF558	0	2.j.
k. Telecommunications expenses	RIADF559	0	2.k.
l. Other real estate owned expenses	RIADY923	0	2.l.
m. Insurance expenses (not included in employee expenses, premises and fixed asset expenses, and other real estate owned expenses)	RIADY924	0	2.m.
n. Disclose component and the dollar amount of that component:			2.n.
1. Describe component	TEXT4464	Click here for value	2.n.1.
2. Amount of component	RIAD4464	260,629	2.n.2.
o. Disclose component and the dollar amount of that component:			2.o.
1. Describe component	TEXT4467	Click here for value	2.o.1.
2. Amount of component	RIAD4467	161,645	2.o.2.
p. Disclose component and the dollar amount of that component:			2.p.
1. Describe component	TEXT4468	Click here for value	2.p.1.
2. Amount of component	RIAD4468	98,166	2.p.2.
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.
1. Describe component	TEXTFT29	NR	3.a.1.
2. Amount of component	RIADFT29	0	3.a.2.

Dollar amounts in thousands			
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.
1. Describe component	TEXTFT31	NR	3.b.1.
2. Amount of component	RIADFT31	0	3.b.2.
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.
1. Describe component	TEXTB526	NR	4.c.1.
2. Amount of component	RIADB526	0	4.c.2.
d. Disclose component and the dollar amount of that component:			4.d.
1. Describe component	TEXTB527	NR	4.d.1.
2. Amount of component	RIADB527	0	4.d.2.
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.
1. Describe component	TEXT4498	NR	5.a.1.
2. Amount of component	RIAD4498	0	5.a.2.
b. Disclose component and the dollar amount of that component:			5.b.
1. Describe component	TEXT4499	NR	5.b.1.
2. Amount of component	RIAD4499	0	5.b.2.
6. Adjustments to allowances for credit losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):[3]			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.
1. Describe component	TEXT4521	Click here for value	6.c.1.
2. Amount of component	RIAD4521	-422	6.c.2.
d. Disclose component and the dollar amount of that component:			6.d.
1. Describe component	TEXT4522	NR	6.d.1.
2. Amount of component	RIAD4522	0	6.d.2.
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.

(TEXT4461) Mortgage loan fees, net of broker premiums

(TEXT4462) Operating lease income

(TEXT4464) Software expense

(TEXT4467) Loan and lease expense

(TEXT4468) Operating lease expense

1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.
3. Institutions that have not adopted ASU 2016-13 should report the allowance for loan and lease losses in item 6, where 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.

(TEXT4521) Foreign currency translation adjustment

(TEXT4769) Loss on MSR derivative hedges ($99M), Commercial commitment fees $89M, Commercial syndication fees $83M, Mark-to-market free-standing equity derivatives ($67M) and Gain on sales of contracts $62M

Schedule RC - Balance Sheet(Form Type - 031)

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]	RCFD0081	3,193,846	1.a.
b. Interest-bearing balances[2]	RCFD0071	34,203,486	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A)[3]	RCFDJJ34	6,473	2.a.
b. Available-for-sale debt securities (from Schedule RC-B, column D)	RCFD1773	37,337,337	2.b.
c. Equity securities with readily determinable fair values not held for trading[4]	RCFDJA22	31,329	2.c.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold in domestic offices	RCONB987	0	3.a.
b. Securities purchased under agreements to resell[5]	RCFDB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale	RCFD5369	5,203,414	4.a.
b. Loans and leases held for investment	RCFDB528	107,906,954	4.b.
c. LESS: Allowance for loan and lease losses[7]	RCFD3123	1,953,809	4.c.
d. Loans and leases held for investment, net of allowance (item 4.b minus 4.c)	RCFDB529	105,953,145	4.d.
5. Trading assets (from Schedule RC-D)	RCFD3545	4,083,903	5.
6. Premises and fixed assets (including capitalized leases)	RCFD2145	2,308,215	6.
7. Other real estate owned (from Schedule RC-M)	RCFD2150	27,105	7.
8. Investments in unconsolidated subsidiaries and associated companies	RCFD2130	0	8.
9. Direct and indirect investments in real estate ventures	RCFD3656	995,894	9.
10. Intangible assets (from Schedule RC-M)	RCFD2143	5,522,948	10.
11. Other assets (from Schedule RC-F)[6]	RCFD2160	7,510,051	11.
12. Total assets (sum of items 1 through 11)	RCFD2170	206,377,146	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)	RCON2200	171,346,093	13.a.
1. Noninterest-bearing[8]	RCON6631	64,293,130	13.a.1.
2. Interest-bearing	RCON6636	107,052,963	13.a.2.
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)	RCFN2200	202,399	13.b.
1. Noninterest-bearing	RCFN6631	0	13.b.1.
2. Interest-bearing	RCFN6636	202,399	13.b.2.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased in domestic offices[9]	RCONB993	309,059	14.a.
b. Securities sold under agreements to repurchase[10]	RCFDB995	566,760	14.b.
15. Trading liabilities (from Schedule RC-D)	RCFD3548	3,000,199	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	RCFD3190	3,045,554	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures[1]	RCFD3200	920,362	19.

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.
1. Includes limited-life preferred stock and related surplus.

Dollar amounts in thousands			
20. Other liabilities (from Schedule RC-G)	RCFD2930	3,752,699	20.
21. Total liabilities (sum of items 13 through 20)	RCFD2948	183,143,125	21.
22. Not applicable			22.
23. Perpetual preferred stock and related surplus	RCFD3838	0	23.
24. Common stock	RCFD3230	4,540	24.
25. Surplus (exclude all surplus related to preferred stock)	RCFD3839	16,190,212	25.
26. Not available			26.
a. Retained earnings	RCFD3632	5,398,055	26.a.
b. Accumulated other comprehensive income[2]	RCFDB530	1,641,110	26.b.
c. Other equity capital components[3]	RCFDA130	0	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c)	RCFD3210	23,233,917	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries	RCFD3000	104	27.b.
28. Total equity capital (sum of items 27.a and 27.b)	RCFDG105	23,234,021	28.
29. Total liabilities and equity capital (sum of items 21 and 28)	RCFD3300	206,377,146	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 2020	RCFD6724	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 - 031)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Consolidated Bank		(Column B) Domestic Offices		
1. Cash items in process of collection, unposted debits, and currency and coin	RCFD0022	2,803,051			1.
a. Cash items in process of collection and unposted debits			RCON0020	1,035,906	1.a.
b. Currency and coin			RCON0080	1,767,145	1.b.
2. Balances due from depository institutions in the U.S.	RCFD0082	1,474,801	RCON0082	1,474,801	2.
3. Balances due from banks in foreign countries and foreign central banks	RCFD0070	346,069	RCON0070	170,344	3.
4. Balances due from Federal Reserve Banks	RCFD0090	32,773,411	RCON0090	32,773,411	4.
5. Total	RCFD0010	37,397,332	RCON0010	37,221,607	5.

2. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other postretirement plan adjustments.
3. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-B - Securities(Form Type - 031)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Held-to-maturity Amortized Cost		(Column B) Held-to-maturity Fair Value		(Column C) Available-for-sale Amortized Cost		(Column D) Available-for-sale Fair Value		
1. U.S. Treasury securities	RCFD0211	**0**	RCFD0213	**0**	RCFD1286	**89,616**	RCFD1287	**91,802**	1.
2. U.S. Government agency and sponsored agency obligations (exclude mortgage-backed securities)[1]	RCFDHT50	**0**	RCFDHT51	**0**	RCFDHT52	**0**	RCFDHT53	**0**	2.
3. Securities issued by states and political subdivisions in the U.S.	RCFD8496	**6,473**	RCFD8497	**6,473**	RCFD8498	**2,800**	RCFD8499	**2,800**	3.
4. Mortgage-backed securities (MBS):									4.
a. Residential mortgage pass-through securities:									4.a.
1. Guaranteed by GNMA	RCFDG300	**0**	RCFDG301	**0**	RCFDG302	**424,691**	RCFDG303	**436,556**	4.a.1.
2. Issued by FNMA and FHLMC	RCFDG304	**0**	RCFDG305	**0**	RCFDG306	**1,175,810**	RCFDG307	**1,266,303**	4.a.2.
3. Other pass-through securities	RCFDG308	**0**	RCFDG309	**0**	RCFDG310	**124**	RCFDG311	**124**	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]	RCFDG312	**0**	RCFDG313	**0**	RCFDG314	**7,590,958**	RCFDG315	**7,948,929**	4.b.1.
2. Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCFDG316	**0**	RCFDG317	**0**	RCFDG318	**0**	RCFDG319	**0**	4.b.2.
3. All other residential MBS	RCFDG320	**0**	RCFDG321	**0**	RCFDG322	**1**	RCFDG323	**1**	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	RCFDK142	**0**	RCFDK143	**0**	RCFDK144	**18,468,877**	RCFDK145	**19,364,617**	4.c.1.a.
b. Other pass-through securities	RCFDK146	**0**	RCFDK147	**0**	RCFDK148	**0**	RCFDK149	**0**	4.c.1.b.
2. Other commercial MBS:									4.c.2.
a. Issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCFDK150	**0**	RCFDK151	**0**	RCFDK152	**0**	RCFDK153	**0**	4.c.2.a.
b. All other commercial MBS	RCFDK154	**0**	RCFDK155	**0**	RCFDK156	**3,801,787**	RCFDK157	**3,979,059**	4.c.2.b.
5. Asset-backed securities and structured financial products:									5.
a. Asset-backed securities (ABS)	RCFDC026	**0**	RCFDC988	**0**	RCFDC989	**4,218,861**	RCFDC027	**4,245,115**	5.a.
b. Structured financial products	RCFDHT58	**0**	RCFDHT59	**0**	RCFDHT60	**0**	RCFDHT61	**0**	5.b.
6. Other debt securities:									6.
a. Other domestic debt securities	RCFD1737	**0**	RCFD1738	**0**	RCFD1739	**0**	RCFD1741	**0**	6.a.
b. Other foreign debt securities	RCFD1742	**0**	RCFD1743	**0**	RCFD1744	**2,000**	RCFD1746	**2,031**	6.b.
7. Not applicable.									7.
8. Total (sum of items 1 through 6.b)[2]	RCFD1754	**6,473**	RCFD1771	**6,473**	RCFD1772	**35,775,525**	RCFD1773	**37,337,337**	8.

Dollar amounts in thousands			
1. Pledged securities[1]	RCFD0416	10,646,864	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	RCFDA549	5,276,739	M.2.a.1.
2. Over three months through 12 months	RCFDA550	2,159	M.2.a.2.
3. Over one year through three years	RCFDA551	508,116	M.2.a.3.
4. Over three years through five years	RCFDA552	1,786,701	M.2.a.4.
5. Over five years through 15 years	RCFDA553	10,476,496	M.2.a.5.
6. Over 15 years	RCFDA554	5,662,627	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	RCFDA555	124	M.2.b.1.
2. Over three months through 12 months	RCFDA556	0	M.2.b.2.
3. Over one year through three years	RCFDA557	0	M.2.b.3.
4. Over three years through five years	RCFDA558	0	M.2.b.4.
5. Over five years through 15 years	RCFDA559	0	M.2.b.5.
6. Over 15 years	RCFDA560	1,702,859	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	RCFDA561	1,133,095	M.2.c.1.
2. Over three years	RCFDA562	10,794,894	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)	RCFDA248	17,404	M.2.d.
Memorandum item 3 is to be completed semiannually in the June and December reports only. 3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)	RCFD1778	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	RCFD8782	0	M.4.a.
b. Fair value	RCFD8783	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		
Memorandum items 5.a through 5.f and 6.a through 6.g are to be completed by banks with $10 billion or more in total assets. 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	RCFDB838	0	RCFDB839	0	RCFDB840	0	RCFDB841	0	M.5.a.
b. Home equity lines	RCFDB842	0	RCFDB843	0	RCFDB844	0	RCFDB845	0	M.5.b.
c. Automobile loans	RCFDB846	0	RCFDB847	0	RCFDB848	675,262	RCFDB849	684,850	M.5.c.
d. Other consumer loans	RCFDB850	0	RCFDB851	0	RCFDB852	3,220,325	RCFDB853	3,235,783	M.5.d.
e. Commercial and industrial loans	RCFDB854	0	RCFDB855	0	RCFDB856	0	RCFDB857	0	M.5.e.
f. Other	RCFDB858	0	RCFDB859	0	RCFDB860	323,274	RCFDB861	324,482	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B item 5.b):									M.6.
a. Trust preferred securities issued by financial institutions	RCFDG348	0	RCFDG349	0	RCFDG350	0	RCFDG351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts	RCFDG352	0	RCFDG353	0	RCFDG354	0	RCFDG355	0	M.6.b.
c. Corporate and similar loans	RCFDG356	0	RCFDG357	0	RCFDG358	0	RCFDG359	0	M.6.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	RCFDG360	0	RCFDG361	0	RCFDG362	0	RCFDG363	0	M.6.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs	RCFDG364	0	RCFDG365	0	RCFDG366	0	RCFDG367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products	RCFDG368	0	RCFDG369	0	RCFDG370	0	RCFDG371	0	M.6.f.
g. Other collateral or reference assets	RCFDG372	0	RCFDG373	0	RCFDG374	0	RCFDG375	0	M.6.g.

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.

Schedule RC-C Part I - Loans and Leases(Form Type - 031)

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) Consolidated Bank		(Column B) Domestic Offices		
1. Loans secured by real estate[2]	RCFD1410	NR			1.
a. Construction, land development, and other land loans:					1.a.
1. 1-4 family residential construction loans	RCFDF158	383,126	RCONF158	383,126	1.a.1.
2. Other construction loans and all land development and other land loans	RCFDF159	4,536,033	RCONF159	4,536,033	1.a.2.
b. Secured by farmland (including farm residential and other improvements)	RCFD1420	59,928	RCON1420	59,928	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	RCFD1797	3,946,266	RCON1797	3,946,266	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:					1.c.2.
a. Secured by first liens	RCFD5367	21,222,358	RCON5367	21,222,358	1.c.2.a.
b. Secured by junior liens	RCFD5368	135,199	RCON5368	135,199	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties	RCFD1460	865,652	RCON1460	865,652	1.d.
e. Secured by nonfarm nonresidential properties:					1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCFDF160	5,145,207	RCONF160	5,145,207	1.e.1.
2. Loans secured by other nonfarm nonresidential properties	RCFDF161	3,766,836	RCONF161	3,766,836	1.e.2.
2. Loans to depository institutions and acceptances of other banks:					2.
a. To commercial banks in the U.S.			RCONB531	22,489	2.a.
1. To U.S. branches and agencies of foreign banks	RCFDB532	0			2.a.1.
2. To other commercial banks in the U.S.	RCFDB533	22,489			2.a.2.
b. To other depository institutions in the U.S.	RCFDB534	0	RCONB534	0	2.b.
c. To banks in foreign countries			RCONB535	2,305	2.c.
1. To foreign branches of other U.S. banks	RCFDB536	0			2.c.1.
2. To other banks in foreign countries	RCFDB537	2,305			2.c.2.
3. Loans to finance agricultural production and other loans to farmers	RCFD1590	24,053	RCON1590	24,053	3.
4. Commercial and industrial loans:					4.
a. To U.S. addressees (domicile)	RCFD1763	41,008,065	RCON1763	40,921,196	4.a.
b. To non-U.S. addressees (domicile)	RCFD1764	2,813,080	RCON1764	2,512,957	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	RCFDB538	1,744,295	RCONB538	1,744,295	6.a.
b. Other revolving credit plans	RCFDB539	1,075,869	RCONB539	1,075,869	6.b.
c. Automobile loans	RCFDK137	14,687,944	RCONK137	14,687,944	6.c.
d. Other consumer loans (includes single payment and installment loans other than automobile loans, and all student loans)	RCFDK207	3,194,895	RCONK207	3,194,895	6.d.
7. Loans to foreign governments and official institutions (including foreign central banks)	RCFD2081	0	RCON2081	0	7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	RCFD2107	695,705	RCON2107	695,705	8.
9. Loans to nondepository financial institutions and other loans	RCFD1563	4,637,882			9.
a. Loans to nondepository financial institutions			RCONJ454	2,133,063	9.a.
b. Other loans:					9.b.
1. Loans for purchasing or carrying securities (secured and unsecured)			RCON1545	352,726	9.b.1.
2. All other loans (exclude consumer loans)			RCONJ451	2,152,093	9.b.2.
10. Lease financing receivables (net of unearned income)			RCON2165	3,142,827	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	RCFDF162	0			10.a.
b. All other leases	RCFDF163	3,143,181			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above	RCFD2123	0	RCON2123	0	11.
12. Total loans and leases held for investment and held for sale (item 12, column A must equal Schedule RC, sum of items 4.a and 4.b)	RCFD2122	113,110,368	RCON2122	112,723,022	12.

2. When reporting "Loans secured by real estate," "large institutions" and "highly complex institutions," as defined for deposit insurance assessment purposes in FDIC regulations, should complete items 1.a.(1) through 1.e.(2) in columns A and B (but not item 1 in column A); all other institutions should complete item 1 in column A and items 1.a.(1) through 1.e.(2) in column B (but not items 1.a.(1) through 1.e.(2) in column A).

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 in domestic offices:			M.1.a.
1. 1-4 family residential construction loans	RCONK158	4,154	M.1.a.1.
2. Other construction loans and all land development and other land loans	RCONK159	42,907	M.1.a.2.
b. Loans secured by 1-4 family residential properties in domestic offices	RCONF576	476,598	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	RCONK160	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:			M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCONK161	7,285	M.1.d.1.
2. Loans secured by other nonfarm nonresidential properties	RCONK162	0	M.1.d.2.
e. Commercial and industrial loans:			M.1.e.
1. To U.S. addressees (domicile)	RCFDK163	48,876	M.1.e.1.
2. To non-U.S. addressees (domicile)	RCFDK164	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures)	RCFDK165	59,354	M.1.f.
Itemize loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f): 1. Loans secured by farmland in domestic offices	RCONK166	0	M.1.f.1.
2. Not applicable			M.1.f.2.
3. Loans to finance agricultural production and other loans to farmers	RCFDK168	0	M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:			M.1.f.4.
a. Credit cards	RCFDK098	0	M.1.f.4.a.
b. Automobile loans	RCFDK203	0	M.1.f.4.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCFDK204	0	M.1.f.4.c.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f)	RCFDHK25	639,174	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 in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:			M.2.a.
1. Three months or less	RCONA564	230,737	M.2.a.1.
2. Over three months through 12 months	RCONA565	457,747	M.2.a.2.
3. Over one year through three years	RCONA566	645,311	M.2.a.3.
4. Over three years through five years	RCONA567	657,951	M.2.a.4.
5. Over five years through 15 years	RCONA568	5,039,168	M.2.a.5.
6. Over 15 years	RCONA569	14,149,867	M.2.a.6.
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:			M.2.b.
1. Three months or less	RCFDA570	58,889,965	M.2.b.1.
2. Over three months through 12 months	RCFDA571	2,844,959	M.2.b.2.
3. Over one year through three years	RCFDA572	5,339,187	M.2.b.3.
4. Over three years through five years	RCFDA573	11,786,214	M.2.b.4.
5. Over five years through 15 years	RCFDA574	11,816,656	M.2.b.5.
6. Over 15 years	RCFDA575	724,140	M.2.b.6.
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	RCFDA247	12,424,110	M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A[4]	RCFD2746	2,010,162	M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	RCON5370	2,477,335	M.4.
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, Part I, item 1, column A, or Schedule RC-C, Part I, items 1.a.(1) through 1.e.(2), column A, as appropriate)	RCFDB837	14,398	M.5.
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. 6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a, column A	RCFDC391	16,247	M.6.

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

Dollar amounts in thousands			
Memorandum items 7.a and 7.b are to be completed by all banks semiannually in the June and December reports only. 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):[5]			M.7.
a. Outstanding balance	RCFDC779	NR	M.7.a.
b. Amount included in Schedule RC-C, part I, items 1 through 9	RCFDC780	NR	M.7.b.
Memorandum items 8.a, 8.b, and 8.c are to be completed semiannually in the June and December reports only. 8. Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:			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.
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, 2019, that exceeded the lesser of $100 million or 5 percent of total loans and leases held for investment and held for sale in domestic offices (as reported in Schedule RC-C, Part I, item 12, column B). 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.

5. Memorandum item 7 is to be completed only by institutions that have not yet adopted ASU 2016-13.

Dollar amounts in thousands			
9. Loans secured by 1-4 family residential properties in domestic offices 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	109,207	M.9.

Dollar amounts in thousands			
10. Not applicable			M.10.
11. Not applicable			M.11.

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		
Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only. 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	RCFDG091	NR	RCFDG092	NR	RCFDG093	NR	M.12.a.
b. Commercial and industrial loans	RCFDG094	NR	RCFDG095	NR	RCFDG096	NR	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures	RCFDG097	NR	RCFDG098	NR	RCFDG099	NR	M.12.c.
d. All other loans and all leases	RCFDG100	NR	RCFDG101	NR	RCFDG102	NR	M.12.d.

Dollar amounts in thousands			
Memoranda item 13 is to be completed by banks that had construction, land development, and other land loans in domestic offices (as reported in Schedule RC-C, Part I, item 1.a., column B) that exceeded 100 percent of 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, 2020. 13. Construction, land development, and other land loans in domestic offices with interest reserves:			M.13.
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	0	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	0	M.13.b.
Memorandum item 14 is to be completed by all banks. 14. Pledged loans and leases	RCFDG378	60,965,733	M.14.
Memorandum item 15 is to be completed for the December report only. 15. Reverse mortgages in domestic offices:			M.15.
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):			M.15.a.
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:			M.15.b.
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:			M.15.c.
1. Home Equity Conversion Mortgage (HECM) reverse mortgages	RCONJ470	NR	M.15.c.1.
2. Proprietary reverse mortgages	RCONJ471	NR	M.15.c.2.
Memorandum item 16 is to be completed by all banks. 16. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit in domestic offices that have converted to non-revolving closed-end status (included in item 1.c.(1) above)	RCONLE75	171,038	M.16.
Amounts reported in Memorandum items 17.a and 17.b will not be made available to the public on an individual institution basis. 17. Eligible loan modifications under Section 4013, Temporary Relief from Troubled Debt Restructurings, of the 2020 Coronavirus Aid, Relief, and Economic Security Act:			M.17.
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 - 031)

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. Not applicable			1.
2. Not applicable			2.

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" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B:					3.
a. With original amounts of $100,000 or less	RCON5564	495	RCON5565	21,364	3.a.
b. With original amounts of more than $100,000 through $250,000	RCON5566	982	RCON5567	127,914	3.b.
c. With original amounts of more than $250,000 through $1,000,000	RCON5568	1806	RCON5569	777,625	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B:					4.
a. With original amounts of $100,000 or less	RCON5570	65473	RCON5571	967,399	4.a.
b. With original amounts of more than $100,000 through $250,000	RCON5572	4320	RCON5573	533,659	4.b.
c. With original amounts of more than $250,000 through $1,000,000	RCON5574	4285	RCON5575	1,653,549	4.c.

Dollar amounts in thousands			
5. Not applicable			5.
6. Not applicable			6.

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)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B:					7.
a. With original amounts of $100,000 or less	RCON5578	509	RCON5579	10,931	7.a.
b. With original amounts of more than $100,000 through $250,000	RCON5580	104	RCON5581	5,612	7.b.
c. With original amounts of more than $250,000 through $500,000	RCON5582	33	RCON5583	4,123	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B:					8.
a. With original amounts of $100,000 or less	RCON5584	46	RCON5585	695	8.a.
b. With original amounts of more than $100,000 through $250,000	RCON5586	11	RCON5587	1,044	8.b.
c. With original amounts of more than $250,000 through $500,000	RCON5588	2	RCON5589	630	8.c.

Schedule RC-D - Trading Assets and Liabilities(Form Type - 031)

Schedule 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	Consolidated Bank		
1. U.S. Treasury securities	RCFD3531	91,678	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities)	RCFD3532	1,795	2.
3. Securities issued by states and political subdivisions in the U.S.	RCFD3533	49,685	3.
4. Mortgage-backed securities (MBS):			4.
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	RCFDG379	0	4.a.
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS)[1]	RCFDG380	89,608	4.b.
c. All other residential MBS	RCFDG381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCFDK197	0	4.d.
e. All other commercial MBS	RCFDK198	0	4.e.
5. Other debt securities:			5.
a. Structured financial products	RCFDHT62	0	5.a.
b. All other debt securities	RCFDG386	427,203	5.b.
6. Loans:			6.
a. Loans secured by real estate			6.a.
1. Loans secured by 1-4 family residential properties	RCFDHT63	0	6.a.1.
2. All other loans secured by real estate	RCFDHT64	0	6.a.2.
b. Commercial and industrial loans	RCFDF614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT65	0	6.c.
d. Other loans	RCFDF618	0	6.d.
7. Not appliable			7.
8. Not applicable			8.
9. Other trading assets	RCFD3541	217,452	9.
10. Not applicable			10.
11. Derivatives with a positive fair value	RCFD3543	3,206,482	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule RC, item 5)	RCFD3545	4,083,903	12.
13. Not available			13.
a. Liability for short positions	RCFD3546	486,494	13.a.
b. Other trading liabilities	RCFDF624	0	13.b.
14. Derivatives with a negative fair value	RCFD3547	2,513,705	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule RC, item 15)	RCFD3548	3,000,199	15.
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a through 6.d):			M.1.
a. Loans secured by real estate			M.1.a.
1. Loans secured by 1-4 family residential properties	RCFDHT66	0	M.1.a.1.
2. All other loans secured by real estate	RCFDHT67	0	M.1.a.2.
b. Commercial and industrial loans	RCFDF632	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT68	0	M.1.c.
d. Other loans	RCFDF636	0	M.1.d.
Memorandum items 2 through 10 are to be completed by banks with $10 billion or more in total trading assets. 2. Loans measured at fair value that are past due 90 days or more:[1]			M.2.
a. Fair value	RCFDF639	NR	M.2.a.
b. Unpaid principal balance	RCFDF640	NR	M.2.b.

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. The $10 billion trading asset-size test is based on total trading assets reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands	Consolidated Bank		
Memorandum items 3 through 10 are to be completed by banks with $10 billion or more in total trading assets. 3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule RC-D, sum of items 5.a.(1) through (3)):			M.3.
a. Trust preferred securities issued by financial institutions	RCFDG299	NR	M.3.a.
b. Trust preferred securities issued by real estate investment trusts	RCFDG332	NR	M.3.b.
c. Corporate and similar loans	RCFDG333	NR	M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	RCFDG334	NR	M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs	RCFDG335	NR	M.3.e.
f. Diversified (mixed) pools of structured financial products	RCFDG651	NR	M.3.f.
g. Other collateral or reference assets	RCFDG652	NR	M.3.g.
4. Pledged trading assets:			M.4.
a. Pledged securities	RCFDG387	NR	M.4.a.
b. Pledged loans	RCFDG388	NR	M.4.b.

Dollar amounts in thousands			
5. Asset-backed securities:			M.5.
a. Credit card receivables	RCFDF643	NR	M.5.a.
b. Home equity lines	RCFDF644	NR	M.5.b.
c. Automobile loans	RCFDF645	NR	M.5.c.
d. Other consumer loans	RCFDF646	NR	M.5.d.
e. Commercial and industrial loans	RCFDF647	NR	M.5.e.
f. Other	RCFDF648	NR	M.5.f.
6. Retained beneficial interests in securitizations (first-loss or equity tranches)			M.6.
7. Equity securities (included in Schedule RC-D, item 9, above):			M.7.
a. Readily determinable fair values	RCFDF652	NR	M.7.a.
b. Other	RCFDF653	NR	M.7.b.
8. Loans pending securitization	RCFDF654	NR	M.8.
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than $1,000,000 and exceed 25% of the item):[1]			M.9.
a. Disclose component and the dollar amount of that component:			M.9.a.
1. Describe component	TEXTF655	NR	M.9.a.1.
2. Amount of component	RCFDF655	0	M.9.a.2.
b. Disclose component and the dollar amount of that component:			M.9.b.
(TEXTF656) NR	RCFDF656	0	M.9.b.1.
c. Disclose component and the dollar amount of that component:			M.9.c.
(TEXTF657) NR	RCFDF657	0	M.9.c.1.
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than $1,000,000 and exceed 25% of the item):			M.10.
a. Disclose component and the dollar amount of that component:			M.10.a.
1. Describe component	TEXTF658	NR	M.10.a.1.
2. Amount of component	RCFDF658	0	M.10.a.2.
b. Disclose component and the dollar amount of that component:			M.10.b.
(TEXTF659) NR	RCFDF659	0	M.10.b.1.
c. Disclose component and the dollar amount of that component:			M.10.c.
(TEXTF660) NR	RCFDF660	0	M.10.c.1.

1. Exclude equity securities.

Schedule RC-E Part I - Deposits in Domestic Offices(Form Type - 031)

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	110,497,801			RCONB550	54,659,358	1.
2. U.S. Government	RCON2202	40			RCON2520	0	2.
3. States and political subdivisions in the U.S.	RCON2203	5,278,964			RCON2530	403,418	3.
4. Commercial banks and other depository institutions in the U.S.	RCONB551	506,483			RCONB552	0	4.
5. Banks in foreign countries	RCON2213	29			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	116,283,317	RCON2210	114,470,557	RCON2385	55,062,776	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	2,643,255	M.1.a.
b. Total brokered deposits	RCON2365	1,635,308	M.1.b.
c. Brokered deposits of $250,000 or less (fully insured brokered deposits)[2]	RCONHK05	1,635,308	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	1,608,674	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	223	M.1.g.
Memorandum items 1.h.(1)(a), 1.h.(2)(a), 1.h.(3)(a), and 1.h.(4)(a) are to be completed by banks with $100 billion or more in total assets h. Sweep deposits:			M.1.h.
1. Fully insured, affiliate sweep deposits	RCONMT87	843,060	M.1.h.1.
a. Fully insured, affiliate, retail sweep deposits	RCONMT88	843,060	M.1.h.1.a.
2. Not fully insured, affiliate sweep deposits	RCONMT89	0	M.1.h.2.
a. Not fully insured, affiliate, retail sweep deposits	RCONMT90	0	M.1.h.2.a.
3. Fully insured, non-affiliate sweep deposits	RCONMT91	3,520,499	M.1.h.3.
a. Fully insured, non-affiliate, retail sweep deposits	RCONMT92	3,520,499	M.1.h.3.a.
4. Not fully insured, non-affiliate sweep deposits	RCONMT93	0	M.1.h.4.
a. Not fully insured, non-affiliate, retail sweep deposits	RCONMT94	0	M.1.h.4.a.
i. Total sweep deposits that are not brokered deposits	RCONMT95	3,541,071	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	30,651,686	M.2.a.1.
2. Other savings deposits (excludes MMDAs)	RCON0352	21,423,266	M.2.a.2.
b. Total time deposits of less than $100,000	RCON6648	2,204,190	M.2.b.
c. Total time deposits of $100,000 through $250,000	RCONJ473	581,430	M.2.c.
d. Total time deposits of more than $250,000	RCONJ474	202,203	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	139,592	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:			M.3.a.
1. Three months or less	RCONHK07	1,140,725	M.3.a.1.
2. Over three months through 12 months	RCONHK08	1,166,092	M.3.a.2.
3. Over one year through three years	RCONHK09	345,220	M.3.a.3.
4. Over three years	RCONHK10	133,584	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	2,306,188	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:			M.4.a.
1. Three months or less	RCONHK12	88,482	M.4.a.1.
2. Over three months through 12 months	RCONHK13	77,289	M.4.a.2.
3. Over one year through three years	RCONHK14	34,821	M.4.a.3.
4. Over three years	RCONHK15	1,611	M.4.a.4.

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.
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			
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	165,771	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.
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]			M.6.
a. Total deposits in those noninterest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use	RCONP753	12,792,319	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	22,001,992	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	21,598,844	M.7.a.1.
2. Deposits in all other MMDAs of individuals, partnerships, and corporations	RCONP757	8,742,587	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	20,399,432	M.7.b.1.
2. Deposits in all other savings deposit accounts of individuals, partnerships, and corporations	RCONP759	962,132	M.7.b.2.

Schedule RC-E Part II - Deposits in Foreign Offices including Edge and Agreement subsidiaries and IBFs(Form Type - 031)

Dollar amounts in thousands			
Deposits of:			
1. Individuals, partnerships, and corporations (include all certified and official checks)	RCFNB553	202,399	1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions	RCFNB554	0	2.
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)	RCFN2625	0	3.
4. Foreign governments and official institutions (including foreign central banks)	RCFN2650	0	4.
5. U.S. Government and states and political subdivisions in the U.S.	RCFNB555	0	5.
6. Total	RCFN2200	202,399	6.
1. Time deposits with a remaining maturity of one year or less (included in Schedule RC, item 13.b)	RCFNA245	0	M.1.

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 - 031)

Dollar amounts in thousands			
1. Accrued interest receivable[2]	RCFDB556	442,790	1.
2. Net deferred tax assets[3]	RCFD2148	40,371	2.
3. Interest-only strips receivable (not in the form of a security)[4]	RCFDHT80	0	3.
4. Equity investments without readily determinable fair values[5]	RCFD1752	766,388	4.
5. Life insurance assets:			5.
a. General account life insurance assets	RCFDK201	567,288	5.a.
b. Separate account life insurance assets	RCFDK202	549,857	5.b.
c. Hybrid account life insurance assets	RCFDK270	912,888	5.c.
6. All other assets (itemize and describe amounts greater than $100,000 that exceed 25% of this item)	RCFD2168	4,230,469	6.
a. Prepaid expenses	RCFD2166	0	6.a.
b. Repossessed personal property (including vehicles)	RCFD1578	0	6.b.
c. Derivatives with a positive fair value held for purposes other than trading	RCFDC010	0	6.c.
d. FDIC loss-sharing indemnification assets	RCFDJ448	0	6.d.
e. Computer software	RCFDFT33	0	6.e.
f. Accounts receivable	RCFDFT34	2,192,022	6.f.
g. Receivables from foreclosed government-guaranteed mortgage loans	RCFDFT35	0	6.g.
h. Disclose component and the dollar amount of that component:			6.h.
1. Describe component	TEXT3549	NR	6.h.1.
2. Amount of component	RCFD3549	0	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	RCFD3550	0	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	RCFD3551	0	6.j.2.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11)	RCFD2160	7,510,051	7.

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 - 031)

Dollar amounts in thousands			
1. Not available			1.
a. Interest accrued and unpaid on deposits in domestic offices[6]	RCON3645	**1,158**	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable)	RCFD3646	**1,012,333**	1.b.
2. Net deferred tax liabilities[2]	RCFD3049	**467,479**	2.
3. Allowance for credit losses on off-balance sheet credit exposures[7]	RCFDB557	**205,336**	3.
4. All other liabilities (itemize and describe amounts greater than $100,000 that exceed 25 percent of this item)	RCFD2938	**2,066,393**	4.
a. Accounts payable	RCFD3066	**540,361**	4.a.
b. Deferred compensation liabilities	RCFDC011	**0**	4.b.
c. Dividends declared but not yet payable	RCFD2932	**0**	4.c.
d. Derivatives with a negative fair value held for purposes other than trading	RCFDC012	**0**	4.d.
e. Operating lease liabilities	RCFDLB56	**531,123**	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	RCFD3552	**0**	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	RCFD3553	**0**	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	RCFD3554	**0**	4.h.2.
5. Total	RCFD2930	**3,752,699**	5.

6. For savings banks, include "dividends" accrued and unpaid on deposits.
2. See discussion of deferred income taxes in Glossary entry on "income taxes."
7. Institutions that have adopted ASU 2016-13 should report in Schedule RC-G, item 3 the allowance for credit losses on those off-balance sheet credit exposures that are not unconditionally cancelable.

Schedule RC-H - Selected Balance Sheet Items for Domestic Offices(Form Type - 031)

To be completed only by banks with foreign offices.

Dollar amounts in thousands			
1. Not applicable			1.
2. Not applicable			2.
3. Securities purchased under agreements to resell	RCONB989	**0**	3.
4. Securities sold under agreements to repurchase	RCONB995	**566,760**	4.
5. Other borrowed money	RCON3190	**3,044,923**	5.
EITHER 6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs	RCON2163	**370,051**	6.
OR 7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs	RCON2941	**0**	7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs)	RCON2192	**205,801,520**	8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs)	RCON3129	**182,937,549**	9.

Dollar amounts in thousands	(Column A) Amortized Cost of Held-to-Maturity Securities		(Column B) Fair Value of Available-for-Sale Securities		
10. U.S. Treasury securities	RCON0211	**0**	RCON1287	**91,802**	10.
11. U.S. Government agency obligations (exclude mortgage-backed securities)	RCON8492	**0**	RCON8495	**0**	11.
12. Securities issued by states and political subdivisions in the U.S.	RCON8496	**6,473**	RCON8499	**2,800**	12.
13. Mortgage-backed securities (MBS):					13.
a. Mortgage pass-through securities:					13.a.
1. Issued or guaranteed by FNMA, FHLMC, or GNMA	RCONG389	**0**	RCONG390	**21,067,476**	13.a.1.
2. Other mortgage pass-through securities	RCON1709	**0**	RCON1713	**124**	13.a.2.
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					13.b.
1. Issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCONG393	**0**	RCONG394	**7,948,929**	13.b.1.
2. All other mortgage-backed securities	RCON1733	**0**	RCON1736	**3,979,060**	13.b.2.
14. Other domestic debt securities (include domestic structured financial products and domestic asset-backed securities)	RCONG397	**0**	RCONG398	**4,245,115**	14.
15. Other foreign debt securities (include foreign structured financial products and foreign asset-backed securities)	RCONG399	**0**	RCONG400	**2,031**	15.
16. Not applicable.					16.
17. Total held-to-maturity and available-for-sale debt securities (sum of items 10 through 15)	RCON1754	**6,473**	RCON1773	**37,337,337**	17.

Dollar amounts in thousands			
18. Equity investments not held for trading:			18.
a. Equity securities with readily determinable fair values[4]	RCONJA22	**31,329**	18.a.
b. Equity investments without readily determinable fair values	RCON1752	**766,388**	18.b.
Items 19, 20 and 21 are 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. 19. Total trading assets	RCON3545	**4,083,903**	19.
20. Total trading liabilities	RCON3548	**3,000,199**	20.
21. Total loans held for trading	RCONHT71	**0**	21.
tem 22 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. 22. Total amount of fair value option loans held for investment and held for sale	RCONJF75	**1,687,830**	22.

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).

4. Item 18.a 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.

Schedule RC-I - Assets and Liabilities of IBFs(Form Type - 031)

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

Dollar amounts in thousands			
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12)	RCFN2133	**NR**	1.
2. Total IBF liabilities (component of Schedule RC, item 21)	RCFN2898	**NR**	2.

Schedule RC-K - Quarterly Averages(Form Type - 031)

Dollar amounts in thousands			
1. Interest-bearing balances due from depository institutions	RCFD3381	**32,064,854**	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)[2]	RCFDB558	**88,603**	2.
3. Mortgage-backed securities[2]	RCFDB559	**31,396,707**	3.
4. All other debt securities and equity securities with readily determinable fair values not held for trading[2]	RCFDB560	**4,232,024**	4.
5. Federal funds sold and securities purchased under agreements to resell	RCFD3365	**13**	5.
6. Loans:			6.
a. Loans in domestic offices:			6.a.
1. Total loans	RCON3360	**110,021,105**	6.a.1.
2. Loans secured by real estate:			6.a.2.
a. Loans secured by 1-4 family residential properties	RCON3465	**25,750,729**	6.a.2.a.
b. All other loans secured by real estate	RCON3466	**15,027,364**	6.a.2.b.
3. Loans to finance agricultural production and other loans to farmers	RCON3386	**24,072**	6.a.3.
4. Commercial and industrial loans	RCON3387	**43,000,155**	6.a.4.
5. Loans to individuals for household, family, and other personal expenditures:			6.a.5.
a. Credit cards	RCONB561	**1,757,805**	6.a.5.a.
b. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	RCONB562	**18,607,579**	6.a.5.b.
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN3360	**377,839**	6.b.
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. 7. Trading assets	RCFD3401	**3,511,056**	7.
8. Lease financing receivables (net of unearned income)	RCFD3484	**3,158,055**	8.
9. Total assets[4]	RCFD3368	**202,063,357**	9.
10. Interest-bearing transaction accounts in domestic offices (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	RCON3485	**50,901,555**	10.
11. Nontransaction accounts in domestic offices:			11.
a. Savings deposits (includes MMDAs)	RCONB563	**51,455,495**	11.a.
b. Time deposits of $250,000 or less	RCONHK16	**3,032,708**	11.b.
c. Time deposits of more than $250,000	RCONHK17	**210,408**	11.c.
12. Interest-bearing deposits in foreign offices, EDGE and Agreement subsidiaries, and IBFs	RCFN3404	**195,048**	12.
13. Federal funds purchased and securities sold under agreements to repurchase	RCFD3353	**917,512**	13.
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	RCFD3355	**3,786,818**	14.

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, 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).

Schedule RC-L - Derivatives and Off-Balance Sheet Items(Form Type - 031)

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	RCFD3814	7,518,258	1.a.
Item 1.a.(1) is to be completed for the December report only. 1. Unused commitments for reverse mortgages outstanding that are held for investment in domestic offices	RCONHT72	NR	1.a.1.
b. Credit card lines (Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b)	RCFD3815	11,430,691	1.b.
Items 1.b.(1) and 1.b.(2) are to be completed 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) Items 1.b.(1) and 1.b.(2) are to be completed semiannually in the June and December reports only. 1. Unused consumer credit card lines	RCFDJ455	NR	1.b.1.
2. Other unused credit card lines	RCFDJ456	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	RCFDF164	396,270	1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments	RCFDF165	3,389,326	1.c.1.b.
2. Not secured by real estate	RCFD6550	1,282,166	1.c.2.
d. Securities underwriting	RCFD3817	2,725	1.d.
e. Other unused commitments:			1.e.
1. Commercial and industrial loans	RCFDJ457	48,244,297	1.e.1.
2. Loans to financial institutions	RCFDJ458	2,539,497	1.e.2.
3. All other unused commitments	RCFDJ459	5,580,981	1.e.3.
2. Financial standby letters of credit and foreign office guarantees	RCFD3819	1,159,772	2.
Item 2.a is to be completed by banks with $1 billion or more in total assets. a. Amount of financial standby letters of credit conveyed to others[1]	RCFD3820	7,920	2.a.
3. Performance standby letters of credit and foreign office guarantees	RCFD3821	751,818	3.
Item 3.a is to be completed by banks with $1 billion or more in total assets. a. Amount of performance standby letters of credit conveyed to others[1]	RCFD3822	0	3.a.
4. Commercial and similar letters of credit	RCFD3411	4,511	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)	RCFD3433	0	6.a.
b. Securities borrowed	RCFD3432	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	RCFDC968	0	RCFDC969	0	7.a.1.
2. Total return swaps	RCFDC970	0	RCFDC971	0	7.a.2.
3. Credit options	RCFDC972	0	RCFDC973	0	7.a.3.
4. Other credit derivatives	RCFDC974	3,583,539	RCFDC975	1,638,536	7.a.4.
b. Gross fair values:					7.b.
1. Gross positive fair value	RCFDC219	0	RCFDC221	0	7.b.1.
2. Gross negative fair value	RCFDC220	7,302	RCFDC222	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	RCFDG401	0	7.c.1.a.
b. Purchased protection	RCFDG402	0	7.c.1.b.
2. All other positions:			7.c.2.
a. Sold protection	RCFDG403	3,583,539	7.c.2.a.
b. Purchased protection that is recognized as a guarantee for regulatory capital purposes	RCFDG404	1,638,536	7.c.2.b.
c. Purchased protection that is not recognized as a guarantee for regulatory capital purposes	RCFDG405	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	RCFDG406	191,990	RCFDG407	1,327,423	RCFDG408	649,093	7.d.1.a.
b. Subinvestment grade	RCFDG409	180,385	RCFDG410	1,036,419	RCFDG411	198,229	7.d.1.b.
2. Purchased credit protection:[3]							7.d.2.
a. Investment grade	RCFDG412	53,004	RCFDG413	212,749	RCFDG414	229,282	7.d.2.a.
b. Subinvestment grade	RCFDG415	111,822	RCFDG416	739,866	RCFDG417	291,813	7.d.2.b.

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. Spot foreign exchange contracts	RCFD8765	340,201	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")	RCFD3430	0	9.
a. Not applicable			9.a.
b. Commitments to purchase when-issued securities	RCFD3434	0	9.b.
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf	RCFDC978	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	RCFD3555	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	RCFD3556	0	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
(TEXT3557) NR	RCFD3557	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")	RCFD5591	0	10.
a. Commitments to sell when-issued securities	RCFD3435	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	RCFD5592	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	RCFD5593	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	RCFD5594	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	RCFD5595	0	10.e.2.
Items 11.a and 11.b are to be completed semiannually in the June and December reports only. 11. Year-to-date merchant credit card sales volume:			11.
a. Sales for which the reporting bank is the acquiring bank	RCFDC223	NR	11.a.
b. Sales for which the reporting bank is the agent bank with risk	RCFDC224	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	RCFD8693	288,586	RCFD8694	0	RCFD8695	0	RCFD8696	1,663,722	12.a.
b. Forward contracts	RCFD8697	4,125,588	RCFD8698	4,069,286	RCFD8699	0	RCFD8700	0	12.b.
c. Exchange-traded option contracts:									12.c.
1. Written options	RCFD8701	0	RCFD8702	0	RCFD8703	0	RCFD8704	58,468	12.c.1.
2. Purchased options	RCFD8705	46,900	RCFD8706	0	RCFD8707	0	RCFD8708	40,789	12.c.2.
d. Over-the-counter option contracts:									12.d.
1. Written options	RCFD8709	12,149,950	RCFD8710	3,040,843	RCFD8711	0	RCFD8712	1,906,908	12.d.1.
2. Purchased options	RCFD8713	19,431,665	RCFD8714	3,040,843	RCFD8715	0	RCFD8716	1,932,057	12.d.2.
e. Swaps	RCFD3450	78,930,556	RCFD3826	10,550,799	RCFD8719	3,653,957	RCFD8720	6,330,861	12.e.
13. Total gross notional amount of derivative contracts held for trading	RCFDA126	77,766,377	RCFDA127	20,701,771	RCFD8723	0	RCFD8724	11,932,803	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCFD8725	37,206,868	RCFD8726	0	RCFD8727	3,653,957	RCFD8728	0	14.
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCFDA589	0							14.a.
15. Gross fair values of derivative contracts:									15.
a. Contracts held for trading:									15.a.
1. Gross positive fair value	RCFD8733	798,244	RCFD8734	284,609	RCFD8735	0	RCFD8736	2,123,056	15.a.1.
2. Gross negative fair value	RCFD8737	206,522	RCFD8738	249,808	RCFD8739	0	RCFD8740	2,049,392	15.a.2.
b. Contracts held for purposes other than trading:									15.b.
1. Gross positive fair value	RCFD8741	410,024	RCFD8742	0	RCFD8743	0	RCFD8744	0	15.b.1.
2. Gross negative fair value	RCFD8745	13,192	RCFD8746	0	RCFD8747	211,188	RCFD8748	0	15.b.2.

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	
Item 16 is to be completed only by banks with total assets of $10 billion or more. 16. Over-the counter derivatives:[1]						16.
a. Net current credit exposure	RCFDG418 273,449		RCFDG420 0	RCFDG421 0	RCFDG422 2,405,729	16.a.
b. Fair value of collateral:						16.b.
1. Cash - U.S. dollar	RCFDG423 700,190		RCFDG425 0	RCFDG426 0	RCFDG427 4,680	16.b.1.
2. Cash - Other currencies	RCFDG428 0		RCFDG430 0	RCFDG431 0	RCFDG432 0	16.b.2.
3. U.S. Treasury securities	RCFDG433 0		RCFDG435 0	RCFDG436 0	RCFDG437 0	16.b.3.
4. U.S. Government agency and U.S. Government-sponsored agency debt securities	RCFDG438 0		RCFDG440 0	RCFDG441 0	RCFDG442 0	16.b.4.
5. Corporate bonds	RCFDG443 0		RCFDG445 0	RCFDG446 0	RCFDG447 0	16.b.5.
6. Equity securities	RCFDG448 0		RCFDG450 0	RCFDG451 0	RCFDG452 0	16.b.6.
7. All other collateral	RCFDG453 0		RCFDG455 0	RCFDG456 0	RCFDG457 750	16.b.7.
8. Total fair value of collateral (sum of items 16.b.(1) through (7))	RCFDG458 700,190		RCFDG460 0	RCFDG461 0	RCFDG462 5,430	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 - 031)

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	RCFD6164	165,064	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of $500,000 or 5 percent of total capital as defined for this purpose in agency regulations	RCFD6165	12	1.b.
2. Intangible assets:			2.
a. Mortgage servicing assets	RCFD3164	943,425	2.a.
1. Estimated fair value of mortgage servicing assets	RCFDA590	943,425	2.a.1.
b. Goodwill	RCFD3163	4,410,902	2.b.
c. All other intangible assets	RCFDJF76	168,621	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10)	RCFD2143	5,522,948	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land in domestic offices	RCON5508	2	3.a.
b. Farmland in domestic offices	RCON5509	0	3.b.
c. 1-4 family residential properties in domestic offices	RCON5510	3,137	3.c.
d. Multifamily (5 or more) residential properties in domestic offices	RCON5511	67	3.d.
e. Nonfarm nonresidential properties in domestic offices	RCON5512	23,899	3.e.
f. In foreign offices	RCFN5513	0	3.f.
g. Total (sum of items 3.a through 3.g) (must equal Schedule RC, item 7)	RCFD2150	27,105	3.g.
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]	RCFDJA29	31,094	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	RCFDF055	1,146	5.a.1.a.
b. Over one year through three years	RCFDF056	35,064	5.a.1.b.
c. Over three years through five years	RCFDF057	5,341	5.a.1.c.
d. Over five years	RCFDF058	8,491	5.a.1.d.
2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above)[2]	RCFD2651	1,146	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above)	RCFDF059	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	RCFDF060	343,058	5.b.1.a.
b. Over one year through three years	RCFDF061	870,213	5.b.1.b.
c. Over three years through five years	RCFDF062	881,657	5.b.1.c.
d. Over five years	RCFDF063	900,584	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]	RCFDB571	343,058	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)	RCFD3190	3,045,554	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?	RCFDB569	Yes	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities	RCFDB570	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	NR	8.b.1.
2. URL 2	TE02N528	NR	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	NR	8.c.1.
2. Trade name 2	TE02N529	NR	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.
Item 9 is to be completed annually in the December report only. 9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?	RCFD4088	NR	9.
10. Secured liabilities:			10.
a. Amount of "Federal funds purchased in domestic offices" 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))	RCFDF065	539,887	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	Yes	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 in domestic offices:			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.2.a.
b. Secured by junior liens	RCONK174	0	13.a.1.c.2.b.
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	RCFDK183	0	13.a.5.

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			
b. Other real estate owned (included in Schedule RC, item 7):			13.b.
1. Construction, land development, and other land in domestic offices	RCONK187	0	13.b.1.
2. Farmland in domestic offices	RCONK188	0	13.b.2.
3. 1-4 family residential properties in domestic offices	RCONK189	0	13.b.3.
4. Multifamily (5 or more) residential properties in domestic offices	RCONK190	0	13.b.4.
5. Nonfarm nonresidential properties in domestic offices	RCONK191	0	13.b.5.
6. In foreign offices	RCFNK260	0	13.b.6.
7. Portion of covered other real estate owned included in items 13.b.(1) through (6) above that is protected by FDIC loss-sharing agreements	RCFDK192	0	13.b.7.
c. Debt securities (included in Schedule RC, items 2.a and 2.b)	RCFDJ461	0	13.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets)	RCFDJ462	0	13.d.
Items 14.a and 14.b are to be completed annually in the December report only. 14. Captive insurance and reinsurance subsidiaries:			14.
a. Total assets of captive insurance subsidiaries[2]	RCFDK193	NR	14.a.
b. Total assets of captive reinsurance subsidiaries[2]	RCFDK194	NR	14.b.
Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender. 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.
Item 16.a and, if appropriate, items 16.b.(1) through 16.b.(3) are to be completed annually in the December report only. 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.
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. 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):[3]			17.
a. Number of PPP loans outstanding	RCONLG26	31193	17.a.
b. Outstanding balance of PPP loans	RCONLG27	2,344,448	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.

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2. Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.
1. 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 trans
3. 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)). The PPP was established by Section 1102 of the 2020 Coronavirus Aid, Relief, and Economic Security Act.

Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets(Form Type - 031)

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 in domestic offices:							1.a.
1. 1-4 family residential construction loans	RCONF172	99	RCONF174	0	RCONF176	612	1.a.1.
2. Other construction loans and all land development and other land loans	RCONF173	3,238	RCONF175	8,551	RCONF177	3,802	1.a.2.
b. Secured by farmland in domestic offices	RCON3493	0	RCON3494	0	RCON3495	221	1.b.
c. Secured by 1-4 family residential properties in domestic offices:							1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCON5398	20,571	RCON5399	334	RCON5400	66,912	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:							1.c.2.
a. Secured by first liens	RCONC236	94,423	RCONC237	329,005	RCONC229	41,577	1.c.2.a.
b. Secured by junior liens	RCONC238	1,670	RCONC239	1,048	RCONC230	6,733	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties in domestic offices	RCON3499	353	RCON3500	0	RCON3501	759	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCONF178	274	RCONF180	2,378	RCONF182	40,047	1.e.1.
2. Loans secured by other nonfarm nonresidential properties	RCONF179	32,383	RCONF181	55	RCONF183	3,080	1.e.2.
f. In foreign offices	RCFNB572	0	RCFNB573	0	RCFNB574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							2.
a. To U.S. banks and other U.S. depository institutions	RCFD5377	0	RCFD5378	0	RCFD5379	0	2.a.
b. To foreign banks	RCFD5380	0	RCFD5381	0	RCFD5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	RCFD1594	0	RCFD1597	640	RCFD1583	0	3.
4. Commercial and industrial loans:							4.
a. To U.S. addressees (domicile)	RCFD1251	66,250	RCFD1252	2,944	RCFD1253	167,719	4.a.
b. To non-U.S. addressees (domicile)	RCFD1254	310	RCFD1255	0	RCFD1256	59,658	4.b.
5. Loans to individuals for household, family, and other personal expenditures:							5.
a. Credit cards	RCFDB575	17,151	RCFDB576	13,960	RCFDB577	24,374	5.a.
b. Automobile loans	RCFDK213	76,877	RCFDK214	6,880	RCFDK215	34,292	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCFDK216	18,336	RCFDK217	1,141	RCFDK218	3,147	5.c.
6. Loans to foreign governments and official institutions	RCFD5389	0	RCFD5390	0	RCFD5391	0	6.
7. All other loans	RCFD5459	7,124	RCFD5460	463	RCFD5461	69,335	7.
8. Lease financing receivables:							8.
a. Leases to individuals for household, family, and other personal expenditures	RCFDF166	0	RCFDF167	0	RCFDF168	0	8.a.
b. All other leases	RCFDF169	3,360	RCFDF170	686	RCFDF171	6,197	8.b.
9. Total loans and leases (sum of items 1 through 8.b)	RCFD1406	342,419	RCFD1407	368,085	RCFD1403	528,465	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	RCFD3505	0	RCFD3506	0	RCFD3507	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:	RCFDK036	127,101	RCFDK037	277,559	RCFDK038	35,115	11.
a. Guaranteed portion of loans and leases included in item 11 above, excluding rebooked "GNMA loans"	RCFDK039	63,286	RCFDK040	40,516	RCFDK041	25,762	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above	RCFDK042	63,815	RCFDK043	237,042	RCFDK044	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 in domestic offices:							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	12.a.1.a.

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. 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
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	12.a.4.
5. Secured by nonfarm nonresidential properties:							12.a.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	RCFDK087	0	RCFDK088	0	RCFDK089	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	RCFDK102	0	RCFDK103	0	RCFDK104	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 in domestic offices:							M.1.a.
1. 1-4 family residential construction loans	RCONK105	10	RCONK106	0	RCONK107	324	M1a1
2. Other construction loans and all land development and other land loans	RCONK108	563	RCONK109	164	RCONK110	637	M1a2
b. Loans secured by 1-4 family residential properties in domestic offices	RCONF661	26,731	RCONF662	87,144	RCONF663	56,837	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	RCONK111	0	RCONK112	0	RCONK113	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCONK114	0	RCONK115	0	RCONK116	22,139	M1d1
2. Loans secured by other nonfarm nonresidential properties	RCONK117	0	RCONK118	55	RCONK119	0	M1d2
e. Commercial and industrial loans:							M.1.e.
1. To U.S. addressees (domicile)	RCFDK120	27	RCFDK121	0	RCFDK122	101,136	M1e1
2. To non-U.S. addressees (domicile)	RCFDK123	0	RCFDK124	0	RCFDK125	0	M1e2
f. All other loans (include loans to individuals for household, family, and other personal expenditures)	RCFDK126	4,253	RCFDK127	53	RCFDK128	60,317	M.1.f.
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.f, columns A through C): 1. Loans secured by farmland in domestic offices	RCONK130	0	RCONK131	0	RCONK132	0	M.1.f.1.
2. Not applicable							M.1.f.2.
3. Loans to finance agricultural production and other loans to farmers	RCFDK138	0	RCFDK139	0	RCFDK140	0	M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:							M.1.f.4.
a. Credit cards	RCFDK274	0	RCFDK275	0	RCFDK276	0	M1f4a
b. Automobile loans	RCFDK277	0	RCFDK278	0	RCFDK279	0	M1f4b
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCFDK280	0	RCFDK281	0	RCFDK282	0	M1f4c
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)[1]	RCFDHK26	31,584	RCFDHK27	87,416	RCFDHK28	241,390	M.1.g.

1. Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(4) when calculating the total in Memorandum item 1.g.

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		
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	RCFD6558	**1,733**	RCFD6559	**0**	RCFD6560	**20,823**	M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	RCFD1248	**327**	RCFD1249	**587**	RCFD1250	**121**	M.3.
4. Not applicable							M.4.
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	RCFDC240	**16,552**	RCFDC241	**68,445**	RCFDC226	**828**	M.5.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
6. Derivative contracts: Fair value of amounts carried as assets	RCFD3529	**0**	RCFD3530	**0**	M.6.

Dollar amounts in thousands			
Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only. 7. Additions to nonaccrual assets during the previous six months	RCFDC410	**NR**	M.7.
8. Nonaccrual assets sold during the previous six months	RCFDC411	**NR**	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 Stament of Position 03-3):[2]							M.9.
a. Outstanding balance	RCFDL183	**NR**	RCFDL184	**NR**	RCFDL185	**NR**	M.9.a.
b. Amount included in Schedule RC-N, items 1 through 7, above	RCFDL186	**NR**	RCFDL187	**NR**	RCFDL188	**NR**	M.9.b.

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 - 031)

All FDIC-insured depository institutions must complete items 1 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	RCFDF236	197,191,633	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions (including foreign deposits)	RCFDF237	202,399	2.
3. Total foreign deposits, including interest accrued and unpaid thereon (included in item 2 above)	RCFNF234	202,399	3.
4. Average consolidated total assets for the calendar quarter	RCFDK652	202,063,357	4.
a. Averaging method used (for daily averaging, enter 1; for weekly averaging, enter 2)	RCFDK653	1	4.a.
5. Average tangible equity for the calendar quarter[1]	RCFDK654	16,824,242	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions	RCFDK655	19,249	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	RCFDG465	329,294	7.a.
b. Over one year through three years	RCFDG466	648,805	7.b.
c. Over three years through five years	RCFDG467	816,315	7.c.
d. Over five years	RCFDG468	661,211	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	RCFDG469	0	8.a.
b. Over one year through three years	RCFDG470	0	8.b.
c. Over three years through five years	RCFDG471	748,250	8.c.
d. Over five years	RCFDG472	172,112	8.d.
9. Brokered reciprocal deposits (included in Schedule RC-E, Part I, Memorandum item 1.b)	RCONG803	223	9.
Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution. 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.	RCFDK656	No	10.
If the answer to item 10 is "YES," complete items 10.a and 10.b. a. Banker's bank deduction	RCFDK657	NR	10.a.
b. Banker's bank deduction limit	RCFDK658	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.	RCFDK659	Yes	11.
If the answer to item 11 is "YES," complete items 11.a and 11.b. a. Custodial bank deduction	RCFDK660	51,563,177	11.a.
b. Custodial bank deduction limit	RCFDK661	3,630,507	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	72,510,287	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of $250,000 or less	RCONF050	6080723	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	121,835,692	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than $250,000	RCONF052	59277	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	2,599,631	M.1.c.1.
2. Number of retirement deposit accounts of $250,000 or less	RCONF046	361534	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	43,624	M.1.d.1.
2. Number of retirement deposit accounts of more than $250,000	RCONF048	122	M.1.d.2.
Memorandum item 2 is to be completed by banks with $1 billion or more in total assets. 2. Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions, including related interest accrued and unpaid (see instructions)[3]	RCON5597	111,497,842	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. Dually payable deposits in the reporting institution's foreign branches	RCFNGW43	0	M.4.
Memorandum items 5 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. 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	RCFDMW53	498,479	M.5.
6. Criticized and classified items:			M.6.
a. Special mention	RCFDK663	CONF	M.6.a.
b. Substandard	RCFDK664	CONF	M.6.b.
c. Doubtful	RCFDK665	CONF	M.6.c.
d. Loss	RCFDK666	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	RCFDN025	CONF	M.7.a.
b. Securitizations of nontraditional 1-4 family residential mortgage loans	RCFDN026	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	RCFDN027	CONF	M.8.a.
b. Securitizations of higher-risk consumer loans	RCFDN028	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	RCFDN029	CONF	M.9.a.
b. Securitizations of higher-risk commercial and industrial loans and securities	RCFDN030	CONF	M.9.b.
10. Commitments to fund construction, land development, and other land loans secured by real estate for the consolidated bank:			M.10.
a. Total unfunded commitments	RCFDK676	3,258,744	M.10.a.
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC)	RCFDK677	254	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)	RCFDK669	235	M.11.
12. Nonbrokered time deposits of more than $250,000 in domestic offices (included in Schedule RC-E, Memorandum item 2.d)	RCONK678	202,203	M.12.
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. 13. Portion of funded loans and securities in domestic and foreign offices 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	RCFDN177	14,709	M.13.a.
b. Loans secured by multifamily residential and nonfarm nonresidential properties	RCFDN178	116,574	M.13.b.
c. Closed-end loans secured by first liens on 1-4 family residential properties	RCFDN179	4,696,937	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	RCFDN180	8,915	M.13.d.
e. Commercial and industrial loans	RCFDN181	2,366,917	M.13.e.
f. Credit card loans to individuals for household, family, and other personal expenditures	RCFDN182	0	M.13.f.
g. All other loans to individuals for household, family, and other personal expenditures	RCFDN183	0	M.13.g.
h. Non-agency residential mortgage-backed securities	RCFDM963	0	M.13.h.
Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations. 14. Amount of the institution's largest counterparty exposure	RCFDK673	CONF	M.14.
15. Total amount of the institution's 20 largest counterparty exposures	RCFDK674	CONF	M.15.

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 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. 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)	RCFDL189	**165,504**	M.16.
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	RCFDL194	**NR**	M.17.a.
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions (including foreign deposits)	RCFDL195	**NR**	M.17.b.
c. Unsecured "Other borrowings" with a remaining maturity of one year or less	RCFDL196	**NR**	M.17.c.
d. Estimated amount of uninsured deposits in domestic offices of the institution and in insured branches in Puerto Rico and U.S. territories and possessions, including related interest accrued and unpaid	RCONL197	**NR**	M.17.d.

Dollar amounts in thousands	(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	
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..........	RCFDM964 CONF	RCFDM965 CONF	RCFDM966 CONF	RCFDM967 CONF	RCFDM968 CONF	RCFDM969 CONF	RCFDM970 CONF	RCFDM971 CONF	RCFDM972 CONF	RCFDM973 CONF	RCFDM974 CONF	RCFDM975 CONF	RCFDM976 CONF	RCFDM977 CONF	RCFDM978 CONF	M18a
b. Closed-end loans secured by first liens on 1-4 family residential properties........	RCFDM979 CONF	RCFDM980 CONF	RCFDM981 CONF	RCFDM982 CONF	RCFDM983 CONF	RCFDM984 CONF	RCFDM985 CONF	RCFDM986 CONF	RCFDM987 CONF	RCFDM988 CONF	RCFDM989 CONF	RCFDM990 CONF	RCFDM991 CONF	RCFDM992 CONF	RCFDM993 CONF	M18b
c. Closed-end loans secured by junior liens on 1-4 family residential properties..........	RCFDM994 CONF	RCFDM995 CONF	RCFDM996 CONF	RCFDM997 CONF	RCFDM998 CONF	RCFDM999 CONF	RCFDN001 CONF	RCFDN002 CONF	RCFDN003 CONF	RCFDN004 CONF	RCFDN005 CONF	RCFDN006 CONF	RCFDN007 CONF	RCFDN008 CONF	RCFDN009 CONF	M18c
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit...............	RCFDN010 CONF	RCFDN011 CONF	RCFDN012 CONF	RCFDN013 CONF	RCFDN014 CONF	RCFDN015 CONF	RCFDN016 CONF	RCFDN017 CONF	RCFDN018 CONF	RCFDN019 CONF	RCFDN020 CONF	RCFDN021 CONF	RCFDN022 CONF	RCFDN023 CONF	RCFDN024 CONF	M18d
e. Credit cards......................................	RCFDN040 CONF	RCFDN041 CONF	RCFDN042 CONF	RCFDN043 CONF	RCFDN044 CONF	RCFDN045 CONF	RCFDN046 CONF	RCFDN047 CONF	RCFDN048 CONF	RCFDN049 CONF	RCFDN050 CONF	RCFDN051 CONF	RCFDN052 CONF	RCFDN053 CONF	RCFDN054 CONF	M18e
f. Automobile loans................................	RCFDN055 CONF	RCFDN056 CONF	RCFDN057 CONF	RCFDN058 CONF	RCFDN059 CONF	RCFDN060 CONF	RCFDN061 CONF	RCFDN062 CONF	RCFDN063 CONF	RCFDN064 CONF	RCFDN065 CONF	RCFDN066 CONF	RCFDN067 CONF	RCFDN068 CONF	RCFDN069 CONF	M18f
g. Student loans.....................................	RCFDN070 CONF	RCFDN071 CONF	RCFDN072 CONF	RCFDN073 CONF	RCFDN074 CONF	RCFDN075 CONF	RCFDN076 CONF	RCFDN077 CONF	RCFDN078 CONF	RCFDN079 CONF	RCFDN080 CONF	RCFDN081 CONF	RCFDN082 CONF	RCFDN083 CONF	RCFDN084 CONF	M18g
h. Other consumer loans and revolving credit plans other than credit cards........	RCFDN085 CONF	RCFDN086 CONF	RCFDN087 CONF	RCFDN088 CONF	RCFDN089 CONF	RCFDN090 CONF	RCFDN091 CONF	RCFDN092 CONF	RCFDN093 CONF	RCFDN094 CONF	RCFDN095 CONF	RCFDN096 CONF	RCFDN097 CONF	RCFDN098 CONF	RCFDN099 CONF	M18h
i. Consumer leases................................	RCFDN100 CONF	RCFDN101 CONF	RCFDN102 CONF	RCFDN103 CONF	RCFDN104 CONF	RCFDN105 CONF	RCFDN106 CONF	RCFDN107 CONF	RCFDN108 CONF	RCFDN109 CONF	RCFDN110 CONF	RCFDN111 CONF	RCFDN112 CONF	RCFDN113 CONF	RCFDN114 CONF	M18i
j. Total..	RCFDN115 CONF	RCFDN116 CONF	RCFDN117 CONF	RCFDN118 CONF	RCFDN119 CONF	RCFDN120 CONF	RCFDN121 CONF	RCFDN122 CONF	RCFDN123 CONF	RCFDN124 CONF	RCFDN125 CONF	RCFDN126 CONF	RCFDN127 CONF	RCFDN128 CONF		M18j

Schedule RC-P - 1-4 Family Residential Mortgage Banking Activities in Domestic Offices(Form Type - 031)

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 in domestic offices 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	**1,558,179**	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale[2]	RCONHT82	**2,831,561**	2.
3. 1-4 family residential mortgage loans sold during the quarter	RCONFT04	**4,722,245**	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	**5,200,567**	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	**100,168**	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter	RCONHT86	**11,183**	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	**9,437**	7.c.

Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis(Form Type - 031)

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]	RCFDJA36 37,368,666	RCFDG474 0	RCFDG475 111,935	RCFDG476 37,256,731	RCFDG477 0	1.
2. Federal funds sold and securities purchased under agreements to resell	RCFDG478 0	RCFDG479 0	RCFDG480 0	RCFDG481 0	RCFDG482 0	2.
3. Loans and leases held for sale	RCFDG483 1,531,626	RCFDG484 0	RCFDG485 0	RCFDG486 1,531,626	RCFDG487 0	3.
4. Loans and leases held for investment	RCFDG488 156,205	RCFDG489 0	RCFDG490 0	RCFDG491 0	RCFDG492 156,205	4.
5. Trading assets:						5.
a. Derivative assets	RCFD3543 3,206,482	RCFDG493 0	RCFDG494 30,041	RCFDG495 3,149,359	RCFDG496 27,082	5.a.
b. Other trading assets	RCFDG497 877,422	RCFDG498 0	RCFDG499 284,126	RCFDG500 593,296	RCFDG501 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)	RCFDF240 0	RCFDF684 0	RCFDF692 0	RCFDF241 0	RCFDF242 0	5.b.1.
6. All other assets	RCFDG391 1,353,449	RCFDG392 0	RCFDG395 20,072	RCFDG396 389,952	RCFDG804 943,425	6.
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6)	RCFDG502 44,493,850	RCFDG503 0	RCFDG504 446,174	RCFDG505 42,920,964	RCFDG506 1,126,712	7.
8. Deposits	RCFDF252 0	RCFDF686 0	RCFDF694 0	RCFDF253 0	RCFDF254 0	8.
9. Federal funds purchased and securities sold under agreements to repurchase	RCFDG507 0	RCFDG508 0	RCFDG509 0	RCFDG510 0	RCFDG511 0	9.
10. Trading liabilities:						10.
a. Derivative liabilities	RCFD3547 2,513,705	RCFDG512 0	RCFDG513 547,498	RCFDG514 1,958,337	RCFDG515 7,870	10.a.
b. Other trading liabilities	RCFDG516 486,494	RCFDG517 0	RCFDG518 107,193	RCFDG519 379,301	RCFDG520 0	10.b.

1. 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	
11. Other borrowed money	RCFDG521 0	RCFDG522 0	RCFDG523 0	RCFDG524 0	RCFDG525 0	11.
12. Subordinated notes and debentures	RCFDG526 0	RCFDG527 0	RCFDG528 0	RCFDG529 0	RCFDG530 0	12.
13. All other liabilities	RCFDG805 224,380	RCFDG806 0	RCFDG807 4,059	RCFDG808 9,133	RCFDG809 211,188	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13)	RCFDG531 3,224,579	RCFDG532 0	RCFDG533 658,750	RCFDG534 2,346,771	RCFDG535 219,058	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	RCFDG536 943,425	RCFDG537 0	RCFDG538 0	RCFDG539 0	RCFDG540 943,425	M.1.a.

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	
b. Nontrading derivative assets	RCFDG541 410,024	RCFDG542 0	RCFDG543 20,072	RCFDG544 389,952	RCFDG545 0	M.1.b.

Dollar amounts in thousands			
c. Disclose component and the dollar amount of that component:			M.1.c.
1. Describe component	TEXTG546	NR	M.1.c.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	RCFDG546 0	RCFDG547 0	RCFDG548 0	RCFDG549 0	RCFDG550 0	M.1.c.2.

Dollar amounts in thousands			
d. Disclose component and the dollar amount of that component:			M.1.d.
1. Describe component	TEXTG551	NR	M.1.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	RCFDG551 0	RCFDG552 0	RCFDG553 0	RCFDG554 0	RCFDG555 0	M.1.d.2.

Dollar amounts in thousands			
e. Disclose component and the dollar amount of that component:			M.1.e.
1. Describe component	TEXTG556	NR	M.1.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	RCFDG556 0	RCFDG557 0	RCFDG558 0	RCFDG559 0	RCFDG560 0	M.1.e.2.

Dollar amounts in thousands			
f. Disclose component and the dollar amount of that component:			M.1.f.
1. Describe component	TEXTG561	NR	M.1.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	RCFDG561 0	RCFDG562 0	RCFDG563 0	RCFDG564 0	RCFDG565 0	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)	RCFDF261 0	RCFDF689 0	RCFDF697 0	RCFDF262 0	RCFDF263 0	M.2.a.
b. Nontrading derivative liabilities	RCFDG566 224,380	RCFDG567 0	RCFDG568 4,059	RCFDG569 9,133	RCFDG570 211,188	M.2.b.

Dollar amounts in thousands			
c. Disclose component and the dollar amount of that component:			M.2.c.
1. Describe component	TEXTG571	NR	M.2.c.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	RCFDG571 0	RCFDG572 0	RCFDG573 0	RCFDG574 0	RCFDG575 0	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.

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	RCFDG576 0	RCFDG577 0	RCFDG578 0	RCFDG579 0	RCFDG580 0	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.

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	RCFDG581 0	RCFDG582 0	RCFDG583 0	RCFDG584 0	RCFDG585 0	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.

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	RCFDG586 0	RCFDG587 0	RCFDG588 0	RCFDG589 0	RCFDG590 0	M.2.f.2.

Dollar amounts in thousands	Consolidated Bank		
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	RCFDHT87	1,687,831	M.3.a.1.
2. All other loans secured by real estate	RCFDHT88	0	M.3.a.2.
b. Commercial and industrial loans	RCFDF585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT89	0	M.3.c.
d. Other loans	RCFDF589	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	RCFDHT91	1,641,869	M.4.a.1.
2. All other loans secured by real estate	RCFDHT92	0	M.4.a.2.
b. Commercial and industrial loans	RCFDF597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT93	0	M.4.c.
d. Other loans	RCFDF601	0	M.4.d.

Schedule RC-R Part I - Regulatory Capital Components and Ratios(Form Type - 031)

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	RCFAP742	16,194,752	1.
2. Retained earnings[1]	RCFAKW00	5,917,152	2.
To be completed only by institutions that have adopted ASU 2016-13: 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)	RCFAB530	1,641,110	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.)	RCOAP838	1	3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital	RCFAP839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4)	RCFAP840	23,753,014	5.
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs)	RCFAP841	4,369,211	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs	RCFAP842	137,016	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	RCFAP843	6,534	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)	RCFAP844	1,189,768	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)	RCFAP846	492,111	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)	RCFAP847	-40,769	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)	RCFAP848	0	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)	RCFAP849	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)	RCFAQ258	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.	RCFAP850	1,007,187	10.b.

Dollar amounts in thousands	(Column A) Non-advanced Approaches Institutions		(Column B) Advanced Approaches Institutions		
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments			RCFWP851	NR	11.
12. Subtotal (for column A, item 5 minus items 6 through 10.b; for column B, item 5 minus items 6 through 11)	RCFAP852	16,591,956	RCFWP852	NR	12.
13. Not available					13.
a. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12	RCFALB58	0			13.a.
b. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			RCFWP853	NR	13.b.
14. Not available					14.
a. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12	RCFALB59	0			14.a.
b. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			RCFWP854	NR	14.b.
15. Not available					15.
a. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of item 12	RCFALB60	0			15.a.
b. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			RCFWP855	NR	15.b.
16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold			RCFWP856	NR	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	RCFAP857	0	RCFWP857	NR	17.
18. Total adjustments and deductions for common equity tier 1 capital[3]	RCFAP858	0	RCFWP858	NR	18.
19. Common equity tier 1 capital (item 12 minus item 18)	RCFAP859	16,591,956	RCFWP859	NR	19.

Dollar amounts in thousands			
20. Additional tier 1 capital instruments plus related surplus	RCFAP860	0	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital	RCFAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital	RCFAP862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22)	RCFAP863	0	23.
24. LESS: Additional tier 1 capital deductions	RCFAP864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero)	RCFAP865	0	25.
26. Tier 1 capital[1]	RCFA8274	16,591,956	26.
27. Average total consolidated assets[2]	RCFAKW03	202,720,503	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)[3]	RCFAP875	5,519,948	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes	RCFAB596	398,356	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29)	RCFAA224	196,802,199	30.
31. Leverage ratio (item 26 divided by 30)	RCFA7204	8.4308%	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.

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.

Dollar amounts in thousands	(Column A) Amount		(Column B) Percentage		
32. Total assets*	RCFA2170	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	RCFAKX77	NR	RCFAKX78	NR	33.
34. Off-balance sheet exposures:					34.
a. Unused portion of conditionally cancellable commitments	RCFAKX79	NR			34.a.
b. Securities lent and borrowed (Schedule RC-L, sum of items 6.a and 6.b)	RCFAKX80	NR			34.b.
c. Other off-balance sheet exposures	RCFAKX81	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	RCFAKX82	NR	RCFAKX83	NR	34.d.

Dollar amounts in thousands			
35. Unconditionally cancellable commitments	RCFAS540	NR	35.
36. Investments in the tier 2 capital of unconsolidated financial institutions	RCFALB61	NR	36.
37. Allocated transfer risk reserve	RCFA3128	NR	37.
38. Amount of allowances for credit losses on purchased credit-deteriorated assets:			38.
a. Loans and leases held for investment	RCFAJJ30	NR	38.a.
b. Held-to-maturity debt securities	RCFAJJ31	NR	38.b.
c. Other financial assets measured at amortized cost	RCFAJJ32	NR	38.c.
39. Tier 2 capital instruments plus related surplus	RCFAP866	770,712	39.
40. Non-qualifying capital instruments subject to phase-out from tier 2 capital	RCFAP867	0	40.
41. Total capital minority interest that is not included in tier 1 capital	RCFAP868	0	41.
42. Allowance for loan and lease losses and eligible credit reserves includable in tier 2 capital			42.
a. Allowance for loan and lease losses includable in tier 2 capital[1]	RCFA5310	1,486,910	42.a.
b. (Advanced approaches institutions that exit parallel run only): Eligible credit reserves includable in tier 2 capital.	RCFW5310	NR	42.b.
43. Not applicable.			43.
44. Tier 2 capital before deductions			44.
a. Tier 2 capital before deductions (sum of items 39 through 42)	RCFAP870	2,257,622	44.a.
b. (Advanced approaches institutions that exit parallel run only): Tier 2 capital before deductions (sum of items 39 through 41, plus item 42.b)	RCFWP870	NR	44.b.
45. LESS: Tier 2 capital deductions	RCFAP872	0	45.
46. Tier 2 capital			46.
a. Tier 2 capital (greater of item 44.a minus item 45, or zero)	RCFA5311	2,257,622	46.a.
b. (Advanced approaches institutions that exit parallel run only): Tier 2 capital (greater of item 44.b minus item 45, or zero)	RCFW5311	NR	46.b.
47. Total capital			47.
a. Total capital (sum of items 26 and 46.a)	RCFA3792	18,849,578	47.a.
b. (Advanced approaches institutions that exit parallel run only): Total capital (sum of items 26 and 46.b)	RCFW3792	NR	47.b.
48. Total risk-weighted assets			48.
a. Total risk-weighted assets (from Schedule RC-R, Part II, item 31)	RCFAA223	147,420,522	48.a.
b. (Advanced approaches institutions that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60)	RCFWA223	NR	48.b.

3. Beginning with the June 30, 2020, report date, all non-advanced approaches institutions should report in item 18, column A, the sum of items 13.a, 14.a, 15.a, and 17, column A; all advanced approaches institutions should report in item 18, column B, the sum of items 13.b, 14.b, 15.b, 16, and 17, column B.

1. Beginning with the June 30, 2020, report date, all non-advanced approaches institutions should report the sum of item 19, column A, and item 25 in item 26; all advanced approaches institutions should report the sum of item 19, column B, and item 25 in item 26.

2. 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.

3. Beginning with the June 30, 2020, report date, all non-advanced approaches institutions should report in item 28 the sum of items 6, 7, 8, 10.b, 13.a, 14.a, 15.a, 17 (column A), and certain elements of item 24 - see instructions; all advanced approaches institutions should report in item 28, the sum of items 6, 7, 8, 10.b, 11, 13.b, 14.b, 15.b, 16, 17 (column B), and certain elements of item 24 - see instructions.

Dollar amounts in thousands	(Column A) Percentage		(Column B) Percentage		
49. Common equity tier 1 capital ratio (Column A: item 19, column A or B, as applicable, divided by item 48.a) (Advanced approaches institutions that exit parallel run only: Column B: item 19, column B, divided by item 48.b)	RCFAP793	11.2548%	RCFWP793	NR	49.
50. Tier 1 capital ratio (Column A: item 26 divided by item 48.a) (Advanced approaches institutions that exit parallel run only: Column B: item 26 divided by item 48.b)	RCFA7206	11.2548%	RCFW7206	NR	50.
51. Total capital ratio (Column A: item 47.a divided by item 48.a) (Advanced approaches institutions that exit parallel run only: Column B: item 47.b divided by item 48.b)	RCFA7205	12.7863%	RCFW7205	NR	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	RCFAH311	4.7863%	52.a.
b. Advanced approaches institutions and institutions subject to Category III capital standards only: Total applicable capital buffer	RCFWH312	NR	52.b.
53. Eligible retained income[1]	RCFAH313	NR	53.
54. Distributions and discretionary bonus payments during the quarter[2]	RCFAH314	NR	54.
55. Advanced approaches institutions and institutions subject to Category III capital standards only: Supplementary leverage ratio information:			55.
a. Total leverage exposure[3]	RCFAH015	NR	55.a.
b. Supplementary leverage ratio	RCFAH036	NR	55.b.

*. For report dates through December 31, 2021, report the lesser of total assets reported in Schedule RC, item 12, as of December 31, 2019, or the current report date, which must be less than $10 billion.

1. 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.

1. Institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to 2.5000 percent (plus any other applicable buffer if the institution is an advanced approaches institution or a Category III institution).

2. Institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 46.a, in the Call Report for the December 31, 2019, report date was less than or equal to 2.5000 percent (plus any other applicable buffer if the institution is an advanced approaches institution or a Category III institution).

3. 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 - 031)

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...........	RCFDD957 37,397,332	RCFDS396 1,286	RCFDD958 34,540,557				RCFDD959 2,854,222	RCFDS397 143	RCFDD960 1,107	RCFDS398 17	1.
2. Securities:											2.
a. Held-to-maturity securities[3]..	RCFDD961 6,473	RCFDS399 0	RCFDD962 0	RCFDHJ74 0	RCFDHJ75 0		RCFDD963 6,473	RCFDD964 0	RCFDD965 0	RCFDS400 0	2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading..	RCFDJA21 29,144,493	RCFDS402 1,356,036	RCFDD967 6,819,400	RCFDHJ76 0	RCFDHJ77 0		RCFDD968 20,941,015	RCFDD969 1,100	RCFDD970 26,942	RCFDS403 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											3.
a. Federal funds sold in domestic offices.........................	RCOND971 0		RCOND972 0				RCOND973 0	RCONS410 0	RCOND974 0	RCONS411 0	3.a.
b. Securities purchased under agreements to resell........	RCFDH171 0	RCFDH172 0									3.b.
4. Loans and leases held for sale:											4.
a. Residential mortgage exposures................................	RCFDS413 5,200,567	RCFDS414 0	RCFDH173 0				RCFDS415 3,909,470	RCFDS416 1,129,774	RCFDS417 161,323		4.a.
b. High volatility commercial real estate exposures.........	RCFDS419 0	RCFDS420 0	RCFDH174 0				RCFDH175 0	RCFDH176 0	RCFDH177 0	RCFDS421 0	4.b.
c. Exposures past due 90 days or more or on nonaccrual[3]..	RCFDS423 828	RCFDS424 0	RCFDS425 0	RCFDHJ78 0	RCFDHJ79 0		RCFDS426 0	RCFDS427 0	RCFDS428 0	RCFDS429 828	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................	RCFDH270 NR	RCFDS405 0		RCFDS406 0				RCFDH271 0	RCFDH272 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:										3.
a. Federal funds sold in domestic offices										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 PCD 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.

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	
b. Securities purchased under agreements to resell										3.b.
4. Loans and leases held for sale:										4.
a. Residential mortgage exposures..								RCFDH273 0	RCFDH274 0	4.a.
b. High volatility commercial real estate exposures................								RCFDH275 0	RCFDH276 0	4.b.

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	
c. Exposures past due 90 days or more or on nonaccrual[6].....								RCFDH277 0	RCFDH278 0	4.c.

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%	
4. Loans and leases held for sale (continued):											4.
d. All other exposures..	RCFDS431 2,019	RCFDS432 0	RCFDS433 0	RCFDHJ80 0	RCFDHJ81 0		RCFDS434 0	RCFDS435 0	RCFDS436 2,019	RCFDS437 0	4.d.
5. Loans and leases held for investment:											5.
a. Residential mortgage exposures................................	RCFDS439 20,361,584	RCFDS440 578	RCFDH178 0				RCFDS441 785,819	RCFDS442 15,934,190	RCFDS443 3,640,997		5.a.
b. High volatility commercial real estate exposures.........	RCFDS445 271,984	RCFDS446 0	RCFDH179 0				RCFDH180 0	RCFDH181 0	RCFDH182 0	RCFDS447 271,984	5.b.
c. Exposures past due 90 days or more or on nonaccrual[7]..	RCFDS449 450,054	RCFDS450 0	RCFDS451 1,291	RCFDHJ82 0	RCFDHJ83 0		RCFDS452 0	RCFDS453 0	RCFDS454 0	RCFDS455 448,763	5.c.
d. All other exposures..	RCFDS457 83,837,392	RCFDS458 4,372	RCFDS459 2,408,488	RCFDHJ84 0	RCFDHJ85 0		RCFDS460 329,403	RCFDS461 796,431	RCFDS462 80,298,698	RCFDS463 0	5.d.
6. LESS: Allowance for loan and lease losses........................	RCFD3123 1,953,809	RCFD3123 1,953,809									6.
7. Trading assets...	RCFDD976 4,083,904	RCFDS466 3,986,331	RCFDD977 0	RCFDHJ86 0	RCFDHJ87 0		RCFDD978 74,570	RCFDD979 0	RCFDD980 0	RCFDS467 0	7.
8. All other assets[8]...	RCFDD981 16,364,213	RCFDS469 5,495,794	RCFDD982 485,134	RCFDHJ88 0	RCFDHJ89 0		RCFDD983 49,942	RCFDD984 0	RCFDD985 7,902,747	RCFDH185 308	8.
a. Separate account bank-owned life insurance											8.a.
b. Default fund contributions to central counterparties											8.b.

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	
4. Loans and leases held for sale (continued):										4.
d. All other exposures								RCFDH279 0	RCFDH280 0	4.d.
5. Loans and leases held for investment:										5.
a. Residential mortgage exposures								RCFDH281 0	RCFDH282 0	5.a.
b. High volatility commercial real estate exposures								RCFDH283 0	RCFDH284 0	5.b.
c. Exposures past due 90 days or more or on nonaccrual[11]								RCFDH285 0	RCFDH286 0	5.c.
d. All other exposures								RCFDH287 0	RCFDH288 0	5.d.
6. LESS: Allowance for loan and lease losses										6.
7. Trading assets	RCFDH289 NR	RCFDH186 0	RCFDH290 0	RCFDH187 0				RCFDH291 23,003	RCFDH292 4,601	7.
8. All other assets[12]	RCFDH293 943,425	RCFDH188 0	RCFDS470 0	RCFDS471 0				RCFDH294 0	RCFDH295 0	8.
a. Separate account bank-owned life insurance								RCFDH296 1,486,863	RCFDH297 965,393	8.a.
b. Default fund contributions to central counterparties								RCFDH298 0	RCFDH299 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	RCFDS475 0	RCFDS476 0	RCFDS477 0	RCFDS478 0	RCFDS479 0	9.a.
b. Available-for-sale securities	RCFDS480 8,224,173	RCFDS481 8,224,173	RCFDS482 0	RCFDS483 1,715,730	RCFDS484 0	9.b.
c. Trading assets	RCFDS485 0	RCFDS486 0	RCFDS487 0	RCFDS488 0	RCFDS489 0	9.c.
d. All other on-balance sheet securitization exposures	RCFDS490 2,985,940	RCFDS491 2,985,940	RCFDS492 0	RCFDS493 883,907	RCFDS494 0	9.d.
10. Off-balance sheet securitization exposures	RCFDS495 520,830	RCFDS496 520,830	RCFDS497 0	RCFDS498 136,127	RCFDS499 0	10.

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%	
11. Total balance sheet assets[14]	RCFD2170 206,377,146	RCFDS500 20,100,701	RCFDD987 44,254,870	RCFDHJ90 0	RCFDHJ91 0		RCFDD988 28,950,914	RCFDD989 17,861,638	RCFDD990 92,033,833	RCFDS503 721,900	11.

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	
11. Total balance sheet assets[14]	RCFDS504 943,425	RCFDS505 0	RCFDS506 0	RCFDS507 0			RCFDS510 0	RCFDH300 1,509,866	11.

Dollar amounts in thousands	(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%	
12. Financial standby letters of credit	RCFDD991 1,159,772	RCFDD992 1,159,772	RCFDD993 132,826	RCFDHJ92 0	RCFDHJ93 0		RCFDD994 14,101	RCFDD995 0	RCFDD996 1,012,845	RCFDS511 0	12.
13. Performance standby letters of credit and transaction-related contingent items	RCFDD997 751,818	RCFDD998 375,909	RCFDD999 5,803				RCFDG603 59	RCFDG604 0	RCFDG605 370,047	RCFDS512 0	13.
14. Commercial and similar letters of credit with an original maturity of one year or less	RCFDG606 1,490	RCFDG607 298	RCFDG608 98	RCFDHJ94 0	RCFDHJ95 0		RCFDG609 19	RCFDG610 0	RCFDG611 181	RCFDS513 0	14.
15. Retained recourse on small business obligations sold with recourse	RCFDG612 0	RCFDG613 0	RCFDG614 0				RCFDG615 0	RCFDG616 0	RCFDG617 0	RCFDS514 0	15.

Dollar amounts in thousands	(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%	
16. Repo-style transactions[21]	RCFDS515 568,778	RCFDS516 568,778	RCFDS517 566,760	RCFDS518 0	RCFDS519 0		RCFDS520 0	RCFDS521 0	RCFDS522 2,018	RCFDS523 0	16.
17. All other off-balance sheet liabilities	RCFDG618 143,247	RCFDG619 143,247	RCFDG620 0				RCFDG621 0	RCFDG622 53,300	RCFDG623 89,947	RCFDS524 0	17.
18. Unused commitments:*											18.
a. Original maturity of one year or less	RCFDS525 11,288,870	RCFDS526 2,257,774	RCFDS527 0	RCFDHJ96 0	RCFDHJ97 0		RCFDS528 2,725	RCFDS529 14,868	RCFDS530 2,236,209	RCFDS531 3,972	18.a.

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.

Dollar amounts in thousands	(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%	
b. Original maturity exceeding one year	RCFDG624 48,700,126	RCFDG625 24,350,063	RCFDG626 0	RCFDHJ98 0	RCFDHJ99 0		RCFDG627 0	RCFDG628 118,057	RCFDG629 24,224,173	RCFDS539 7,833	18.b.
19. Unconditionally cancelable commitments	RCFDS540 19,415,477	RCFDS541 0									19.
20. Over-the-counter derivatives		RCFDS542 5,688,379	RCFDS543 485,977	RCFDHK00 0	RCFDHK01 0	RCFDS544 0	RCFDS545 1,766,635	RCFDS546 0	RCFDS547 3,435,767	RCFDS548 0	20.
21. Centrally cleared derivatives		RCFDS549 335,552	RCFDS550 0	RCFDS551 0	RCFDS552 335,552		RCFDS554 0	RCFDS555 0	RCFDS556 0	RCFDS557 0	21.
22. Unsettled transactions (failed trades)[22]	RCFDH191 0		RCFDH193 0				RCFDH194 0	RCFDH195 0	RCFDH196 0	RCFDH197 0	22.

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

Dollar amounts in thousands	(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	
16. Repo-style transactions[24]				RCFDH301 0	RCFDH302 0	16.
17. All other off-balance sheet liabilities						17.
18. Unused commitments:*						18.
a. Original maturity of one year or less				RCFDH303 0	RCFDH304 0	18.a.
b. Original maturity exceeding one year				RCFDH307 0	RCFDH308 0	18.b.
19. Unconditionally cancelable commitments						19.
20. Over-the-counter derivatives				RCFDH309 0	RCFDH310 0	20.
21. Centrally cleared derivatives						21.
22. Unsettled transactions (failed trades)[25]	RCFDH198 0	RCFDH199 0	RCFDH200 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)......	RCFDG630 45,446,334	RCFDS558 0	RCFDS559 335,552	RCFDS560 0	RCFDG631 30,734,453	RCFDG632 18,047,863	RCFDG633 123,405,020	RCFDS561 733,705	23.
24. Risk weight factor									24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)......	RCFDG634 0	RCFDS569 0	RCFDS570 13,422	RCFDS571 0	RCFDG635 6,146,891	RCFDG636 9,023,932	RCFDG637 123,405,020	RCFDS572 1,100,558	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)......	RCFDS562 943,425	RCFDS563 0	RCFDS564 0	RCFDS565 0	RCFDS566 0	RCFDS567 0	RCFDS568 0	23.
24. Risk weight factor								24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)......	RCFDS573 2,358,563	RCFDS574 0	RCFDS575 0	RCFDS576 0	RCFDS577 0	RCFDS578 0	RCFDS579 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	RCFDS580	145,754,144	26.
27. Standardized market-risk weighted assets (applicable only to banks that are covered by the market risk capital rule)	RCFDS581	1,666,378	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve[27]	RCFDB704	147,420,522	28.
29. LESS: Excess allowance for loan and lease losses	RCFDA222	0	29.
30. LESS: Allocated transfer risk reserve	RCFD3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30)	RCFDG641	147,420,522	31.
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules	RCFDG642	3,561,173	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	RCFDS582	11,020,867	RCFDS583	29,910,376	RCFDS584	11,112,663	M.2.a.
b. Foreign exchange rate and gold	RCFDS585	12,799,745	RCFDS586	4,861,183	RCFDS587	0	M.2.b.
c. Credit (investment grade reference asset)	RCFDS588	191,990	RCFDS589	1,327,423	RCFDS590	649,093	M.2.c.
d. Credit (non-investment grade reference asset)	RCFDS591	180,385	RCFDS592	1,036,419	RCFDS593	198,229	M.2.d.
e. Equity	RCFDS594	0	RCFDS595	3,653,957	RCFDS596	0	M.2.e.
f. Precious metals (except gold)	RCFDS597	0	RCFDS598	0	RCFDS599	0	M.2.f.
g. Other	RCFDS600	3,879,435	RCFDS601	4,383,483	RCFDS602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:							M.3.
a. Interest rate	RCFDS603	4,082,912	RCFDS604	38,032,547	RCFDS605	8,304,445	M.3.a.
b. Foreign exchange rate and gold	RCFDS606	0	RCFDS607	0	RCFDS608	0	M.3.b.
c. Credit (investment grade reference asset)	RCFDS609	0	RCFDS610	0	RCFDS611	0	M.3.c.
d. Credit (non-investment grade reference asset)	RCFDS612	0	RCFDS613	0	RCFDS614	0	M.3.d.
e. Equity	RCFDS615	0	RCFDS616	0	RCFDS617	0	M.3.e.
f. Precious metals (except gold)	RCFDS618	0	RCFDS619	0	RCFDS620	0	M.3.f.
g. Other	RCFDS621	18,545	RCFDS622	22,244	RCFDS623	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	RCFDJJ30	4,951	M.4.a.
b. Held-to-maturity debt securities	RCFDJJ31	0	M.4.b.
c. Other financial assets measured at amortized cost	RCFDJJ32	0	M.4.c.

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.

Schedule RC-S - Servicing Securitization and Asset Sale Activities(Form Type - 031)

Dollar amounts in thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, 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	RCFDB705 0	RCFDB706 0	RCFDB707 0	RCFDB708 0	RCFDB709 0	RCFDB710 0	RCFDB711 0	1.
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1	RCFDHU09 0	RCFDHU10 0	RCFDHU11 0	RCFDHU12 0	RCFDHU13 0	RCFDHU14 0	RCFDHU15 0	2.
Item 3 is to be completed by banks with $100 billion or more in total assets. 3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1[1]	RCFDB726 0	RCFDB727 0	RCFDB728 0	RCFDB729 0	RCFDB730 0	RCFDB731 0	RCFDB732 0	3.
4. Past due loan amounts included in item 1:								4.
a. 30-89 days past due	RCFDB733 0	RCFDB734 0	RCFDB735 0	RCFDB736 0	RCFDB737 0	RCFDB738 0	RCFDB739 0	4.a.
b. 90 days or more past due	RCFDB740 0	RCFDB741 0	RCFDB742 0	RCFDB743 0	RCFDB744 0	RCFDB745 0	RCFDB746 0	4.b.
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):								5.
a. Charge-offs	RIADB747 0	RIADB748 0	RIADB749 0	RIADB750 0	RIADB751 0	RIADB752 0	RIADB753 0	5.a.
b. Recoveries	RIADB754 0	RIADB755 0	RIADB756 0	RIADB757 0	RIADB758 0	RIADB759 0	RIADB760 0	5.b.
Item 6 is to be completed by banks with $10 billion or more in total assets. 6. Total amount of ownership (or seller's) interest carried as securities or loans[1]		RCFDHU16 0	RCFDHU17 0			RCFDHU18 0		6.
7. Not applicable								7.
8. Not applicable								8.
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCFDB776 0			RCFDB779 0	RCFDB780 0	RCFDB781 0	RCFDB782 0	9.
Item 10 is to be completed by banks with $10 billion or more in total assets. 10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures[1]	RCFDB783 0			RCFDB786 0	RCFDB787 0	RCFDB788 0	RCFDB789 0	10.
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFDB790 143,247						RCFDB796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCFDB797 143,247						RCFDB803 0	12.

1. The $100 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. The $10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

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	RCFDB804	143,247	M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	RCFDB805	77,785,698	M.2.b.
c. Other financial assets (includes home equity lines)[1]	RCFDA591	2,477,820	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)	RCFDF699	85,946	M.2.d.
Memorandum item 3 is to be completed by banks with $10 billion or more in total assets. 3. Asset-backed commercial paper conduits: [2]			M.3.
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	RCFDB806	0	M.3.a.1.
2. Conduits sponsored by other unrelated institutions	RCFDB807	0	M.3.a.2.
b. Unused commitments to provide liquidity to conduit structures:			M.3.b.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	RCFDB808	0	M.3.b.1.
2. Conduits sponsored by other unrelated institutions	RCFDB809	43,255	M.3.b.2.
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C[2]	RCFDC407	0	M.4.

Schedule RC-T - Fiduciary and Related Services(Form Type - 031)

Dollar amounts in thousands			
1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.)	RCFDA345	Yes	1.
2. Does the institution exercise the fiduciary powers it has been granted?	RCFDA346	Yes	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.)	RCFDB867	Yes	3.

Dollar amounts in thousands	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts		
4. Personal trust and agency accounts	RCFDB868	11,833,052	RCFDB869	1,373,850	RCFDB870	4808	RCFDB871	134	4.
5. Employee benefit and retirement-related trust and agency accounts:									5.
a. Employee benefit - defined contribution	RCFDB872	1,985,360	RCFDB873	12,287,656	RCFDB874	159	RCFDB875	365	5.a.
b. Employee benefit - defined benefit	RCFDB876	1,563,035	RCFDB877	3,184,882	RCFDB878	76	RCFDB879	37	5.b.
c. Other employee benefit and retirement-related accounts	RCFDB880	5,311,880	RCFDB881	516,237	RCFDB882	9492	RCFDB883	228	5.c.
6. Corporate trust and agency accounts	RCFDB884	0	RCFDB885	0	RCFDC001	0	RCFDC002	0	6.
7. Investment management and investment advisory agency accounts	RCFDB886	23,760,824	RCFDJ253	407,804	RCFDB888	10321	RCFDJ254	6	7.
8. Foundation and endowment trust and agency accounts	RCFDJ255	2,881,731	RCFDJ256	40,322	RCFDJ257	653	RCFDJ258	3	8.
9. Other fiduciary accounts	RCFDB890	1,161,014	RCFDB891	1,781,081	RCFDB892	1372	RCFDB893	114	9.
10. Total fiduciary accounts (sum of items 4 through 9)	RCFDB894	48,496,896	RCFDB895	19,591,832	RCFDB896	26881	RCFDB897	887	10.
11. Custody and safekeeping accounts			RCFDB898	439,837,321			RCFDB899	3148	11.
12. Fiduciary accounts held in foreign offices (included in items 10 and 11)	RCFNB900	0	RCFNB901	0	RCFNB902	0	RCFNB903	0	12.
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11)	RCFDJ259	5,168,519	RCFDJ260	213,462	RCFDJ261	9455	RCFDJ262	189	13.

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.

Dollar amounts in thousands			
14. Personal trust and agency accounts	RIADB904	58,263	14.
15. Employee benefit and retirement-related trust and agency accounts:			15.
a. Employee benefit - defined contribution	RIADB905	9,086	15.a.
b. Employee benefit - defined benefit	RIADB906	3,776	15.b.
c. Other employee benefit and retirement-related accounts	RIADB907	36,933	15.c.
16. Corporate trust and agency accounts	RIADA479	0	16.
17. Investment management and investment advisory agency accounts	RIADJ315	108,092	17.
18. Foundation and endowment trust and agency accounts	RIADJ316	13,145	18.
19. Other fiduciary accounts	RIADA480	1,640	19.
20. Custody and safekeeping accounts	RIADB909	20,354	20.
21. Other fiduciary and related services income	RIADB910	25,863	21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a)	RIAD4070	277,152	22.
a. Fiduciary and related services income - foreign offices (included in item 22)	RIADB912	0	22.a.
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	277,152	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	RCFDJ263	NR	RCFDJ264	NR	RCFDJ265	NR	M.1.a.
b. Interest-bearing deposits	RCFDJ266	NR	RCFDJ267	NR	RCFDJ268	NR	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations	RCFDJ269	NR	RCFDJ270	NR	RCFDJ271	NR	M.1.c.
d. State, county, and municipal obligations	RCFDJ272	NR	RCFDJ273	NR	RCFDJ274	NR	M.1.d.
e. Money market mutual funds	RCFDJ275	NR	RCFDJ276	NR	RCFDJ277	NR	M.1.e.
f. Equity mutual funds	RCFDJ278	NR	RCFDJ279	NR	RCFDJ280	NR	M.1.f.
g. Other mutual funds	RCFDJ281	NR	RCFDJ282	NR	RCFDJ283	NR	M.1.g.
h. Common trust funds and collective investment funds	RCFDJ284	NR	RCFDJ285	NR	RCFDJ286	NR	M.1.h.
i. Other short-term obligations	RCFDJ287	NR	RCFDJ288	NR	RCFDJ289	NR	M.1.i.
j. Other notes and bonds	RCFDJ290	NR	RCFDJ291	NR	RCFDJ292	NR	M.1.j.
k. Investments in unregistered funds and private equity investments	RCFDJ293	NR	RCFDJ294	NR	RCFDJ295	NR	M.1.k.
l. Other common and preferred stocks	RCFDJ296	NR	RCFDJ297	NR	RCFDJ298	NR	M.1.l.
m. Real estate mortgages	RCFDJ299	NR	RCFDJ300	NR	RCFDJ301	NR	M.1.m.
n. Real estate	RCFDJ302	NR	RCFDJ303	NR	RCFDJ304	NR	M.1.n.
o. Miscellaneous assets	RCFDJ305	NR	RCFDJ306	NR	RCFDJ307	NR	M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o)	RCFDJ308	NR	RCFDJ309	NR	RCFDJ310	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	RCFDJ311	NR	RCFDJ312	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	RCFDB927	NR	RCFDB928	NR	M.2.a.
1. Issues reported in Memorandum item 2.a that are in default	RCFDJ313	NR	RCFDJ314	NR	M.2.a.1.
b. Transfer agent, registrar, paying agent, and other corporate agency	RCFDB929	NR			M.2.b.

Dollar amounts in thousands	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
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. 3. Collective investment funds and common trust funds:					M.3.
a. Domestic equity	RCFDB931	NR	RCFDB932	NR	M.3.a.
b. International/Global equity	RCFDB933	NR	RCFDB934	NR	M.3.b.
c. Stock/Bond blend	RCFDB935	NR	RCFDB936	NR	M.3.c.
d. Taxable bond	RCFDB937	NR	RCFDB938	NR	M.3.d.
e. Municipal bond	RCFDB939	NR	RCFDB940	NR	M.3.e.
f. Short term investments/Money market	RCFDB941	NR	RCFDB942	NR	M.3.f.
g. Specialty/Other	RCFDB943	NR	RCFDB944	NR	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	RCFDB945	6	RCFDB946	547,894	M.3.h.

Dollar amounts in thousands	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries		
4. Fiduciary settlements, surcharges, and other losses:							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 - 031)

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	RCFDJ981	26,680	RCFDJF84	0	1.a.
b. Securities not held for trading	RCFDHU20	0	RCFDHU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale	RCFDHU22	380,576	RCFDHU23	0	1.c.
d. Other real estate owned	RCFDK009	0	RCFDJF89	0	1.d.
e. Other assets	RCFDJF91	2,189	RCFDJF90	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	RCFDJF92	325,182	RCFDJF85	0	2.a.
b. Other liabilities	RCFDJF93	713	RCFDJF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above)	RCFDK030	0	RCFDJF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.b above)	RCFDK033	0	RCFDJF88	0	4.

Dollar amounts in thousands			
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs	RCFDJF77	0	5.
6. Total liabilities of ABCP conduit VIEs	RCFDJF78	0	6.

Optional Narrative Statement Concerning the Amounts Reported in the Consolidated Reports of Condition and Income(Form Type - 031)

Dollar amounts in thousands

1. Comments?	RCON6979	No	1.
2. Bank Management Statement	TEXT6980	NR	2.

Board of Governors of the Federal Reserve System
Federal Deposit Insurance Corporation
Office of the Comptroller of the Currency

Federal Financial Institutions Examination Council

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

Institution Name	**FIFTH THIRD BANK, NATIONAL ASSOCIATION**
City	**CINCINNATI**
State	**OH**
Zip Code	**45263**
Call Report Report Date	**6/30/2021**
Report Type	**031**
RSSD-ID	**723112**
FDIC Certificate Number	**6672**
OCC Charter Number	**25190**
ABA Routing Number	**42000314**
Last updated on	**7/30/2021**

Federal Financial Institutions Examination Council

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

Report at the close of business June 30, 2021

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.

(20210630)
(RCON 9999)

This report form is to be filed by (1) banks with branches and consolidated subsidiaries in U.S. territories and possessions, Edge or Agreement subsidiaries, foreign branches, consolidated foreign subsidiaries, or International Banking Facilities, (2) banks with domestic offices only and total consolidated assets of $100 billion or more, and (3) banks that are advanced approaches institutions for regulatory capital purposes.

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.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true 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.

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Director (Trustee)

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.

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.

FDIC Certificate Number **6672** (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.

FIFTH THIRD BANK, NATIONAL ASSOCIATION
Legal Title of Bank (RSSD 9017)

CINCINNATI
City (RSSD 9130)

OH — State Abbreviation (RSSD 9200)

45263 — Zip Code (RSSD 9220)

Legal Entity Identifier (LEI)
QFROUN1UWUYU0DVIWD51 (RCON 9224)

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 and Foreign Offices - FFIEC 031

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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.

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.

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)

Emergency Contact Information

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

Primary Contact

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)

Bank Demographic Information(Form Type - 031)

Dollar amounts in thousands			
1. Reporting date	RCON9999	20210630	1.
2. FDIC certificate number	RSSD9050	6672	2.
3. Legal title of bank	RSSD9017	Click here for value	3.
4. City	RSSD9130	Cincinnati	4.
5. State abbreviation	RSSD9200	OH	5.
6. Zip code	RSSD9220	45263	6.
7. Legal Entity Identifier (LEI) (Report only if your institution already has an LEI.)	RCON9224	Click here for value	7.

(RCON9224) QFROUN1UWUYU0DVIWD51

(RSSD9017) Fifth Third Bank, National Association

Contact Information(Form Type - 031)

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.

Dollar amounts in thousands			
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.
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 - 031)

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

Dollar amounts in thousands			
1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. In domestic offices:			1.a.1.
a. Loans secured by real estate:			1.a.1.a.
1. Loans secured by 1-4 family residential properties	RIAD4435	426,033	1.a.1.a.1.
2. All other loans secured by real estate	RIAD4436	234,132	1.a.1.a.2.
b. Loans to finance agricultural production and other loans to farmers	RIAD4024	231	1.a.1.b.
c. Commercial and industrial loans	RIAD4012	838,358	1.a.1.c.
d. Loans to individuals for household, family, and other personal expenditures:			1.a.1.d.
1. Credit cards	RIADB485	117,963	1.a.1.d.1.
2. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	RIADB486	345,746	1.a.1.d.2.
e. Loans to foreign governments and official institutions	RIAD4056	0	1.a.1.e.
f. All other loans in domestic offices	RIADB487	62,887	1.a.1.f.
2. In foreign offices, Edge and Agreement subsidiaries, and IBFs	RIAD4059	6,071	1.a.2.
3. Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	RIAD4010	2,031,421	1.a.3.
b. Income from lease financing receivables	RIAD4065	47,201	1.b.
c. Interest income on balances due from depository institutions[1]	RIAD4115	17,107	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	794	1.d.1.
2. Mortgage-backed securities	RIADB489	497,826	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.)	RIAD4060	36,953	1.d.3.
e. Interest income from trading assets	RIAD4069	2,931	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	RIAD4020	4	1.f.
g. Other interest income	RIAD4518	4,058	1.g.
h. Total interest income (sum of items 1.a.(3) through 1.g)	RIAD4107	2,638,295	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Interest on deposits in domestic offices:			2.a.1.
a. Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	RIAD4508	9,215	2.a.1.a.
b. Nontransaction accounts:			2.a.1.b.
1. Savings deposits (includes MMDAs)	RIAD0093	18,375	2.a.1.b.1.
2. Time deposits of $250,000 or less	RIADHK03	11,652	2.a.1.b.2.
3. Time deposits of more than $250,000	RIADHK04	1,122	2.a.1.b.3.
2. Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	RIAD4172	28	2.a.2.
b. Expense of federal funds purchased and securities sold under agreements to repurchase	RIAD4180	283	2.b.
c. Interest on trading liabilities and other borrowed money	RIAD4185	59,097	2.c.
d. Interest on subordinated notes and debentures	RIAD4200	18,175	2.d.
e. Total interest expense (sum of items 2.a through 2.d)	RIAD4073	117,947	2.e.
3. Net interest income (item 1.h minus 2.e)	RIAD4074	2,520,348	3.
4. Provision for loan and lease losses[1]	RIADJJ33	-287,665	4.
5. Noninterest income:			5.
a. Income from fiduciary activities[2]	RIAD4070	183,003	5.a.
b. Service charges on deposit accounts in domestic offices	RIAD4080	300,316	5.b.

1. Includes interest income on time certificates of deposit not held for trading.
1. Institutions that have adopted ASU 2016-13 should report in item 4, the provisions for credit losses for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard.
2. 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			
c. Trading revenue[3]	RIADA220	141,334	5.c.
d. Income from securities-related and insurance activities:			5.d.
1. Fees and commissions from securities brokerage	RIADC886	20,111	5.d.1.
2. Investment banking, advisory, and underwriting fees and commissions	RIADC888	149,799	5.d.2.
3. Fees and commissions from annuity sales	RIADC887	15,983	5.d.3.
4. Underwriting income from insurance and reinsurance activities	RIADC386	0	5.d.4.
5. Income from other insurance activities	RIADC387	9,644	5.d.5.
e. Venture capital revenue	RIADB491	11,915	5.e.
f. Net servicing fees	RIADB492	65,573	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	248,081	5.i.
j. Net gains (losses) on sales of other real estate owned	RIAD5415	2,088	5.j.
k. Net gains (losses) on sales of other assets[4]	RIADB496	-16,175	5.k.
l. Other noninterest income*	RIADB497	295,707	5.l.
m. Total noninterest income (sum of items 5.a through 5.l)	RIAD4079	1,427,379	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	-8,372	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits	RIAD4135	1,343,045	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	RIAD4217	223,590	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	20,944	7.c.2.
d. Other noninterest expense*	RIAD4092	781,494	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)	RIAD4093	2,369,073	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	1,857,947	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading[5]	RIADHT70	7,130	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b)	RIAD4301	1,865,077	8.c.
9. Applicable income taxes (on item 8.c)	RIAD4302	416,223	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9)	RIAD4300	1,448,854	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	1,448,854	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	1,448,854	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	0	M.1.
Memorandum item 2 is to be completed by banks with $1 billion or more in total assets 2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	RIAD8431	30,194	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	16,675	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	6,336	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	RIAD4150	19377	M.5.
6. Not applicable			M.6.

3. For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c, must equal the sum of Memorandum items 8.a through 8.e.
4. 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.
5. Item 8.b is to be completed by all institutions. See the instructions this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

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	0	M.7.
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c):			M.8.
Memorandum items 8.a through 8.e are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of $2 million or more for any quarter of the preceding calendar year. a. Interest rate exposures	RIAD8757	88,921	M.8.a.
b. Foreign exchange exposures	RIAD8758	30,060	M.8.b.
c. Equity security and index exposures	RIAD8759	11,821	M.8.c.
d. Commodity and other exposures	RIAD8760	10,925	M.8.d.
e. Credit exposures	RIADF186	-393	M.8.e.
Memorandum items 8.f through 8.h are to be completed by banks with $100 billion or more in total assets that are required to complete Schedule RI, Memorandum items 8.a through 8.e, above. f. Impact on trading revenue of changes in the creditworthiness of the bank's derivatives counterparties on the bank's derivative assets (year-to-date changes) (included in Memorandum items 8.a through 8.e above):			M.8.f.
1. Gross credit valuation adjustment (CVA)	RIADFT36	16,622	M.8.f.1.
2. CVA hedge	RIADFT37	0	M.8.f.2.
g. Impact on trading revenue of changes in the creditworthiness of the bank on the bank's derivative liabilities (year-to-date changes) (included in Memorandum items 8.a through 8.e above):			M.8.g.
1. Gross debit valuation adjustment (DVA)	RIADFT38	0	M.8.g.1.
2. DVA hedge	RIADFT39	0	M.8.g.2.
h. Gross trading revenue, before including positive or negative net CVA and net DVA	RIADFT40	124,712	M.8.h.
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:			M.9.
a. Net gains (losses) on credit derivatives held for trading	RIADC889	0	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading	RIADC890	0	M.9.b.
10. Credit losses on derivatives (see instructions)	RIADA251	0	M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?	RIADA530	No	M.11.
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. 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)(1))	RIADF228	NR	M.12.
Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option. 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	96,299	M.13.a.
1. Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	RIADF552	227	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[2]	RIADJ321	NR	M.14.
Memorandum item 15 is to be completed by institutions with $1 billion or more in total assets that answered "Yes" to Schedule RC-E, Part I, Memorandum item 5. 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):			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	50,120	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	13,874	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	12,725	M.15.c.
d. All other service charges on deposit accounts	RIADH035	223,597	M.15.d.

2. Report the date in YYYYMMDD format. For example, a bank acquired on March 1, 2019, would report 20190301.
2. Memorandum item 14 is to be completed only by institutions that have not adopted ASU 2016-13.

Schedule RI-A - Changes in Bank Equity Capital(Form Type - 031)

Dollar amounts in thousands			
1. Total bank equity capital most recently reported for the December 31, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	RIAD3217	24,405,347	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	24,405,347	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14)	RIAD4340	1,448,854	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	RIADB509	78,707	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	1,895,000	9.
10. Other comprehensive income[1]	RIADB511	-627,051	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	23,410,857	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, foreign currency translation adjustments, 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 - 031)

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 in domestic offices:					1.a.
1. 1-4 family residential construction loans	RIADC891	163	RIADC892	20	1.a.1.
2. Other construction loans and all land development and other land loans	RIADC893	1,489	RIADC894	41	1.a.2.
b. Secured by farmland in domestic offices	RIAD3584	0	RIAD3585	22	1.b.
c. Secured by 1-4 family residential properties in domestic offices:					1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RIAD5411	3,593	RIAD5412	3,588	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:					1.c.2.
a. Secured by first liens	RIADC234	2,605	RIADC217	2,517	1.c.2.a.
b. Secured by junior liens	RIADC235	166	RIADC218	412	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties in domestic offices	RIAD3588	1,273	RIAD3589	20	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RIADC895	12,644	RIADC896	319	1.e.1.
2. Loans secured by other nonfarm nonresidential properties	RIADC897	342	RIADC898	2,990	1.e.2.
f. In foreign offices	RIADB512	0	RIADB513	0	1.f.
2. Not applicable					2.
3. Loans to finance agricultural production and other loans to farmers	RIAD4655	0	RIAD4665	133	3.
4. Commercial and industrial loans:					4.
a. To U.S. addressees (domicile)	RIAD4645	48,757	RIAD4617	29,028	4.a.
b. To non-U.S. addressees (domicile)	RIAD4646	0	RIAD4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					5.
a. Credit cards	RIADB514	57,077	RIADB515	11,653	5.a.
b. Automobile loans	RIADK129	31,058	RIADK133	18,822	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RIADK205	36,657	RIADK206	25,192	5.c.
6. Loans to foreign governments and official institutions	RIAD4643	0	RIAD4627	0	6.
7. All other loans	RIAD4644	15,591	RIAD4628	2,065	7.
8. Lease financing receivables:					8.
a. Leases to individuals for household, family, and other personal expenditures	RIADF185	0	RIADF187	0	8.a.
b. All other leases	RIADC880	0	RIADF188	0	8.b.
9. Total (sum of items 1 through 8)	RIAD4635	211,415	RIAD4605	96,822	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	36	RIAD5410	29	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	RIAD4652	0	RIAD4662	0	M.2.
3. Not applicable					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)[2]	RIADC388	8,328	M.4.

2. 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).

Schedule RI-B Part II - Changes in Allowances for Credit Losses(Form Type - 031)

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, 2020, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)........	RIADB522	2,452,468	RIADJH88	0	RIADJH94	0	1.
2. Recoveries (column A must equal Part I, item 9, column B, above).............	RIAD4605	96,822	RIADJH89	0	RIADJH95	0	2.
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	211,415	RIADJH92	0	RIADJH98	0	3.
4. LESS: Write-downs arising from transfers of financial assets[3]........	RIAD5523	0	RIADJJ00	0	RIADJJ01	0	4.
5. Provisions for credit losses[4]........	RIAD4230	-304,554	RIADJH90	0	RIADJH96	0	5.
6. Adjustments* (see instructions for this schedule)[*]........	RIADC233	-421	RIADJH91	0	RIADJH97	0	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule RC, item 4.c)........	RIAD3123	2,032,900	RIADJH93	0	RIADJH99	0	7.

Dollar amounts in thousands			
1. Allocated transfer risk reserve included in Schedule RI-B, Part II, item 7, column A, above........	RIADC435	0	M.1.
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. 2. Separate valuation allowance for uncollectible retail credit card fees and finance charges........	RIADC389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges[1]........	RIADC390	1,825	M.3.
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]........	RIADC781	NR	M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above)[3]...	RIADJJ02	0	M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above)[3]...	RCFDJJ03	0	M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures[3]........	RIADMG93	16,889	M.7.
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (included in item 7, column A, "Balance end of current period," above)[3]........	RIADMG94	58,914	M.8.

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 - 031)

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	RCFDM708 NR	RCFDM709 NR	RCFDM710 NR	RCFDM711 NR	RCFDM712 NR	RCFDM713 NR	1.a.
b. Commercial real estate loans	RCFDM714 NR	RCFDM715 NR	RCFDM716 NR	RCFDM717 NR	RCFDM719 NR	RCFDM720 NR	1.b.
c. Residential real estate loans	RCFDM721 NR	RCFDM722 NR	RCFDM723 NR	RCFDM724 NR	RCFDM725 NR	RCFDM726 NR	1.c.
2. Commercial loans[3]	RCFDM727 NR	RCFDM728 NR	RCFDM729 NR	RCFDM730 NR	RCFDM731 NR	RCFDM732 NR	2.
3. Credit cards	RCFDM733 NR	RCFDM734 NR	RCFDM735 NR	RCFDM736 NR	RCFDM737 NR	RCFDM738 NR	3.
4. Other consumer loans	RCFDM739 NR	RCFDM740 NR	RCFDM741 NR	RCFDM742 NR	RCFDM743 NR	RCFDM744 NR	4.
5. Unallocated, if any				RCFDM745 NR			5.
6. Total (for each column, sum of items 1.a through 5)[4]	RCFDM746 NR	RCFDM747 NR	RCFDM748 NR	RCFDM749 NR	RCFDM750 NR	RCFDM751 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 - 031)

Dollar amounts in thousands	(Column A) Amortized Cost		(Column B) Allowance Balance		
1. Real estate loans:					1.
a. Construction loans	RCFDJJ04	5,630,044	RCFDJJ12	84,774	1.a.
b. Commercial real estate loans	RCFDJJ05	9,918,342	RCFDJJ13	371,467	1.b.
c. Residential real estate loans	RCFDJJ06	19,827,796	RCFDJJ14	386,258	1.c.
2. Commercial loans[3]	RCFDJJ07	52,177,322	RCFDJJ15	767,824	2.
3. Credit cards	RCFDJJ08	1,792,882	RCFDJJ16	197,765	3.
4. Other consumer loans	RCFDJJ09	18,232,493	RCFDJJ17	224,812	4.
5. Unallocated, if any			RCFDJJ18	0	5.
6. Total (sum of items 1.a. through 5)[4]	RCFDJJ11	107,578,879	RCFDJJ19	2,032,900	6.

Dollar amounts in thousands			
7. Securities issued by states and political subdivisions in the U.S.	RCFDJJ20	0	7.
8. Mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS)	RCFDJJ21	0	8.
9. Asset-backed securities and structured financial products	RCFDJJ23	0	9.
10. Other debt securities	RCFDJJ24	0	10.
11. Total (sum of items 7 through 10)[5]	RCFDJJ25	0	11.

Schedule RI-D - Income from Foreign Offices(Form Type - 031)

For all banks with foreign offices (including Edge or Agreement subsidiaries and IBFs) and total foreign office assets of $10 billion or more where foreign office revenues, assets, or net income exceed 10 percent of consolidated total revenues, total assets, or net income.

Dollar amounts in thousands			
1. Total interest income in foreign offices	RIADC899	0	1.
2. Total interest expense in foreign offices	RIADC900	0	2.
3. Provision for loan and lease losses in foreign offices[1]	RIADKW02	0	3.
4. Noninterest income in foreign offices:			4.
a. Trading revenue	RIADC902	0	4.a.
b. Investment banking, advisory, brokerage, and underwriting fees and commissions	RIADC903	0	4.b.
c. Net securitization income	RIADC904	0	4.c.
d. Other noninterest income	RIADC905	0	4.d.
5. Realized gains (losses) on held-to-maturity and available-for-sale debt securities and change in net unrealized holding gains (losses) on equity securities not held for trading in foreign offices	RIADJA28	0	5.
6. Total noninterest expense in foreign offices	RIADC907	0	6.
7. Adjustments to pretax income in foreign offices for internal allocations to foreign offices to reflect the effects of equity capital on overall bank funding costs	RIADC908	0	7.
8. Applicable income taxes (on items 1 through 7)	RIADC909	0	8.
9. Discontinued operations, net of applicable income taxes, in foreign offices	RIADGW64	0	9.
10. Net income attributable to foreign offices before internal allocations of income and expense (item 1 plus or minus items 2 through 9)	RIADC911	0	10.
11. Not applicable			11.
12. Eliminations arising from the consolidation of foreign offices with domestic offices	RIADC913	0	12.
13. Consolidated net income attributable to foreign offices (sum of items 10 and 12)	RIADC914	0	13.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in item 1, 3, or 4 of Schedule RI-C, Part II.
4. Item 6, column B must equal schedule RC, item 4.c.
5. Item 11 must equal Schedule RI-B, Part II, item 7, column B.
1. Institutions that have adopted ASU 2016-13 should report the provisions for credit losses in foreign offices for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard in item 3.

Schedule RI-E - Explanations (Form Type - 031)

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.l) Itemize and describe amounts greater than $100,000 that exceed 7 percent of Schedule RI, item 5.l:			1.
a. Income and fees from the printing and sale of checks	RIADC013	**0**	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance	RIADC014	**30,762**	1.b.
c. Income and fees from automated teller machines (ATMs)	RIADC016	**0**	1.c.
d. Rent and other income from other real estate owned	RIAD4042	**0**	1.d.
e. Safe deposit box rent	RIADC015	**0**	1.e.
f. Bank card and credit card interchange fees	RIADF555	**165,065**	1.f.
g. Income and fees from wire transfers	RIADT047	**0**	1.g.
h. Disclose component and the dollar amount of that component:			1.h.
1. Describe component	TEXT4461	**Click here for value**	1.h.1.
2. Amount of component	RIAD4461	**-87,880**	1.h.2.
i. Disclose component and the dollar amount of that component:			1.i.
1. Describe component	TEXT4462	**Click here for value**	1.i.1.
2. Amount of component	RIAD4462	**-87,706**	1.i.2.
j. Disclose component and the dollar amount of that component:			1.j.
1. Describe component	TEXT4463	**See Line 7**	1.j.1.
2. Amount of component	RIAD4463	**134,301**	1.j.2.
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	**64,247**	2.a.
b. Advertising and marketing expenses	RIAD0497	**0**	2.b.
c. Directors' fees	RIAD4136	**0**	2.c.
d. Printing, stationery, and supplies	RIADC018	**0**	2.d.
e. Postage	RIAD8403	**0**	2.e.
f. Legal fees and expenses	RIAD4141	**0**	2.f.
g. FDIC deposit insurance assessments	RIAD4146	**CONF**	2.g.
h. Accounting and auditing expenses	RIADF556	**0**	2.h.
i. Consulting and advisory expenses	RIADF557	**0**	2.i.
j. Automated teller machine (ATM) and interchange expenses	RIADF558	**0**	2.j.
k. Telecommunications expenses	RIADF559	**0**	2.k.
l. Other real estate owned expenses	RIADY923	**0**	2.l.
m. Insurance expenses (not included in employee expenses, premises and fixed asset expenses, and other real estate owned expenses)	RIADY924	**0**	2.m.
n. Disclose component and the dollar amount of that component:			2.n.
1. Describe component	TEXT4464	**Click here for value**	2.n.1.
2. Amount of component	RIAD4464	**170,200**	2.n.2.
o. Disclose component and the dollar amount of that component:			2.o.
1. Describe component	TEXT4467	**Click here for value**	2.o.1.
2. Amount of component	RIAD4467	**106,119**	2.o.2.
p. Disclose component and the dollar amount of that component:			2.p.
1. Describe component	TEXT4468	**Click here for value**	2.p.1.
2. Amount of component	RIAD4468	**66,233**	2.p.2.
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.
1. Describe component	TEXTFT29	**NR**	3.a.1.
2. Amount of component	RIADFT29	**0**	3.a.2.

Dollar amounts in thousands			
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.
1. Describe component	TEXTFT31	NR	3.b.1.
2. Amount of component	RIADFT31	0	3.b.2.
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.
1. Describe component	TEXTB526	NR	4.c.1.
2. Amount of component	RIADB526	0	4.c.2.
d. Disclose component and the dollar amount of that component:			4.d.
1. Describe component	TEXTB527	NR	4.d.1.
2. Amount of component	RIADB527	0	4.d.2.
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.
1. Describe component	TEXT4498	NR	5.a.1.
2. Amount of component	RIAD4498	0	5.a.2.
b. Disclose component and the dollar amount of that component:			5.b.
1. Describe component	TEXT4499	NR	5.b.1.
2. Amount of component	RIAD4499	0	5.b.2.
6. Adjustments to allowances for credit losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):[3]			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.
1. Describe component	TEXT4521	Click here for value	6.c.1.
2. Amount of component	RIAD4521	-421	6.c.2.
d. Disclose component and the dollar amount of that component:			6.d.
1. Describe component	TEXT4522	NR	6.d.1.
2. Amount of component	RIAD4522	0	6.d.2.
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.

(TEXT4461) Loss on MSR derivative hedges

(TEXT4462) Mortgage loan fees, net of broker premiums

(TEXT4464) Software expense

(TEXT4467) Loan and lease expense

(TEXT4468) Operating lease expense

1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.
3. Institutions that have not adopted ASU 2016-13 should report the allowance for loan and lease losses in item 6, where 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.

(TEXT4521) Foreign currency translation adjustment

(TEXT4769) Operating lease income $78M, Commercial commitment fees $58M, MTM free standing equity derivatives $(50)M, Commercial syndication fees $48M

Schedule RC - Balance Sheet(Form Type - 031)

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]	RCFD0081	3,269,872	1.a.
b. Interest-bearing balances[2]	RCFD0071	32,408,727	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A)[3]	RCFDJJ34	8,749	2.a.
b. Available-for-sale debt securities (from Schedule RC-B, column D)	RCFD1773	37,477,197	2.b.
c. Equity securities with readily determinable fair values not held for trading[4]	RCFDJA22	31,923	2.c.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold in domestic offices	RCONB987	0	3.a.
b. Securities purchased under agreements to resell[5]	RCFDB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale	RCFD5369	5,730,285	4.a.
b. Loans and leases held for investment	RCFDB528	107,729,520	4.b.
c. LESS: Allowance for loan and lease losses[7]	RCFD3123	2,032,900	4.c.
d. Loans and leases held for investment, net of allowance (item 4.b minus 4.c)	RCFDB529	105,696,620	4.d.
5. Trading assets (from Schedule RC-D)	RCFD3545	3,355,790	5.
6. Premises and fixed assets (including capitalized leases)	RCFD2145	2,266,506	6.
7. Other real estate owned (from Schedule RC-M)	RCFD2150	30,860	7.
8. Investments in unconsolidated subsidiaries and associated companies	RCFD2130	0	8.
9. Direct and indirect investments in real estate ventures	RCFD3656	967,528	9.
10. Intangible assets (from Schedule RC-M)	RCFD2143	5,091,241	10.
11. Other assets (from Schedule RC-F)[6]	RCFD2160	7,643,977	11.
12. Total assets (sum of items 1 through 11)	RCFD2170	203,979,275	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)	RCON2200	168,801,428	13.a.
1. Noninterest-bearing[8]	RCON6631	63,176,839	13.a.1.
2. Interest-bearing	RCON6636	105,624,589	13.a.2.
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)	RCFN2200	152,202	13.b.
1. Noninterest-bearing	RCFN6631	0	13.b.1.
2. Interest-bearing	RCFN6636	152,202	13.b.2.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased in domestic offices[9]	RCONB993	337,822	14.a.
b. Securities sold under agreements to repurchase[10]	RCFDB995	533,199	14.b.
15. Trading liabilities (from Schedule RC-D)	RCFD3548	2,206,436	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	RCFD3190	4,163,653	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures[1]	RCFD3200	920,147	19.

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.
1. Includes limited-life preferred stock and related surplus.

Dollar amounts in thousands			
20. Other liabilities (from Schedule RC-G)	RCFD2930	3,453,427	20.
21. Total liabilities (sum of items 13 through 20)	RCFD2948	180,568,314	21.
22. Not applicable			22.
23. Perpetual preferred stock and related surplus	RCFD3838	0	23.
24. Common stock	RCFD3230	4,540	24.
25. Surplus (exclude all surplus related to preferred stock)	RCFD3839	16,169,173	25.
26. Not available			26.
a. Retained earnings	RCFD3632	5,259,467	26.a.
b. Accumulated other comprehensive income[2]	RCFDB530	1,977,677	26.b.
c. Other equity capital components[3]	RCFDA130	0	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c)	RCFD3210	23,410,857	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries	RCFD3000	104	27.b.
28. Total equity capital (sum of items 27.a and 27.b)	RCFDG105	23,410,961	28.
29. Total liabilities and equity capital (sum of items 21 and 28)	RCFD3300	203,979,275	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 2020	RCFD6724	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 - 031)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Consolidated Bank		(Column B) Domestic Offices		
1. Cash items in process of collection, unposted debits, and currency and coin	RCFD0022	2,911,623			1.
a. Cash items in process of collection and unposted debits			RCON0020	967,233	1.a.
b. Currency and coin			RCON0080	1,944,390	1.b.
2. Balances due from depository institutions in the U.S.	RCFD0082	1,007,662	RCON0082	1,007,662	2.
3. Balances due from banks in foreign countries and foreign central banks	RCFD0070	371,966	RCON0070	252,883	3.
4. Balances due from Federal Reserve Banks	RCFD0090	31,387,348	RCON0090	31,387,348	4.
5. Total	RCFD0010	35,678,599	RCON0010	35,559,516	5.

2. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other postretirement plan adjustments.

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

Schedule RC-B - Securities(Form Type - 031)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Held-to-maturity Amortized Cost		(Column B) Held-to-maturity Fair Value		(Column C) Available-for-sale Amortized Cost		(Column D) Available-for-sale Fair Value		
1. U.S. Treasury securities	RCFD0211	0	RCFD0213	0	RCFD1286	104,545	RCFD1287	106,853	1.
2. U.S. Government agency and sponsored agency obligations (exclude mortgage-backed securities)[1]	RCFDHT50	0	RCFDHT51	0	RCFDHT52	0	RCFDHT53	0	2.
3. Securities issued by states and political subdivisions in the U.S.	RCFD8496	8,749	RCFD8497	8,749	RCFD8498	2,800	RCFD8499	2,807	3.
4. Mortgage-backed securities (MBS):									4.
a. Residential mortgage pass-through securities:									4.a.
1. Guaranteed by GNMA	RCFDG300	0	RCFDG301	0	RCFDG302	975,913	RCFDG303	988,741	4.a.1.
2. Issued by FNMA and FHLMC	RCFDG304	0	RCFDG305	0	RCFDG306	1,329,047	RCFDG307	1,427,962	4.a.2.
3. Other pass-through securities	RCFDG308	0	RCFDG309	0	RCFDG310	131	RCFDG311	131	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]	RCFDG312	0	RCFDG313	0	RCFDG314	7,951,234	RCFDG315	8,392,315	4.b.1.
2. Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCFDG316	0	RCFDG317	0	RCFDG318	0	RCFDG319	0	4.b.2.
3. All other residential MBS	RCFDG320	0	RCFDG321	0	RCFDG322	1	RCFDG323	1	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	RCFDK142	0	RCFDK143	0	RCFDK144	18,142,049	RCFDK145	19,293,927	4.c.1.a.
b. Other pass-through securities	RCFDK146	0	RCFDK147	0	RCFDK148	0	RCFDK149	0	4.c.1.b.
2. Other commercial MBS:									4.c.2.
a. Issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCFDK150	0	RCFDK151	0	RCFDK152	0	RCFDK153	0	4.c.2.a.
b. All other commercial MBS	RCFDK154	0	RCFDK155	0	RCFDK156	3,276,053	RCFDK157	3,479,095	4.c.2.b.
5. Asset-backed securities and structured financial products:									5.
a. Asset-backed securities (ABS)	RCFDC026	0	RCFDC988	0	RCFDC989	3,762,535	RCFDC027	3,783,365	5.a.
b. Structured financial products	RCFDHT58	0	RCFDHT59	0	RCFDHT60	0	RCFDHT61	0	5.b.
6. Other debt securities:									6.
a. Other domestic debt securities	RCFD1737	0	RCFD1738	0	RCFD1739	0	RCFD1741	0	6.a.
b. Other foreign debt securities	RCFD1742	0	RCFD1743	0	RCFD1744	2,000	RCFD1746	2,000	6.b.
7. Not applicable.									7.
8. Total (sum of items 1 through 6.b)[2]	RCFD1754	8,749	RCFD1771	8,749	RCFD1772	35,546,308	RCFD1773	37,477,197	8.

Dollar amounts in thousands			
1. Pledged securities[1]	RCFD0416	10,302,455	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	RCFDA549	5,483,471	M.2.a.1.
2. Over three months through 12 months	RCFDA550	2,627	M.2.a.2.
3. Over one year through three years	RCFDA551	245,708	M.2.a.3.
4. Over three years through five years	RCFDA552	2,156,481	M.2.a.4.
5. Over five years through 15 years	RCFDA553	9,572,033	M.2.a.5.
6. Over 15 years	RCFDA554	5,737,381	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	RCFDA555	131	M.2.b.1.
2. Over three months through 12 months	RCFDA556	0	M.2.b.2.
3. Over one year through three years	RCFDA557	0	M.2.b.3.
4. Over three years through five years	RCFDA558	0	M.2.b.4.
5. Over five years through 15 years	RCFDA559	0	M.2.b.5.
6. Over 15 years	RCFDA560	2,416,703	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	RCFDA561	1,093,112	M.2.c.1.
2. Over three years	RCFDA562	10,778,299	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)	RCFDA248	34,625	M.2.d.
Memorandum item 3 is to be completed semiannually in the June and December reports only. 3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)	RCFD1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			M.4.
a. Amortized cost	RCFD8782	0	M.4.a.
b. Fair value	RCFD8783	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		
Memorandum items 5.a through 5.f and 6.a through 6.g are to be completed by banks with $10 billion or more in total assets.[1] 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	RCFDB838	0	RCFDB839	0	RCFDB840	0	RCFDB841	0	M.5.a.
b. Home equity lines	RCFDB842	0	RCFDB843	0	RCFDB844	0	RCFDB845	0	M.5.b.
c. Automobile loans	RCFDB846	0	RCFDB847	0	RCFDB848	482,483	RCFDB849	494,950	M.5.c.
d. Other consumer loans	RCFDB850	0	RCFDB851	0	RCFDB852	2,983,003	RCFDB853	2,988,767	M.5.d.
e. Commercial and industrial loans	RCFDB854	0	RCFDB855	0	RCFDB856	0	RCFDB857	0	M.5.e.
f. Other	RCFDB858	0	RCFDB859	0	RCFDB860	297,049	RCFDB861	299,648	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B item 5.b):									M.6.
a. Trust preferred securities issued by financial institutions	RCFDG348	0	RCFDG349	0	RCFDG350	0	RCFDG351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts	RCFDG352	0	RCFDG353	0	RCFDG354	0	RCFDG355	0	M.6.b.
c. Corporate and similar loans	RCFDG356	0	RCFDG357	0	RCFDG358	0	RCFDG359	0	M.6.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	RCFDG360	0	RCFDG361	0	RCFDG362	0	RCFDG363	0	M.6.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs	RCFDG364	0	RCFDG365	0	RCFDG366	0	RCFDG367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products	RCFDG368	0	RCFDG369	0	RCFDG370	0	RCFDG371	0	M.6.f.
g. Other collateral or reference assets	RCFDG372	0	RCFDG373	0	RCFDG374	0	RCFDG375	0	M.6.g.

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.

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2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

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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.

Schedule RC-C Part I - Loans and Leases(Form Type - 031)

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) Consolidated Bank		(Column B) Domestic Offices		
1. Loans secured by real estate[2]	RCFD1410	NR			1.
a. Construction, land development, and other land loans:					1.a.
1. 1-4 family residential construction loans	RCFDF158	299,917	RCONF158	299,917	1.a.1.
2. Other construction loans and all land development and other land loans	RCFDF159	4,880,861	RCONF159	4,880,861	1.a.2.
b. Secured by farmland (including farm residential and other improvements)	RCFD1420	77,300	RCON1420	77,300	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	RCFD1797	4,178,836	RCON1797	4,178,836	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:					1.c.2.
a. Secured by first liens	RCFD5367	21,670,675	RCON5367	21,670,675	1.c.2.a.
b. Secured by junior liens	RCFD5368	149,885	RCON5368	149,885	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties	RCFD1460	901,852	RCON1460	901,852	1.d.
e. Secured by nonfarm nonresidential properties:					1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCFDF160	5,267,612	RCONF160	5,267,612	1.e.1.
2. Loans secured by other nonfarm nonresidential properties	RCFDF161	3,817,062	RCONF161	3,817,062	1.e.2.
2. Loans to depository institutions and acceptances of other banks:					2.
a. To commercial banks in the U.S.			RCONB531	30,605	2.a.
1. To U.S. branches and agencies of foreign banks	RCFDB532	5,587			2.a.1.
2. To other commercial banks in the U.S.	RCFDB533	25,018			2.a.2.
b. To other depository institutions in the U.S.	RCFDB534	0	RCONB534	0	2.b.
c. To banks in foreign countries			RCONB535	3,281	2.c.
1. To foreign branches of other U.S. banks	RCFDB536	0			2.c.1.
2. To other banks in foreign countries	RCFDB537	3,281			2.c.2.
3. Loans to finance agricultural production and other loans to farmers	RCFD1590	23,946	RCON1590	23,946	3.
4. Commercial and industrial loans:					4.
a. To U.S. addressees (domicile)	RCFD1763	40,534,019	RCON1763	40,401,247	4.a.
b. To non-U.S. addressees (domicile)	RCFD1764	2,798,261	RCON1764	2,550,548	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	RCFDB538	1,792,882	RCONB538	1,792,882	6.a.
b. Other revolving credit plans	RCFDB539	1,098,832	RCONB539	1,098,832	6.b.
c. Automobile loans	RCFDK137	13,941,146	RCONK137	13,941,146	6.c.
d. Other consumer loans (includes single payment and installment loans other than automobile loans, and all student loans)	RCFDK207	3,192,515	RCONK207	3,192,515	6.d.
7. Loans to foreign governments and official institutions (including foreign central banks)	RCFD2081	0	RCON2081	0	7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	RCFD2107	757,339	RCON2107	757,339	8.
9. Loans to nondepository financial institutions and other loans	RCFD1563	4,802,472			9.
a. Loans to nondepository financial institutions			RCONJ454	2,331,790	9.a.
b. Other loans:					9.b.
1. Loans for purchasing or carrying securities (secured and unsecured)			RCON1545	349,770	9.b.1.
2. All other loans (exclude consumer loans)			RCONJ451	2,120,860	9.b.2.
10. Lease financing receivables (net of unearned income)			RCON2165	3,239,739	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	RCFDF162	0			10.a.
b. All other leases	RCFDF163	3,240,507			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above	RCFD2123	0	RCON2123	0	11.
12. Total loans and leases held for investment and held for sale (item 12, column A must equal Schedule RC, sum of items 4.a and 4.b)	RCFD2122	113,459,805	RCON2122	113,078,500	12.

2. When reporting “Loans secured by real estate,” “large institutions” and “highly complex institutions,” as defined for deposit insurance assessment purposes in FDIC regulations, should complete items 1.a.(1) through 1.e.(2) in columns A and B (but not item 1 in column A); all other institutions should complete item 1 in column A and items 1.a.(1) through 1.e.(2) in column B (but not items 1.a.(1) through 1.e.(2) in column A).

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 in domestic offices:			M.1.a.
1. 1-4 family residential construction loans	RCONK158	4,456	M.1.a.1.
2. Other construction loans and all land development and other land loans	RCONK159	45,939	M.1.a.2.
b. Loans secured by 1-4 family residential properties in domestic offices	RCONF576	512,550	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	RCONK160	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:			M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCONK161	14,588	M.1.d.1.
2. Loans secured by other nonfarm nonresidential properties	RCONK162	0	M.1.d.2.
e. Commercial and industrial loans:			M.1.e.
1. To U.S. addressees (domicile)	RCFDK163	51,322	M.1.e.1.
2. To non-U.S. addressees (domicile)	RCFDK164	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures)	RCFDK165	28,474	M.1.f.
Itemize loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f): 1. Loans secured by farmland in domestic offices	RCONK166	0	M.1.f.1.
2. Not applicable			M.1.f.2.
3. Loans to finance agricultural production and other loans to farmers	RCFDK168	0	M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:			M.1.f.4.
a. Credit cards	RCFDK098	0	M.1.f.4.a.
b. Automobile loans	RCFDK203	0	M.1.f.4.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCFDK204	0	M.1.f.4.c.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f)	RCFDHK25	657,329	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 in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:			M.2.a.
1. Three months or less	RCONA564	278,749	M.2.a.1.
2. Over three months through 12 months	RCONA565	432,519	M.2.a.2.
3. Over one year through three years	RCONA566	718,560	M.2.a.3.
4. Over three years through five years	RCONA567	763,016	M.2.a.4.
5. Over five years through 15 years	RCONA568	4,800,782	M.2.a.5.
6. Over 15 years	RCONA569	14,624,612	M.2.a.6.
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:			M.2.b.
1. Three months or less	RCFDA570	57,338,216	M.2.b.1.
2. Over three months through 12 months	RCFDA571	4,570,997	M.2.b.2.
3. Over one year through three years	RCFDA572	5,711,513	M.2.b.3.
4. Over three years through five years	RCFDA573	11,917,727	M.2.b.4.
5. Over five years through 15 years	RCFDA574	10,996,236	M.2.b.5.
6. Over 15 years	RCFDA575	645,890	M.2.b.6.
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	RCFDA247	13,035,549	M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A[4]	RCFD2746	2,092,264	M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	RCON5370	2,759,986	M.4.
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, Part I, item 1, column A, or Schedule RC-C, Part I, items 1.a.(1) through 1.e.(2), column A, as appropriate)	RCFDB837	17,223	M.5.
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. 6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a, column A	RCFDC391	16,503	M.6.

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

Dollar amounts in thousands			
Memorandum items 7.a and 7.b are to be completed by all banks semiannually in the June and December reports only. 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):[5]			M.7.
a. Outstanding balance	RCFDC779	**NR**	M.7.a.
b. Amount included in Schedule RC-C, part I, items 1 through 9	RCFDC780	**NR**	M.7.b.
Memorandum items 8.a, 8.b, and 8.c are to be completed semiannually in the June and December reports only. 8. Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:			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.
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, 2019, that exceeded the lesser of $100 million or 5 percent of total loans and leases held for investment and held for sale in domestic offices (as reported in Schedule RC-C, Part I, item 12, column B). 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.

5. Memorandum item 7 is to be completed only by institutions that have not yet adopted ASU 2016-13.

Dollar amounts in thousands			
9. Loans secured by 1-4 family residential properties in domestic offices 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	118,282	M.9.

Dollar amounts in thousands			
10. Not applicable			M.10.
11. Not applicable			M.11.

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		
Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only. 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	RCFDG091	0	RCFDG092	0	RCFDG093	0	M.12.a.
b. Commercial and industrial loans	RCFDG094	0	RCFDG095	0	RCFDG096	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures	RCFDG097	0	RCFDG098	0	RCFDG099	0	M.12.c.
d. All other loans and all leases	RCFDG100	0	RCFDG101	0	RCFDG102	0	M.12.d.

Dollar amounts in thousands			
Memoranda item 13 is to be completed by banks that had construction, land development, and other land loans in domestic offices (as reported in Schedule RC-C, Part I, item 1.a., column B) that exceeded 100 percent of 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, 2020. 13. Construction, land development, and other land loans in domestic offices with interest reserves:			M.13.
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	0	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	0	M.13.b.
Memorandum item 14 is to be completed by all banks. 14. Pledged loans and leases	RCFDG378	57,588,905	M.14.
Memorandum item 15 is to be completed for the December report only. 15. Reverse mortgages in domestic offices:			M.15.
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):			M.15.a.
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:			M.15.b.
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:			M.15.c.
1. Home Equity Conversion Mortgage (HECM) reverse mortgages	RCONJ470	NR	M.15.c.1.
2. Proprietary reverse mortgages	RCONJ471	NR	M.15.c.2.
Memorandum item 16 is to be completed by all banks. 16. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit in domestic offices that have converted to non-revolving closed-end status (included in item 1.c.(1) above)	RCONLE75	173,925	M.16.
Amounts reported in Memorandum items 17.a and 17.b will not be made available to the public on an individual institution basis. 17. Eligible loan modifications under Section 4013, Temporary Relief from Troubled Debt Restructurings, of the 2020 Coronavirus Aid, Relief, and Economic Security Act:			M.17.
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 - 031)

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. Not applicable			1.
2. Not applicable			2.

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" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B:					3.
a. With original amounts of $100,000 or less	RCON5564	524	RCON5565	22,630	3.a.
b. With original amounts of more than $100,000 through $250,000	RCON5566	1014	RCON5567	132,230	3.b.
c. With original amounts of more than $250,000 through $1,000,000	RCON5568	1817	RCON5569	770,101	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B:					4.
a. With original amounts of $100,000 or less	RCON5570	68831	RCON5571	1,432,712	4.a.
b. With original amounts of more than $100,000 through $250,000	RCON5572	5757	RCON5573	738,123	4.b.
c. With original amounts of more than $250,000 through $1,000,000	RCON5574	4856	RCON5575	1,898,977	4.c.

Dollar amounts in thousands			
5. Not applicable			5.
6. Not applicable			6.

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)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B:					7.
a. With original amounts of $100,000 or less	RCON5578	514	RCON5579	11,294	7.a.
b. With original amounts of more than $100,000 through $250,000	RCON5580	107	RCON5581	6,034	7.b.
c. With original amounts of more than $250,000 through $500,000	RCON5582	34	RCON5583	4,930	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B:					8.
a. With original amounts of $100,000 or less	RCON5584	49	RCON5585	735	8.a.
b. With original amounts of more than $100,000 through $250,000	RCON5586	12	RCON5587	1,207	8.b.
c. With original amounts of more than $250,000 through $500,000	RCON5588	2	RCON5589	590	8.c.

Schedule RC-D - Trading Assets and Liabilities(Form Type - 031)

Schedule 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	Consolidated Bank		
1. U.S. Treasury securities	RCFD3531	96,242	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities)	RCFD3532	0	2.
3. Securities issued by states and political subdivisions in the U.S.	RCFD3533	62,704	3.
4. Mortgage-backed securities (MBS):			4.
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	RCFDG379	0	4.a.
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS)[1]	RCFDG380	69,452	4.b.
c. All other residential MBS	RCFDG381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCFDK197	0	4.d.
e. All other commercial MBS	RCFDK198	0	4.e.
5. Other debt securities:			5.
a. Structured financial products	RCFDHT62	0	5.a.
b. All other debt securities	RCFDG386	434,626	5.b.
6. Loans:			6.
a. Loans secured by real estate			6.a.
1. Loans secured by 1-4 family residential properties	RCFDHT63	0	6.a.1.
2. All other loans secured by real estate	RCFDHT64	0	6.a.2.
b. Commercial and industrial loans	RCFDF614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT65	0	6.c.
d. Other loans	RCFDF618	0	6.d.
7. Not appliable			7.
8. Not applicable			8.
9. Other trading assets	RCFD3541	249,717	9.
10. Not applicable			10.
11. Derivatives with a positive fair value	RCFD3543	2,443,049	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule RC, item 5)	RCFD3545	3,355,790	12.
13. Not available			13.
a. Liability for short positions	RCFD3546	527,753	13.a.
b. Other trading liabilities	RCFDF624	0	13.b.
14. Derivatives with a negative fair value	RCFD3547	1,678,683	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule RC, item 15)	RCFD3548	2,206,436	15.
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a through 6.d):			M.1.
a. Loans secured by real estate			M.1.a.
1. Loans secured by 1-4 family residential properties	RCFDHT66	0	M.1.a.1.
2. All other loans secured by real estate	RCFDHT67	0	M.1.a.2.
b. Commercial and industrial loans	RCFDF632	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT68	0	M.1.c.
d. Other loans	RCFDF636	0	M.1.d.
Memorandum items 2 through 10 are to be completed by banks with $10 billion or more in total trading assets. 2. Loans measured at fair value that are past due 90 days or more:[1]			M.2.
a. Fair value	RCFDF639	NR	M.2.a.
b. Unpaid principal balance	RCFDF640	NR	M.2.b.

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. The $10 billion trading asset-size test is based on total trading assets reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands	Consolidated Bank		
Memorandum items 3 through 10 are to be completed by banks with $10 billion or more in total trading assets. 3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule RC-D, sum of items 5.a.(1) through (3)):			M.3.
a. Trust preferred securities issued by financial institutions	RCFDG299	NR	M.3.a.
b. Trust preferred securities issued by real estate investment trusts	RCFDG332	NR	M.3.b.
c. Corporate and similar loans	RCFDG333	NR	M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	RCFDG334	NR	M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs	RCFDG335	NR	M.3.e.
f. Diversified (mixed) pools of structured financial products	RCFDG651	NR	M.3.f.
g. Other collateral or reference assets	RCFDG652	NR	M.3.g.
4. Pledged trading assets:			M.4.
a. Pledged securities	RCFDG387	NR	M.4.a.
b. Pledged loans	RCFDG388	NR	M.4.b.

Dollar amounts in thousands			
5. Asset-backed securities:			M.5.
a. Credit card receivables	RCFDF643	NR	M.5.a.
b. Home equity lines	RCFDF644	NR	M.5.b.
c. Automobile loans	RCFDF645	NR	M.5.c.
d. Other consumer loans	RCFDF646	NR	M.5.d.
e. Commercial and industrial loans	RCFDF647	NR	M.5.e.
f. Other	RCFDF648	NR	M.5.f.
6. Retained beneficial interests in securitizations (first-loss or equity tranches)			M.6.
7. Equity securities (included in Schedule RC-D, item 9, above):			M.7.
a. Readily determinable fair values	RCFDF652	NR	M.7.a.
b. Other	RCFDF653	NR	M.7.b.
8. Loans pending securitization	RCFDF654	NR	M.8.
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than $1,000,000 and exceed 25% of the item):[1]			M.9.
a. Disclose component and the dollar amount of that component:			M.9.a.
1. Describe component	TEXTF655	NR	M.9.a.1.
2. Amount of component	RCFDF655	0	M.9.a.2.
b. Disclose component and the dollar amount of that component:			M.9.b.
(TEXTF656) NR	RCFDF656	0	M.9.b.1.
c. Disclose component and the dollar amount of that component:			M.9.c.
(TEXTF657) NR	RCFDF657	0	M.9.c.1.
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than $1,000,000 and exceed 25% of the item):			M.10.
a. Disclose component and the dollar amount of that component:			M.10.a.
1. Describe component	TEXTF658	NR	M.10.a.1.
2. Amount of component	RCFDF658	0	M.10.a.2.
b. Disclose component and the dollar amount of that component:			M.10.b.
(TEXTF659) NR	RCFDF659	0	M.10.b.1.
c. Disclose component and the dollar amount of that component:			M.10.c.
(TEXTF660) NR	RCFDF660	0	M.10.c.1.

1. Exclude equity securities.

Schedule RC-E Part I - Deposits in Domestic Offices(Form Type - 031)

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	109,010,283			RCONB550	54,140,308	1.
2. U.S. Government	RCON2202	129			RCON2520	0	2.
3. States and political subdivisions in the U.S.	RCON2203	4,770,545			RCON2530	359,132	3.
4. Commercial banks and other depository institutions in the U.S.	RCONB551	520,931			RCONB552	0	4.
5. Banks in foreign countries	RCON2213	100			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	114,301,988	RCON2210	112,443,848	RCON2385	54,499,440	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	2,722,811	M.1.a.
b. Total brokered deposits	RCON2365	1,584,605	M.1.b.
c. Brokered deposits of $250,000 or less (fully insured brokered deposits)[2]	RCONHK05	1,584,605	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	1,556,055	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	240	M.1.g.
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	30,564,229	M.2.a.1.
2. Other savings deposits (excludes MMDAs)	RCON0352	20,666,783	M.2.a.2.
b. Total time deposits of less than $100,000	RCON6648	2,408,371	M.2.b.
c. Total time deposits of $100,000 through $250,000	RCONJ473	655,082	M.2.c.
d. Total time deposits of more than $250,000	RCONJ474	204,976	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	152,031	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:			M.3.a.
1. Three months or less	RCONHK07	1,236,141	M.3.a.1.
2. Over three months through 12 months	RCONHK08	1,338,695	M.3.a.2.
3. Over one year through three years	RCONHK09	340,107	M.3.a.3.
4. Over three years	RCONHK10	148,510	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	2,573,853	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:			M.4.a.
1. Three months or less	RCONHK12	83,956	M.4.a.1.
2. Over three months through 12 months	RCONHK13	72,301	M.4.a.2.
3. Over one year through three years	RCONHK14	43,422	M.4.a.3.
4. Over three years	RCONHK15	5,298	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	156,256	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.
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]			M.6.
a. Total deposits in those noninterest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use	RCONP753	12,629,146	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	22,137,783	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.

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.
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.
5. The $1 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands			
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	21,412,261	M.7.a.1.
2. Deposits in all other MMDAs of individuals, partnerships, and corporations	RCONP757	8,878,277	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	19,864,691	M.7.b.1.
2. Deposits in all other savings deposit accounts of individuals, partnerships, and corporations	RCONP759	745,809	M.7.b.2.

Schedule RC-E Part II - Deposits in Foreign Offices including Edge and Agreement subsidiaries and IBFs(Form Type - 031)

Dollar amounts in thousands			
Deposits of:			
1. Individuals, partnerships, and corporations (include all certified and official checks)	RCFNB553	152,202	1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions	RCFNB554	0	2.
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)	RCFN2625	0	3.
4. Foreign governments and official institutions (including foreign central banks)	RCFN2650	0	4.
5. U.S. Government and states and political subdivisions in the U.S.	RCFNB555	0	5.
6. Total	RCFN2200	152,202	6.
1. Time deposits with a remaining maturity of one year or less (included in Schedule RC, item 13.b)	RCFNA245	0	M.1.

Schedule RC-F - Other Assets(Form Type - 031)

Dollar amounts in thousands			
1. Accrued interest receivable[2]	RCFDB556	457,598	1.
2. Net deferred tax assets[3]	RCFD2148	42,818	2.
3. Interest-only strips receivable (not in the form of a security)[4]	RCFDHT80	0	3.
4. Equity investments without readily determinable fair values[5]	RCFD1752	764,435	4.
5. Life insurance assets:			5.
a. General account life insurance assets	RCFDK201	563,449	5.a.
b. Separate account life insurance assets	RCFDK202	551,209	5.b.
c. Hybrid account life insurance assets	RCFDK270	904,286	5.c.
6. All other assets (itemize and describe amounts greater than $100,000 that exceed 25% of this item)	RCFD2168	4,360,182	6.
a. Prepaid expenses	RCFD2166	0	6.a.
b. Repossessed personal property (including vehicles)	RCFD1578	0	6.b.
c. Derivatives with a positive fair value held for purposes other than trading	RCFDC010	0	6.c.
d. FDIC loss-sharing indemnification assets	RCFDJ448	0	6.d.
e. Computer software	RCFDFT33	0	6.e.
f. Accounts receivable	RCFDFT34	2,277,830	6.f.
g. Receivables from foreclosed government-guaranteed mortgage loans	RCFDFT35	0	6.g.
h. Disclose component and the dollar amount of that component:			6.h.
1. Describe component	TEXT3549	NR	6.h.1.
2. Amount of component	RCFD3549	0	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	RCFD3550	0	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	RCFD3551	0	6.j.2.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11)	RCFD2160	7,643,977	7.

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 - 031)

Dollar amounts in thousands			
1. Not available			1.
a. Interest accrued and unpaid on deposits in domestic offices[6]	RCON3645	1,615	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable)	RCFD3646	881,450	1.b.
2. Net deferred tax liabilities[2]	RCFD3049	548,343	2.
3. Allowance for credit losses on off-balance sheet credit exposures[7]	RCFDB557	189,081	3.
4. All other liabilities (itemize and describe amounts greater than $100,000 that exceed 25 percent of this item)	RCFD2938	1,832,938	4.
a. Accounts payable	RCFD3066	0	4.a.
b. Deferred compensation liabilities	RCFDC011	0	4.b.
c. Dividends declared but not yet payable	RCFD2932	0	4.c.
d. Derivatives with a negative fair value held for purposes other than trading	RCFDC012	0	4.d.
e. Operating lease liabilities	RCFDLB56	522,490	4.e.
f. Disclose component and the dollar amount of that component:			4.f.
1. Describe component	TEXT3552	Click here for value	4.f.1.
2. Amount of component	RCFD3552	462,135	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	RCFD3553	0	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	RCFD3554	0	4.h.2.
5. Total	RCFD2930	3,453,427	5.

(TEXT3552) Commitments to fund Low-Income Housing Investments

6. For savings banks, include "dividends" accrued and unpaid on deposits.
2. See discussion of deferred income taxes in Glossary entry on "income taxes."
7. Institutions that have adopted ASU 2016-13 should report in Schedule RC-G, item 3 the allowance for credit losses on those off-balance sheet credit exposures that are not unconditionally cancelable.

Schedule RC-H - Selected Balance Sheet Items for Domestic Offices(Form Type - 031)

To be completed only by banks with foreign offices.

Dollar amounts in thousands			
1. Not applicable			1.
2. Not applicable			2.
3. Securities purchased under agreements to resell	RCONB989	**0**	3.
4. Securities sold under agreements to repurchase	RCONB995	**533,199**	4.
5. Other borrowed money	RCON3190	**4,163,653**	5.
EITHER 6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs	RCON2163	**363,041**	6.
OR 7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs	RCON2941	**0**	7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs)	RCON2192	**203,460,329**	8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs)	RCON3129	**180,412,409**	9.

Dollar amounts in thousands	(Column A) Amortized Cost of Held-to-Maturity Securities		(Column B) Fair Value of Available-for-Sale Securities		
10. U.S. Treasury securities	RCON0211	**0**	RCON1287	**106,853**	10.
11. U.S. Government agency obligations (exclude mortgage-backed securities)	RCON8492	**0**	RCON8495	**0**	11.
12. Securities issued by states and political subdivisions in the U.S.	RCON8496	**8,749**	RCON8499	**2,807**	12.
13. Mortgage-backed securities (MBS):					13.
a. Mortgage pass-through securities:					13.a.
1. Issued or guaranteed by FNMA, FHLMC, or GNMA	RCONG389	**0**	RCONG390	**21,710,630**	13.a.1.
2. Other mortgage pass-through securities	RCON1709	**0**	RCON1713	**131**	13.a.2.
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					13.b.
1. Issued or guaranteed by U.S. Government agencies or sponsored agencies[1]	RCONG393	**0**	RCONG394	**8,392,315**	13.b.1.
2. All other mortgage-backed securities	RCON1733	**0**	RCON1736	**3,479,096**	13.b.2.
14. Other domestic debt securities (include domestic structured financial products and domestic asset-backed securities)	RCONG397	**0**	RCONG398	**3,783,365**	14.
15. Other foreign debt securities (include foreign structured financial products and foreign asset-backed securities)	RCONG399	**0**	RCONG400	**2,000**	15.
16. Not applicable.					16.
17. Total held-to-maturity and available-for-sale debt securities (sum of items 10 through 15)	RCON1754	**8,749**	RCON1773	**37,477,197**	17.

Dollar amounts in thousands			
18. Equity investments not held for trading:			18.
a. Equity securities with readily determinable fair values[4]	RCONJA22	**31,923**	18.a.
b. Equity investments without readily determinable fair values	RCON1752	**764,435**	18.b.
Items 19, 20 and 21 are 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. 19. Total trading assets	RCON3545	**3,355,790**	19.
20. Total trading liabilities	RCON3548	**2,206,436**	20.
21. Total loans held for trading	RCONHT71	**0**	21.
tem 22 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. 22. Total amount of fair value option loans held for investment and held for sale	RCONJF75	**1,783,941**	22.

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).

4. Item 18.a 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.

Schedule RC-I - Assets and Liabilities of IBFs(Form Type - 031)

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

Dollar amounts in thousands			
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12)	RCFN2133	**NR**	1.
2. Total IBF liabilities (component of Schedule RC, item 21)	RCFN2898	**NR**	2.

Schedule RC-K - Quarterly Averages(Form Type - 031)

Dollar amounts in thousands			
1. Interest-bearing balances due from depository institutions	RCFD3381	**33,558,217**	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)[2]	RCFDB558	**89,676**	2.
3. Mortgage-backed securities[2]	RCFDB559	**31,786,626**	3.
4. All other debt securities and equity securities with readily determinable fair values not held for trading[2]	RCFDB560	**3,514,411**	4.
5. Federal funds sold and securities purchased under agreements to resell	RCFD3365	**260**	5.
6. Loans:			6.
a. Loans in domestic offices:			6.a.
1. Total loans	RCON3360	**110,870,933**	6.a.1.
2. Loans secured by real estate:			6.a.2.
a. Loans secured by 1-4 family residential properties	RCON3465	**26,039,884**	6.a.2.a.
b. All other loans secured by real estate	RCON3466	**15,459,098**	6.a.2.b.
3. Loans to finance agricultural production and other loans to farmers	RCON3386	**22,900**	6.a.3.
4. Commercial and industrial loans	RCON3387	**43,671,200**	6.a.4.
5. Loans to individuals for household, family, and other personal expenditures:			6.a.5.
a. Credit cards	RCONB561	**1,777,489**	6.a.5.a.
b. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	RCONB562	**17,765,855**	6.a.5.b.
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN3360	**406,162**	6.b.
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. 7. Trading assets	RCFD3401	**2,891,294**	7.
8. Lease financing receivables (net of unearned income)	RCFD3484	**3,174,396**	8.
9. Total assets[4]	RCFD3368	**203,062,792**	9.
10. Interest-bearing transaction accounts in domestic offices (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	RCON3485	**23,986,849**	10.
11. Nontransaction accounts in domestic offices:			11.
a. Savings deposits (includes MMDAs)	RCONB563	**111,630,622**	11.a.
b. Time deposits of $250,000 or less	RCONHK16	**3,619,329**	11.b.
c. Time deposits of more than $250,000	RCONHK17	**221,218**	11.c.
12. Interest-bearing deposits in foreign offices, EDGE and Agreement subsidiaries, and IBFs	RCFN3404	**140,330**	12.
13. Federal funds purchased and securities sold under agreements to repurchase	RCFD3353	**912,090**	13.
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	RCFD3355	**5,574,840**	14.

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, 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).

Schedule RC-L - Derivatives and Off-Balance Sheet Items(Form Type - 031)

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	RCFD3814	7,572,827	1.a.
Item 1.a.(1) is to be completed for the December report only. 1. Unused commitments for reverse mortgages outstanding that are held for investment in domestic offices	RCONHT72	NR	1.a.1.
b. Credit card lines (Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b)	RCFD3815	11,348,932	1.b.
Items 1.b.(1) and 1.b.(2) are to be completed 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) *Items 1.b.(1) and 1.b.(2) are to be completed semiannually in the June and December reports only.* 1. Unused consumer credit card lines	RCFDJ455	8,872,379	1.b.1.
2. Other unused credit card lines	RCFDJ456	2,476,553	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	RCFDF164	391,219	1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments	RCFDF165	3,453,629	1.c.1.b.
2. Not secured by real estate	RCFD6550	1,386,366	1.c.2.
d. Securities underwriting	RCFD3817	0	1.d.
e. Other unused commitments:			1.e.
1. Commercial and industrial loans	RCFDJ457	45,028,544	1.e.1.
2. Loans to financial institutions	RCFDJ458	2,275,618	1.e.2.
3. All other unused commitments	RCFDJ459	5,686,958	1.e.3.
2. Financial standby letters of credit and foreign office guarantees	RCFD3819	1,117,592	2.
Item 2.a is to be completed by banks with $1 billion or more in total assets. a. Amount of financial standby letters of credit conveyed to others[1]	RCFD3820	7,920	2.a.
3. Performance standby letters of credit and foreign office guarantees	RCFD3821	731,004	3.
Item 3.a is to be completed by banks with $1 billion or more in total assets. a. Amount of performance standby letters of credit conveyed to others[1]	RCFD3822	0	3.a.
4. Commercial and similar letters of credit	RCFD3411	17,309	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)	RCFD3433	0	6.a.
b. Securities borrowed	RCFD3432	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	RCFDC968	0	RCFDC969	0	7.a.1.
2. Total return swaps	RCFDC970	0	RCFDC971	0	7.a.2.
3. Credit options	RCFDC972	0	RCFDC973	0	7.a.3.
4. Other credit derivatives	RCFDC974	3,448,348	RCFDC975	1,604,616	7.a.4.
b. Gross fair values:					7.b.
1. Gross positive fair value	RCFDC219	0	RCFDC221	0	7.b.1.
2. Gross negative fair value	RCFDC220	7,538	RCFDC222	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	RCFDG401	0	7.c.1.a.
b. Purchased protection	RCFDG402	0	7.c.1.b.
2. All other positions:			7.c.2.
a. Sold protection	RCFDG403	3,448,348	7.c.2.a.
b. Purchased protection that is recognized as a guarantee for regulatory capital purposes	RCFDG404	1,604,616	7.c.2.b.
c. Purchased protection that is not recognized as a guarantee for regulatory capital purposes	RCFDG405	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	RCFDG406	258,657	RCFDG407	1,030,323	RCFDG408	469,550	7.d.1.a.
b. Subinvestment grade	RCFDG409	105,142	RCFDG410	1,387,610	RCFDG411	197,066	7.d.1.b.
2. Purchased credit protection:[3]							7.d.2.
a. Investment grade	RCFDG412	53,004	RCFDG413	187,047	RCFDG414	208,199	7.d.2.a.
b. Subinvestment grade	RCFDG415	115,173	RCFDG416	764,179	RCFDG417	277,014	7.d.2.b.

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. Spot foreign exchange contracts	RCFD8765	318,159	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")	RCFD3430	0	9.
a. Not applicable			9.a.
b. Commitments to purchase when-issued securities	RCFD3434	0	9.b.
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf	RCFDC978	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	RCFD3555	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	RCFD3556	0	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
(TEXT3557) NR	RCFD3557	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")	RCFD5591	0	10.
a. Commitments to sell when-issued securities	RCFD3435	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	RCFD5592	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	RCFD5593	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	RCFD5594	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	RCFD5595	0	10.e.2.
Items 11.a and 11.b are to be completed semiannually in the June and December reports only. 11. Year-to-date merchant credit card sales volume:			11.
a. Sales for which the reporting bank is the acquiring bank	RCFDC223	0	11.a.
b. Sales for which the reporting bank is the agent bank with risk	RCFDC224	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	RCFD8693	198,369	RCFD8694	0	RCFD8695	0	RCFD8696	1,607,858	12.a.
b. Forward contracts	RCFD8697	3,487,183	RCFD8698	4,123,430	RCFD8699	0	RCFD8700	0	12.b.
c. Exchange-traded option contracts:									12.c.
1. Written options	RCFD8701	0	RCFD8702	0	RCFD8703	0	RCFD8704	56,936	12.c.1.
2. Purchased options	RCFD8705	61,500	RCFD8706	0	RCFD8707	0	RCFD8708	39,953	12.c.2.
d. Over-the-counter option contracts:									12.d.
1. Written options	RCFD8709	11,602,708	RCFD8710	2,680,243	RCFD8711	0	RCFD8712	1,606,257	12.d.1.
2. Purchased options	RCFD8713	19,146,265	RCFD8714	2,692,376	RCFD8715	0	RCFD8716	1,633,851	12.d.2.
e. Swaps	RCFD3450	80,178,409	RCFD3826	10,171,693	RCFD8719	3,835,547	RCFD8720	5,424,250	12.e.
13. Total gross notional amount of derivative contracts held for trading	RCFDA126	78,793,484	RCFDA127	19,667,742	RCFD8723	0	RCFD8724	10,369,105	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCFD8725	35,880,950	RCFD8726	0	RCFD8727	3,835,547	RCFD8728	0	14.
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCFDA589	0							14.a.
15. Gross fair values of derivative contracts:									15.
a. Contracts held for trading:									15.a.
1. Gross positive fair value	RCFD8733	917,588	RCFD8734	285,908	RCFD8735	0	RCFD8736	1,239,197	15.a.1.
2. Gross negative fair value	RCFD8737	215,644	RCFD8738	245,882	RCFD8739	0	RCFD8740	1,209,426	15.a.2.
b. Contracts held for purposes other than trading:									15.b.
1. Gross positive fair value	RCFD8741	401,069	RCFD8742	0	RCFD8743	0	RCFD8744	0	15.b.1.
2. Gross negative fair value	RCFD8745	15,116	RCFD8746	0	RCFD8747	213,134	RCFD8748	0	15.b.2.

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	
Item 16 is to be completed only by banks with total assets of $10 billion or more. 16. Over-the counter derivatives:[1]						16.
a. Net current credit exposure	RCFDG418 296,006		RCFDG420 0	RCFDG421 0	RCFDG422 1,830,240	16.a.
b. Fair value of collateral:						16.b.
1. Cash - U.S. dollar	RCFDG423 676,769		RCFDG425 0	RCFDG426 0	RCFDG427 8,040	16.b.1.
2. Cash - Other currencies	RCFDG428 0		RCFDG430 0	RCFDG431 0	RCFDG432 0	16.b.2.
3. U.S. Treasury securities	RCFDG433 0		RCFDG435 0	RCFDG436 0	RCFDG437 0	16.b.3.
4. U.S. Government agency and U.S. Government-sponsored agency debt securities	RCFDG438 0		RCFDG440 0	RCFDG441 0	RCFDG442 0	16.b.4.
5. Corporate bonds	RCFDG443 0		RCFDG445 0	RCFDG446 0	RCFDG447 0	16.b.5.
6. Equity securities	RCFDG448 0		RCFDG450 0	RCFDG451 0	RCFDG452 0	16.b.6.
7. All other collateral	RCFDG453 0		RCFDG455 0	RCFDG456 0	RCFDG457 44,750	16.b.7.
8. Total fair value of collateral (sum of items 16.b.(1) through (7))	RCFDG458 676,769		RCFDG460 0	RCFDG461 0	RCFDG462 52,790	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 - 031)

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	RCFD6164	**167,364**	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of $500,000 or 5 percent of total capital as defined for this purpose in agency regulations	RCFD6165	**14**	1.b.
2. Intangible assets:			2.
a. Mortgage servicing assets	RCFD3164	**818,295**	2.a.
1. Estimated fair value of mortgage servicing assets	RCFDA590	**818,295**	2.a.1.
b. Goodwill	RCFD3163	**4,156,193**	2.b.
c. All other intangible assets	RCFDJF76	**116,753**	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10)	RCFD2143	**5,091,241**	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land in domestic offices	RCON5508	**155**	3.a.
b. Farmland in domestic offices	RCON5509	**0**	3.b.
c. 1-4 family residential properties in domestic offices	RCON5510	**4,380**	3.c.
d. Multifamily (5 or more) residential properties in domestic offices	RCON5511	**0**	3.d.
e. Nonfarm nonresidential properties in domestic offices	RCON5512	**26,325**	3.e.
f. In foreign offices	RCFN5513	**0**	3.f.
g. Total (sum of items 3.a through 3.g) (must equal Schedule RC, item 7)	RCFD2150	**30,860**	3.g.
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]	RCFDJA29	**31,631**	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	RCFDF055	**282**	5.a.1.a.
b. Over one year through three years	RCFDF056	**41,081**	5.a.1.b.
c. Over three years through five years	RCFDF057	**5,458**	5.a.1.c.
d. Over five years	RCFDF058	**8,688**	5.a.1.d.
2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above)[2]	RCFD2651	**282**	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above)	RCFDF059	**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	RCFDF060	**1,380,255**	5.b.1.a.
b. Over one year through three years	RCFDF061	**944,594**	5.b.1.b.
c. Over three years through five years	RCFDF062	**893,577**	5.b.1.c.
d. Over five years	RCFDF063	**889,718**	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]	RCFDB571	**1,380,255**	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)	RCFD3190	**4,163,653**	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?	RCFDB569	**Yes**	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities	RCFDB570	**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	NR	8.b.1.
2. URL 2	TE02N528	NR	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	NR	8.c.1.
2. Trade name 2	TE02N529	NR	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.
Item 9 is to be completed annually in the December report only. 9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?	RCFD4088	NR	9.
10. Secured liabilities:			10.
a. Amount of "Federal funds purchased in domestic offices" 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))	RCFDF065	611,932	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	Yes	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 in domestic offices:			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.2.a.
b. Secured by junior liens	RCONK174	0	13.a.1.c.2.b.
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	RCFDK183	0	13.a.5.

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			
b. Other real estate owned (included in Schedule RC, item 7):			13.b.
1. Construction, land development, and other land in domestic offices	RCONK187	0	13.b.1.
2. Farmland in domestic offices	RCONK188	0	13.b.2.
3. 1-4 family residential properties in domestic offices	RCONK189	0	13.b.3.
4. Multifamily (5 or more) residential properties in domestic offices	RCONK190	0	13.b.4.
5. Nonfarm nonresidential properties in domestic offices	RCONK191	0	13.b.5.
6. In foreign offices	RCFNK260	0	13.b.6.
7. Portion of covered other real estate owned included in items 13.b.(1) through (6) above that is protected by FDIC loss-sharing agreements	RCFDK192	0	13.b.7.
c. Debt securities (included in Schedule RC, items 2.a and 2.b)	RCFDJ461	0	13.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets)	RCFDJ462	0	13.d.
Items 14.a and 14.b are to be completed annually in the December report only. 14. Captive insurance and reinsurance subsidiaries:			14.
a. Total assets of captive insurance subsidiaries[2]	RCFDK193	NR	14.a.
b. Total assets of captive reinsurance subsidiaries[2]	RCFDK194	NR	14.b.
Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender. 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.
Item 16.a and, if appropriate, items 16.b.(1) through 16.b.(3) are to be completed annually in the December report only. 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.
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. 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):[3]			17.
a. Number of PPP loans outstanding	RCONLG26	43803	17.a.
b. Outstanding balance of PPP loans	RCONLG27	3,685,476	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.

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2. Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.
1. 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 trans
3. 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)). The PPP was established by Section 1102 of the 2020 Coronavirus Aid, Relief, and Economic Security Act.

Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets(Form Type - 031)

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 in domestic offices:							1.a.
1. 1-4 family residential construction loans	RCONF172	189	RCONF174	0	RCONF176	1,245	1.a.1.
2. Other construction loans and all land development and other land loans	RCONF173	33,717	RCONF175	8,358	RCONF177	9,381	1.a.2.
b. Secured by farmland in domestic offices	RCON3493	56	RCON3494	0	RCON3495	8,030	1.b.
c. Secured by 1-4 family residential properties in domestic offices:							1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCON5398	16,756	RCON5399	88	RCON5400	73,999	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:							1.c.2.
a. Secured by first liens	RCONC236	95,993	RCONC237	364,639	RCONC229	52,437	1.c.2.a.
b. Secured by junior liens	RCONC238	1,953	RCONC239	837	RCONC230	7,014	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties in domestic offices	RCON3499	0	RCON3500	0	RCON3501	6,594	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCONF178	3,364	RCONF180	3,675	RCONF182	55,649	1.e.1.
2. Loans secured by other nonfarm nonresidential properties	RCONF179	956	RCONF181	0	RCONF183	105	1.e.2.
f. In foreign offices	RCFNB572	0	RCFNB573	0	RCFNB574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							2.
a. To U.S. banks and other U.S. depository institutions	RCFD5377	158	RCFD5378	0	RCFD5379	0	2.a.
b. To foreign banks	RCFD5380	0	RCFD5381	0	RCFD5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	RCFD1594	0	RCFD1597	0	RCFD1583	0	3.
4. Commercial and industrial loans:							4.
a. To U.S. addressees (domicile)	RCFD1251	47,158	RCFD1252	1,700	RCFD1253	222,259	4.a.
b. To non-U.S. addressees (domicile)	RCFD1254	59,294	RCFD1255	0	RCFD1256	61,531	4.b.
5. Loans to individuals for household, family, and other personal expenditures:							5.
a. Credit cards	RCFDB575	15,063	RCFDB576	14,358	RCFDB577	26,842	5.a.
b. Automobile loans	RCFDK213	63,487	RCFDK214	4,786	RCFDK215	48,068	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCFDK216	17,571	RCFDK217	867	RCFDK218	3,515	5.c.
6. Loans to foreign governments and official institutions	RCFD5389	0	RCFD5390	0	RCFD5391	0	6.
7. All other loans	RCFD5459	2,746	RCFD5460	74	RCFD5461	75,721	7.
8. Lease financing receivables:							8.
a. Leases to individuals for household, family, and other personal expenditures	RCFDF166	0	RCFDF167	0	RCFDF168	0	8.a.
b. All other leases	RCFDF169	1,215	RCFDF170	0	RCFDF171	8,598	8.b.
9. Total loans and leases (sum of items 1 through 8.b)	RCFD1406	359,676	RCFD1407	399,382	RCFD1403	660,988	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	RCFD3505	0	RCFD3506	0	RCFD3507	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:	RCFDK036	78,808	RCFDK037	316,072	RCFDK038	35,598	11.
a. Guaranteed portion of loans and leases included in item 11 above, excluding rebooked "GNMA loans"	RCFDK039	9,242	RCFDK040	40,745	RCFDK041	25,944	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above	RCFDK042	69,280	RCFDK043	275,327	RCFDK044	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 in domestic offices:							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	12.a.1.a.

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. Other construction loans and all land development and other land loans	RCONK048	0	RCONK049	0	RCONK050	0	12.a.1.b.
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	12.a.3.a.
b. Closed-end loans secured by 1-4 family residential properties:							12.a.3.b.
1. Secured by first liens	RCONK057	0	RCONK058	0	RCONK059	0	12.a.3.b.1.
2. Secured by junior liens	RCONK060	0	RCONK061	0	RCONK062	0	12.a.3.b.2.
4. Secured by multifamily (5 or more) residential properties	RCONK063	0	RCONK064	0	RCONK065	0	12.a.4.
5. Secured by nonfarm nonresidential properties:							12.a.5.
a. Loans secured by owner-occupied nonfarm nonresidential properties	RCONK066	0	RCONK067	0	RCONK068	0	12.a.5.a.
b. Loans secured by other nonfarm nonresidential properties	RCONK069	0	RCONK070	0	RCONK071	0	12.a.5.b.
b. Not applicable							12.b.
c. Not applicable							12.c.
d. Not applicable							12.d.
e. All other loans and all leases	RCFDK087	0	RCFDK088	0	RCFDK089	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	RCFDK102	0	RCFDK103	0	RCFDK104	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 in domestic offices:							M.1.a.
1. 1-4 family residential construction loans	RCONK105	76	RCONK106	0	RCONK107	993	M.1.a.1.
2. Other construction loans and all land development and other land loans	RCONK108	49	RCONK109	833	RCONK110	4,530	M.1.a.2.
b. Loans secured by 1-4 family residential properties in domestic offices	RCONF661	30,178	RCONF662	93,649	RCONF663	64,707	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	RCONK111	0	RCONK112	0	RCONK113	52	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties	RCONK114	0	RCONK115	0	RCONK116	37,043	M.1.d.1.
2. Loans secured by other nonfarm nonresidential properties	RCONK117	0	RCONK118	0	RCONK119	0	M.1.d.2.
e. Commercial and industrial loans:							M.1.e.
1. To U.S. addressees (domicile)	RCFDK120	128	RCFDK121	0	RCFDK122	141,273	M.1.e.1.
2. To non-U.S. addressees (domicile)	RCFDK123	0	RCFDK124	0	RCFDK125	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures)	RCFDK126	2,216	RCFDK127	9	RCFDK128	76,336	M.1.f.
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.f, columns A through C): 1. Loans secured by farmland in domestic offices	RCONK130	0	RCONK131	0	RCONK132	0	M.1.f.1.
2. Not applicable							M.1.f.2.
3. Loans to finance agricultural production and other loans to farmers	RCFDK138	0	RCFDK139	0	RCFDK140	0	M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:							M.1.f.4.
a. Credit cards	RCFDK274	0	RCFDK275	0	RCFDK276	0	M.1.f.4.a.
b. Automobile loans	RCFDK277	0	RCFDK278	0	RCFDK279	0	M.1.f.4.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	RCFDK280	0	RCFDK281	0	RCFDK282	0	M.1.f.4.c.
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)[1]	RCFDHK26	32,647	RCFDHK27	94,491	RCFDHK28	324,934	M.1.g.

1. Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(4) when calculating the total in Memorandum item 1.g.

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		
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	RCFD6558	**0**	RCFD6559	**0**	RCFD6560	**20,682**	M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	RCFD1248	**0**	RCFD1249	**1,199**	RCFD1250	**121**	M.3.
4. Not applicable							M.4.
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	RCFDC240	**13,270**	RCFDC241	**82,503**	RCFDC226	**39,867**	M.5.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
6. Derivative contracts: Fair value of amounts carried as assets	RCFD3529	**0**	RCFD3530	**0**	M.6.

Dollar amounts in thousands			
Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only. 7. Additions to nonaccrual assets during the previous six months	RCFDC410	**271,242**	M.7.
8. Nonaccrual assets sold during the previous six months	RCFDC411	**37,938**	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 Stament of Position 03-3):[2]							M.9.
a. Outstanding balance	RCFDL183	**NR**	RCFDL184	**NR**	RCFDL185	**NR**	M.9.a.
b. Amount included in Schedule RC-N, items 1 through 7, above	RCFDL186	**NR**	RCFDL187	**NR**	RCFDL188	**NR**	M.9.b.

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 - 031)

All FDIC-insured depository institutions must complete items 1 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	RCFDF236	194,261,844	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions (including foreign deposits)	RCFDF237	152,202	2.
3. Total foreign deposits, including interest accrued and unpaid thereon (included in item 2 above)	RCFNF234	152,202	3.
4. Average consolidated total assets for the calendar quarter	RCFDK652	203,062,792	4.
a. Averaging method used (for daily averaging, enter 1; for weekly averaging, enter 2)	RCFDK653	1	4.a.
5. Average tangible equity for the calendar quarter[1]	RCFDK654	16,827,562	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions	RCFDK655	16	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	RCFDG465	1,368,564	7.a.
b. Over one year through three years	RCFDG466	648,580	7.b.
c. Over three years through five years	RCFDG467	821,787	7.c.
d. Over five years	RCFDG468	657,281	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	RCFDG469	0	8.a.
b. Over one year through three years	RCFDG470	0	8.b.
c. Over three years through five years	RCFDG471	748,153	8.c.
d. Over five years	RCFDG472	171,994	8.d.
9. Brokered reciprocal deposits (included in Schedule RC-E, Part I, Memorandum item 1.b)	RCONG803	240	9.
Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution. 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	RCFDK656	No	10.
If the answer to item 10 is "YES," complete items 10.a and 10.b. a. Banker's bank deduction	RCFDK657	NR	10.a.
b. Banker's bank deduction limit	RCFDK658	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	RCFDK659	Yes	11.
If the answer to item 11 is "YES," complete items 11.a and 11.b. a. Custodial bank deduction	RCFDK660	54,213,398	11.a.
b. Custodial bank deduction limit	RCFDK661	3,853,397	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	72,693,694	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of $250,000 or less	RCONF050	6073364	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	118,693,137	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than $250,000	RCONF052	57292	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	2,670,072	M.1.c.1.
2. Number of retirement deposit accounts of $250,000 or less	RCONF046	363748	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	52,739	M.1.d.1.
2. Number of retirement deposit accounts of more than $250,000	RCONF048	142	M.1.d.2.
Memorandum item 2 is to be completed by banks with $1 billion or more in total assets. 2. Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions, including related interest accrued and unpaid (see instructions)[3]	RCON5597	108,783,806	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. Dually payable deposits in the reporting institution's foreign branches	RCFNGW43	0	M.4.
Memorandum items 5 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. 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	RCFDMW53	518,011	M.5.
6. Criticized and classified items:			M.6.
a. Special mention	RCFDK663	CONF	M.6.a.
b. Substandard	RCFDK664	CONF	M.6.b.
c. Doubtful	RCFDK665	CONF	M.6.c.
d. Loss	RCFDK666	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	RCFDN025	CONF	M.7.a.
b. Securitizations of nontraditional 1-4 family residential mortgage loans	RCFDN026	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	RCFDN027	CONF	M.8.a.
b. Securitizations of higher-risk consumer loans	RCFDN028	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	RCFDN029	CONF	M.9.a.
b. Securitizations of higher-risk commercial and industrial loans and securities	RCFDN030	CONF	M.9.b.
10. Commitments to fund construction, land development, and other land loans secured by real estate for the consolidated bank:			M.10.
a. Total unfunded commitments	RCFDK676	3,290,227	M.10.a.
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC)	RCFDK677	0	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)	RCFDK669	83	M.11.
12. Nonbrokered time deposits of more than $250,000 in domestic offices (included in Schedule RC-E, Memorandum item 2.d)	RCONK678	204,976	M.12.
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. 13. Portion of funded loans and securities in domestic and foreign offices 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	RCFDN177	13,306	M.13.a.
b. Loans secured by multifamily residential and nonfarm nonresidential properties	RCFDN178	110,887	M.13.b.
c. Closed-end loans secured by first liens on 1-4 family residential properties	RCFDN179	5,073,137	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	RCFDN180	9,245	M.13.d.
e. Commercial and industrial loans	RCFDN181	3,607,774	M.13.e.
f. Credit card loans to individuals for household, family, and other personal expenditures	RCFDN182	0	M.13.f.
g. All other loans to individuals for household, family, and other personal expenditures	RCFDN183	0	M.13.g.
h. Non-agency residential mortgage-backed securities	RCFDM963	0	M.13.h.
Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations. 14. Amount of the institution's largest counterparty exposure	RCFDK673	CONF	M.14.
15. Total amount of the institution's 20 largest counterparty exposures	RCFDK674	CONF	M.15.

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 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. 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)	RCFDL189	**188,202**	M.16.
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	RCFDL194	**NR**	M.17.a.
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions (including foreign deposits)	RCFDL195	**NR**	M.17.b.
c. Unsecured "Other borrowings" with a remaining maturity of one year or less	RCFDL196	**NR**	M.17.c.
d. Estimated amount of uninsured deposits in domestic offices of the institution and in insured branches in Puerto Rico and U.S. territories and possessions, including related interest accrued and unpaid	RCONL197	**NR**	M.17.d.

Dollar amounts in thousands	(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	
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	RCFDM964 CONF	RCFDM965 CONF	RCFDM966 CONF	RCFDM967 CONF	RCFDM968 CONF	RCFDM969 CONF	RCFDM970 CONF	RCFDM971 CONF	RCFDM972 CONF	RCFDM973 CONF	RCFDM974 CONF	RCFDM975 CONF	RCFDM976 CONF	RCFDM977 CONF	RCFDM978 CONF	M18a
b. Closed-end loans secured by first liens on 1-4 family residential properties	RCFDM979 CONF	RCFDM980 CONF	RCFDM981 CONF	RCFDM982 CONF	RCFDM983 CONF	RCFDM984 CONF	RCFDM985 CONF	RCFDM986 CONF	RCFDM987 CONF	RCFDM988 CONF	RCFDM989 CONF	RCFDM990 CONF	RCFDM991 CONF	RCFDM992 CONF	RCFDM993 CONF	M18b
c. Closed-end loans secured by junior liens on 1-4 family residential properties	RCFDM994 CONF	RCFDM995 CONF	RCFDM996 CONF	RCFDM997 CONF	RCFDM998 CONF	RCFDM999 CONF	RCFDN001 CONF	RCFDN002 CONF	RCFDN003 CONF	RCFDN004 CONF	RCFDN005 CONF	RCFDN006 CONF	RCFDN007 CONF	RCFDN008 CONF	RCFDN009 CONF	M18c
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	RCFDN010 CONF	RCFDN011 CONF	RCFDN012 CONF	RCFDN013 CONF	RCFDN014 CONF	RCFDN015 CONF	RCFDN016 CONF	RCFDN017 CONF	RCFDN018 CONF	RCFDN019 CONF	RCFDN020 CONF	RCFDN021 CONF	RCFDN022 CONF	RCFDN023 CONF	RCFDN024 CONF	M18d
e. Credit cards	RCFDN040 CONF	RCFDN041 CONF	RCFDN042 CONF	RCFDN043 CONF	RCFDN044 CONF	RCFDN045 CONF	RCFDN046 CONF	RCFDN047 CONF	RCFDN048 CONF	RCFDN049 CONF	RCFDN050 CONF	RCFDN051 CONF	RCFDN052 CONF	RCFDN053 CONF	RCFDN054 CONF	M18e
f. Automobile loans	RCFDN055 CONF	RCFDN056 CONF	RCFDN057 CONF	RCFDN058 CONF	RCFDN059 CONF	RCFDN060 CONF	RCFDN061 CONF	RCFDN062 CONF	RCFDN063 CONF	RCFDN064 CONF	RCFDN065 CONF	RCFDN066 CONF	RCFDN067 CONF	RCFDN068 CONF	RCFDN069 CONF	M18f
g. Student loans	RCFDN070 CONF	RCFDN071 CONF	RCFDN072 CONF	RCFDN073 CONF	RCFDN074 CONF	RCFDN075 CONF	RCFDN076 CONF	RCFDN077 CONF	RCFDN078 CONF	RCFDN079 CONF	RCFDN080 CONF	RCFDN081 CONF	RCFDN082 CONF	RCFDN083 CONF	RCFDN084 CONF	M18g
h. Other consumer loans and revolving credit plans other than credit cards	RCFDN085 CONF	RCFDN086 CONF	RCFDN087 CONF	RCFDN088 CONF	RCFDN089 CONF	RCFDN090 CONF	RCFDN091 CONF	RCFDN092 CONF	RCFDN093 CONF	RCFDN094 CONF	RCFDN095 CONF	RCFDN096 CONF	RCFDN097 CONF	RCFDN098 CONF	RCFDN099 CONF	M18h
i. Consumer leases	RCFDN100 CONF	RCFDN101 CONF	RCFDN102 CONF	RCFDN103 CONF	RCFDN104 CONF	RCFDN105 CONF	RCFDN106 CONF	RCFDN107 CONF	RCFDN108 CONF	RCFDN109 CONF	RCFDN110 CONF	RCFDN111 CONF	RCFDN112 CONF	RCFDN113 CONF	RCFDN114 CONF	M18i
j. Total	RCFDN115 CONF	RCFDN116 CONF	RCFDN117 CONF	RCFDN118 CONF	RCFDN119 CONF	RCFDN120 CONF	RCFDN121 CONF	RCFDN122 CONF	RCFDN123 CONF	RCFDN124 CONF	RCFDN125 CONF	RCFDN126 CONF	RCFDN127 CONF	RCFDN128 CONF		M18j

Schedule RC-P - 1-4 Family Residential Mortgage Banking Activities in Domestic Offices(Form Type - 031)

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 in domestic offices 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	1,518,252	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale[2]	RCONHT82	3,165,981	2.
3. 1-4 family residential mortgage loans sold during the quarter	RCONFT04	4,416,275	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	5,684,319	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	62,159	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter	RCONHT86	10,389	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	9,249	7.c.

Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis(Form Type - 031)

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]	RCFDJA36 37,509,120	RCFDG474 0	RCFDG475 127,034	RCFDG476 37,382,086	RCFDG477 0	1.
2. Federal funds sold and securities purchased under agreements to resell	RCFDG478 0	RCFDG479 0	RCFDG480 0	RCFDG481 0	RCFDG482 0	2.
3. Loans and leases held for sale	RCFDG483 1,633,300	RCFDG484 0	RCFDG485 0	RCFDG486 1,633,300	RCFDG487 0	3.
4. Loans and leases held for investment	RCFDG488 150,641	RCFDG489 0	RCFDG490 0	RCFDG491 0	RCFDG492 150,641	4.
5. Trading assets:						5.
a. Derivative assets	RCFD3543 2,443,049	RCFDG493 0	RCFDG494 27,570	RCFDG495 2,376,151	RCFDG496 39,328	5.a.
b. Other trading assets	RCFDG497 912,741	RCFDG498 0	RCFDG499 298,121	RCFDG500 614,620	RCFDG501 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)	RCFDF240 0	RCFDF684 0	RCFDF692 0	RCFDF241 0	RCFDF242 0	5.b.1.
6. All other assets	RCFDG391 1,219,364	RCFDG392 0	RCFDG395 709	RCFDG396 400,360	RCFDG804 818,295	6.
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6)	RCFDG502 43,868,215	RCFDG503 0	RCFDG504 453,434	RCFDG505 42,406,517	RCFDG506 1,008,264	7.
8. Deposits	RCFDF252 0	RCFDF686 0	RCFDF694 0	RCFDF253 0	RCFDF254 0	8.
9. Federal funds purchased and securities sold under agreements to repurchase	RCFDG507 0	RCFDG508 0	RCFDG509 0	RCFDG510 0	RCFDG511 0	9.
10. Trading liabilities:						10.
a. Derivative liabilities	RCFD3547 1,678,683	RCFDG512 0	RCFDG513 397,561	RCFDG514 1,273,533	RCFDG515 7,589	10.a.
b. Other trading liabilities	RCFDG516 527,753	RCFDG517 0	RCFDG518 110,365	RCFDG519 417,388	RCFDG520 0	10.b.

1. 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	
11. Other borrowed money	RCFDG521 0	RCFDG522 0	RCFDG523 0	RCFDG524 0	RCFDG525 0	11.
12. Subordinated notes and debentures	RCFDG526 0	RCFDG527 0	RCFDG528 0	RCFDG529 0	RCFDG530 0	12.
13. All other liabilities	RCFDG805 228,250	RCFDG806 0	RCFDG807 7,746	RCFDG808 7,370	RCFDG809 213,134	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13)	RCFDG531 2,434,686	RCFDG532 0	RCFDG533 515,672	RCFDG534 1,698,291	RCFDG535 220,723	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	RCFDG536 818,295	RCFDG537 0	RCFDG538 0	RCFDG539 0	RCFDG540 818,295	M.1.a.

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	
b. Nontrading derivative assets	RCFDG541 401,069	RCFDG542 0	RCFDG543 709	RCFDG544 400,360	RCFDG545 0	M.1.b.

Dollar amounts in thousands			
c. Disclose component and the dollar amount of that component:			M.1.c.
1. Describe component	TEXTG546	NR	M.1.c.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	RCFDG546 0	RCFDG547 0	RCFDG548 0	RCFDG549 0	RCFDG550 0	M.1.c.2.

Dollar amounts in thousands			
d. Disclose component and the dollar amount of that component:			M.1.d.
1. Describe component	TEXTG551	NR	M.1.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	RCFDG551 0	RCFDG552 0	RCFDG553 0	RCFDG554 0	RCFDG555 0	M.1.d.2.

Dollar amounts in thousands			
e. Disclose component and the dollar amount of that component:			M.1.e.
1. Describe component	TEXTG556	NR	M.1.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	RCFDG556 0	RCFDG557 0	RCFDG558 0	RCFDG559 0	RCFDG560 0	M.1.e.2.

Dollar amounts in thousands			
f. Disclose component and the dollar amount of that component:			M.1.f.
1. Describe component	TEXTG561	NR	M.1.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	RCFDG561 0	RCFDG562 0	RCFDG563 0	RCFDG564 0	RCFDG565 0	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)	RCFDF261 0	RCFDF689 0	RCFDF697 0	RCFDF262 0	RCFDF263 0	M.2.a.
b. Nontrading derivative liabilities	RCFDG566 228,250	RCFDG567 0	RCFDG568 7,746	RCFDG569 7,370	RCFDG570 213,134	M.2.b.

Dollar amounts in thousands			
c. Disclose component and the dollar amount of that component:			M.2.c.
1. Describe component	TEXTG571	**NR**	M.2.c.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	RCFDG571 0	RCFDG572 0	RCFDG573 0	RCFDG574 0	RCFDG575 0	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.

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	RCFDG576 0	RCFDG577 0	RCFDG578 0	RCFDG579 0	RCFDG580 0	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.

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	RCFDG581 0	RCFDG582 0	RCFDG583 0	RCFDG584 0	RCFDG585 0	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.

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	RCFDG586 0	RCFDG587 0	RCFDG588 0	RCFDG589 0	RCFDG590 0	M.2.f.2.

Dollar amounts in thousands	Consolidated Bank		
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	RCFDHT87	1,783,941	M.3.a.1.
2. All other loans secured by real estate	RCFDHT88	0	M.3.a.2.
b. Commercial and industrial loans	RCFDF585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT89	0	M.3.c.
d. Other loans	RCFDF589	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	RCFDHT91	1,725,430	M.4.a.1.
2. All other loans secured by real estate	RCFDHT92	0	M.4.a.2.
b. Commercial and industrial loans	RCFDF597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	RCFDHT93	0	M.4.c.
d. Other loans	RCFDF601	0	M.4.d.

Schedule RC-R Part I - Regulatory Capital Components and Ratios(Form Type - 031)

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	RCFAP742	16,173,713	1.
2. Retained earnings[1]	RCFAKW00	5,794,033	2.
To be completed only by institutions that have adopted ASU 2016-13: 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)	RCFAB530	1,977,677	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.)	RCOAP838	1	3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital	RCFAP839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4)	RCFAP840	23,945,423	5.
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs)	RCFAP841	4,115,601	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs	RCFAP842	96,274	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	RCFAP843	3,658	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)	RCFAP844	1,471,921	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)	RCFAP846	547,663	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)	RCFAP847	-41,907	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)	RCFAP848	0	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)	RCFAP849	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)	RCFAQ258	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.	RCFAP850	985,590	10.b.

Dollar amounts in thousands	(Column A) Non-advanced Approaches Institutions		(Column B) Advanced Approaches Institutions		
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments			RCFWP851	NR	11.
12. Subtotal (for column A, item 5 minus items 6 through 10.b; for column B, item 5 minus items 6 through 11)	RCFAP852	16,766,623	RCFWP852	NR	12.
13. Not available					13.
a. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12	RCFALB58	0			13.a.
b. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			RCFWP853	NR	13.b.
14. Not available					14.
a. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12	RCFALB59	0			14.a.
b. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			RCFWP854	NR	14.b.
15. Not available					15.
a. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of item 12	RCFALB60	0			15.a.
b. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			RCFWP855	NR	15.b.
16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold			RCFWP856	NR	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	RCFAP857	0	RCFWP857	NR	17.
18. Total adjustments and deductions for common equity tier 1 capital[3]	RCFAP858	0	RCFWP858	NR	18.
19. Common equity tier 1 capital (item 12 minus item 18)	RCFAP859	16,766,623	RCFWP859	NR	19.

Dollar amounts in thousands			
20. Additional tier 1 capital instruments plus related surplus	RCFAP860	0	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital	RCFAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital	RCFAP862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22)	RCFAP863	0	23.
24. LESS: Additional tier 1 capital deductions	RCFAP864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero)	RCFAP865	0	25.
26. Tier 1 capital[1]	RCFA8274	16,766,623	26.
27. Average total consolidated assets[2]	RCFAKW03	203,735,406	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)[3]	RCFAP875	5,201,123	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes	RCFAB596	411,750	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29)	RCFAA224	198,122,533	30.
31. Leverage ratio (item 26 divided by 30)	RCFA7204	8.4628%	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.

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.

Dollar amounts in thousands	(Column A) Amount		(Column B) Percentage		
32. Total assets*	RCFA2170	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	RCFAKX77	NR	RCFAKX78	NR	33.
34. Off-balance sheet exposures:					34.
a. Unused portion of conditionally cancellable commitments	RCFAKX79	NR			34.a.
b. Securities lent and borrowed (Schedule RC-L, sum of items 6.a and 6.b)	RCFAKX80	NR			34.b.
c. Other off-balance sheet exposures	RCFAKX81	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	RCFAKX82	NR	RCFAKX83	NR	34.d.

Dollar amounts in thousands			
35. Unconditionally cancellable commitments	RCFAS540	NR	35.
36. Investments in the tier 2 capital of unconsolidated financial institutions	RCFALB61	NR	36.
37. Allocated transfer risk reserve	RCFA3128	NR	37.
38. Amount of allowances for credit losses on purchased credit-deteriorated assets:			38.
a. Loans and leases held for investment	RCFAJJ30	NR	38.a.
b. Held-to-maturity debt securities	RCFAJJ31	NR	38.b.
c. Other financial assets measured at amortized cost	RCFAJJ32	NR	38.c.
39. Tier 2 capital instruments plus related surplus	RCFAP866	770,517	39.
40. Non-qualifying capital instruments subject to phase-out from tier 2 capital	RCFAP867	0	40.
41. Total capital minority interest that is not included in tier 1 capital	RCFAP868	0	41.
42. Allowance for loan and lease losses and eligible credit reserves includable in tier 2 capital			42.
a. Allowance for loan and lease losses includable in tier 2 capital[1]	RCFA5310	1,533,314	42.a.
b. (Advanced approaches institutions that exit parallel run only): Eligible credit reserves includable in tier 2 capital.	RCFW5310	NR	42.b.
43. Not applicable.			43.
44. Tier 2 capital before deductions			44.
a. Tier 2 capital before deductions (sum of items 39 through 42)	RCFAP870	2,303,831	44.a.
b. (Advanced approaches institutions that exit parallel run only): Tier 2 capital before deductions (sum of items 39 through 41, plus item 42.b)	RCFWP870	NR	44.b.
45. LESS: Tier 2 capital deductions	RCFAP872	0	45.
46. Tier 2 capital			46.
a. Tier 2 capital (greater of item 44.a minus item 45, or zero)	RCFA5311	2,303,831	46.a.
b. (Advanced approaches institutions that exit parallel run only): Tier 2 capital (greater of item 44.b minus item 45, or zero)	RCFW5311	NR	46.b.
47. Total capital			47.
a. Total capital (sum of items 26 and 46.a)	RCFA3792	19,070,454	47.a.
b. (Advanced approaches institutions that exit parallel run only): Total capital (sum of items 26 and 46.b)	RCFW3792	NR	47.b.
48. Total risk-weighted assets			48.
a. Total risk-weighted assets (from Schedule RC-R, Part II, item 31)	RCFAA223	143,679,461	48.a.
b. (Advanced approaches institutions that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60)	RCFWA223	NR	48.b.

3. Beginning with the June 30, 2020, report date, all non-advanced approaches institutions should report in item 18, column A, the sum of items 13.a, 14.a, 15.a, and 17, column A; all advanced approaches institutions should report in item 18, column B, the sum of items 13.b, 14.b, 15.b, 16, and 17, column B.

1. Beginning with the June 30, 2020, report date, all non-advanced approaches institutions should report the sum of item 19, column A, and item 25 in item 26; all advanced approaches institutions should report the sum of item 19, column B, and item 25 in item 26.

2. 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.

3. Beginning with the June 30, 2020, report date, all non-advanced approaches institutions should report in item 28 the sum of items 6, 7, 8, 10.b, 13.a, 14.a, 15.a, 17 (column A), and certain elements of item 24 - see instructions; all advanced approaches institutions should report in item 28, the sum of items 6, 7, 8, 10.b, 11, 13.b, 14.b, 15.b, 16, 17 (column B), and certain elements of item 24 - see instructions.

Dollar amounts in thousands	(Column A) Percentage		(Column B) Percentage		
49. Common equity tier 1 capital ratio (Column A: item 19, column A or B, as applicable, divided by item 48.a) (Advanced approaches institutions that exit parallel run only: Column B: item 19, column B, divided by item 48.b)	RCFAP793	**11.6695%**	RCFWP793	**NR**	49.
50. Tier 1 capital ratio (Column A: item 26 divided by item 48.a) (Advanced approaches institutions that exit parallel run only: Column B: item 26 divided by item 48.b)	RCFA7206	**11.6695%**	RCFW7206	**NR**	50.
51. Total capital ratio (Column A: item 47.a divided by item 48.a) (Advanced approaches institutions that exit parallel run only: Column B: item 47.b divided by item 48.b)	RCFA7205	**13.2729%**	RCFW7205	**NR**	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	RCFAH311	**5.2729%**	52.a.
b. Advanced approaches institutions and institutions subject to Category III capital standards only: Total applicable capital buffer	RCFWH312	**NR**	52.b.
53. Eligible retained income[1]	RCFAH313	**NR**	53.
54. Distributions and discretionary bonus payments during the quarter[2]	RCFAH314	**NR**	54.
55. Advanced approaches institutions and institutions subject to Category III capital standards only: Supplementary leverage ratio information:			55.
a. Total leverage exposure[3]	RCFAH015	**NR**	55.a.
b. Supplementary leverage ratio	RCFAH036	**NR**	55.b.

*. For report dates through December 31, 2021, report the lesser of total assets reported in Schedule RC, item 12, as of December 31, 2019, or the current report date, which must be less than $10 billion.

1. 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.

1. Institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to 2.5000 percent (plus any other applicable buffer if the institution is an advanced approaches institution or a Category III institution).

2. Institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 46.a, in the Call Report for the December 31, 2019, report date was less than or equal to 2.5000 percent (plus any other applicable buffer if the institution is an advanced approaches institution or a Category III institution).

3. 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 - 031)

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...........	RCFDD957 35,678,599	RCFDS396 1,538	RCFDD958 33,331,738				RCFDD959 2,343,689	RCFDS397 162	RCFDD960 1,454	RCFDS398 18	1.
2. Securities:											2.
a. Held-to-maturity securities[3]..	RCFDD961 8,749	RCFDS399 0	RCFDD962 0	RCFDHJ74 0	RCFDHJ75 0		RCFDD963 8,749	RCFDD964 0	RCFDD965 0	RCFDS400 0	2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading..	RCFDJA21 30,246,641	RCFDS402 1,714,310	RCFDD967 7,996,674	RCFDHJ76 0	RCFDHJ77 0		RCFDD968 20,506,817	RCFDD969 1,100	RCFDD970 27,740	RCFDS403 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											3.
a. Federal funds sold in domestic offices.........................	RCOND971 0		RCOND972 0				RCOND973 0	RCONS410 0	RCOND974 0	RCONS411 0	3.a.
b. Securities purchased under agreements to resell........	RCFDH171 0	RCFDH172 0									3.b.
4. Loans and leases held for sale:											4.
a. Residential mortgage exposures................................	RCFDS413 5,684,319	RCFDS414 0	RCFDH173 0				RCFDS415 4,149,788	RCFDS416 1,213,959	RCFDS417 320,572		4.a.
b. High volatility commercial real estate exposures.........	RCFDS419 1,043	RCFDS420 0	RCFDH174 0				RCFDH175 0	RCFDH176 0	RCFDH177 0	RCFDS421 1,043	4.b.
c. Exposures past due 90 days or more or on nonaccrual[3]...	RCFDS423 36,997	RCFDS424 0	RCFDS425 0	RCFDHJ78 0	RCFDHJ79 0		RCFDS426 0	RCFDS427 0	RCFDS428 0	RCFDS429 36,997	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................	RCFDH270 NR	RCFDS405 0		RCFDS406 0				RCFDH271 0	RCFDH272 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:										3.
a. Federal funds sold in domestic offices										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 PCD 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.

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	
b. Securities purchased under agreements to resell										3.b.
4. Loans and leases held for sale:										4.
a. Residential mortgage exposures..								RCFDH273 0	RCFDH274 0	4.a.
b. High volatility commercial real estate exposures................								RCFDH275 0	RCFDH276 0	4.b.

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	
c. Exposures past due 90 days or more or on nonaccrual[6].....								RCFDH277 0	RCFDH278 0	4.c.

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%	
4. Loans and leases held for sale (continued):											4.
d. All other exposures...	RCFDS431 7,926	RCFDS432 0	RCFDS433 0	RCFDHJ80 0	RCFDHJ81 0		RCFDS434 0	RCFDS435 0	RCFDS436 7,926	RCFDS437 0	4.d.
5. Loans and leases held for investment:											5.
a. Residential mortgage exposures................................	RCFDS439 20,544,878	RCFDS440 559	RCFDH178 0				RCFDS441 921,593	RCFDS442 15,514,506	RCFDS443 4,108,220		5.a.
b. High volatility commercial real estate exposures.........	RCFDS445 256,494	RCFDS446 0	RCFDH179 0				RCFDH180 0	RCFDH181 0	RCFDH182 0	RCFDS447 256,494	5.b.
c. Exposures past due 90 days or more or on nonaccrual[7]...	RCFDS449 512,486	RCFDS450 0	RCFDS451 0	RCFDHJ82 0	RCFDHJ83 0		RCFDS452 0	RCFDS453 0	RCFDS454 0	RCFDS455 512,486	5.c.
d. All other exposures...	RCFDS457 83,543,635	RCFDS458 5,356	RCFDS459 3,762,006	RCFDHJ84 0	RCFDHJ85 0		RCFDS460 319,911	RCFDS461 871,738	RCFDS462 78,584,624	RCFDS463 0	5.d.
6. LESS: Allowance for loan and lease losses.......................	RCFD3123 2,032,900	RCFD3123 2,032,900									6.
7. Trading assets..	RCFDD976 3,355,790	RCFDS466 3,332,789	RCFDD977 0	RCFDHJ86 0	RCFDHJ87 0		RCFDD978 0	RCFDD979 0	RCFDD980 0	RCFDS467 0	7.
8. All other assets[8]..	RCFDD981 16,000,112	RCFDS469 5,157,238	RCFDD982 484,428	RCFDHJ88 0	RCFDHJ89 0		RCFDD983 105,532	RCFDD984 0	RCFDD985 7,955,738	RCFDH185 274	8.
a. Separate account bank-owned life insurance											8.a.
b. Default fund contributions to central counterparties											8.b.

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	
4. Loans and leases held for sale (continued):										4.
d. All other exposures								RCFDH279 0	RCFDH280 0	4.d.
5. Loans and leases held for investment:										5.
a. Residential mortgage exposures								RCFDH281 0	RCFDH282 0	5.a.
b. High volatility commercial real estate exposures								RCFDH283 0	RCFDH284 0	5.b.
c. Exposures past due 90 days or more or on nonaccrual[11]								RCFDH285 0	RCFDH286 0	5.c.
d. All other exposures								RCFDH287 0	RCFDH288 0	5.d.
6. LESS: Allowance for loan and lease losses										6.
7. Trading assets	RCFDH289 NR	RCFDH186 0	RCFDH290 0	RCFDH187 0				RCFDH291 23,001	RCFDH292 4,600	7.
8. All other assets[12]	RCFDH293 818,295	RCFDH188 0	RCFDS470 0	RCFDS471 0				RCFDH294 0	RCFDH295 0	8.
a. Separate account bank-owned life insurance								RCFDH296 1,478,607	RCFDH297 1,002,606	8.a.
b. Default fund contributions to central counterparties								RCFDH298 0	RCFDH299 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	RCFDS475 0	RCFDS476 0	RCFDS477 0	RCFDS478 0	RCFDS479 0	9.a.
b. Available-for-sale securities	RCFDS480 7,262,479	RCFDS481 7,262,479	RCFDS482 0	RCFDS483 1,480,718	RCFDS484 0	9.b.
c. Trading assets	RCFDS485 0	RCFDS486 0	RCFDS487 0	RCFDS488 0	RCFDS489 0	9.c.
d. All other on-balance sheet securitization exposures	RCFDS490 2,872,027	RCFDS491 2,872,027	RCFDS492 0	RCFDS493 605,194	RCFDS494 0	9.d.
10. Off-balance sheet securitization exposures	RCFDS495 338,194	RCFDS496 338,194	RCFDS497 0	RCFDS498 114,384	RCFDS499 0	10.

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%	
11. Total balance sheet assets[14]	RCFD2170 203,979,275	RCFDS500 18,313,396	RCFDD987 45,574,846	RCFDHJ90 0	RCFDHJ91 0		RCFDD988 28,356,079	RCFDD989 17,601,465	RCFDD990 91,006,274	RCFDS503 807,312	11.

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	
11. Total balance sheet assets[14]	RCFDS504 818,295	RCFDS505 0	RCFDS506 0	RCFDS507 0			RCFDS510 0	RCFDH300 1,501,608	11.

Dollar amounts in thousands	(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%	
12. Financial standby letters of credit	RCFDD991 1,117,592	RCFDD992 1,117,592	RCFDD993 137,942	RCFDHJ92 0	RCFDHJ93 0		RCFDD994 8,083	RCFDD995 0	RCFDD996 971,567	RCFDS511 0	12.
13. Performance standby letters of credit and transaction-related contingent items	RCFDD997 731,004	RCFDD998 365,502	RCFDD999 5,795				RCFDG603 66	RCFDG604 0	RCFDG605 359,641	RCFDS512 0	13.
14. Commercial and similar letters of credit with an original maturity of one year or less	RCFDG606 12,350	RCFDG607 2,470	RCFDG608 0	RCFDHJ94 0	RCFDHJ95 0		RCFDG609 0	RCFDG610 0	RCFDG611 2,470	RCFDS513 0	14.
15. Retained recourse on small business obligations sold with recourse	RCFDG612 0	RCFDG613 0	RCFDG614 0				RCFDG615 0	RCFDG616 0	RCFDG617 0	RCFDS514 0	15.

Dollar amounts in thousands	(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%	
16. Repo-style transactions[21]	RCFDS515 533,199	RCFDS516 533,199	RCFDS517 533,199	RCFDS518 0	RCFDS519 0		RCFDS520 0	RCFDS521 0	RCFDS522 0	RCFDS523 0	16.
17. All other off-balance sheet liabilities	RCFDG618 156,348	RCFDG619 156,348	RCFDG620 0				RCFDG621 0	RCFDG622 46,098	RCFDG623 110,250	RCFDS524 0	17.
18. Unused commitments:*											18.
a. Original maturity of one year or less	RCFDS525 10,564,760	RCFDS526 2,112,952	RCFDS527 0	RCFDHJ96 0	RCFDHJ97 0		RCFDS528 2,725	RCFDS529 7,880	RCFDS530 2,102,347	RCFDS531 0	18.a.

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.

Dollar amounts in thousands	(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%	
b. Original maturity exceeding one year	RCFDG624 46,412,282	RCFDG625 23,206,141	RCFDG626 700	RCFDHJ98 0	RCFDHJ99 0		RCFDG627 0	RCFDG628 88,565	RCFDG629 23,095,052	RCFDS539 21,824	18.b.
19. Unconditionally cancelable commitments	RCFDS540 19,400,372	RCFDS541 0									19.
20. Over-the-counter derivatives		RCFDS542 4,751,761	RCFDS543 491,172	RCFDHK00 0	RCFDHK01 0	RCFDS544 0	RCFDS545 1,598,401	RCFDS546 0	RCFDS547 2,662,188	RCFDS548 0	20.
21. Centrally cleared derivatives		RCFDS549 320,360	RCFDS550 0	RCFDS551 0	RCFDS552 320,360		RCFDS554 0	RCFDS555 0	RCFDS556 0	RCFDS557 0	21.
22. Unsettled transactions (failed trades)[22]	RCFDH191 0		RCFDH193 0				RCFDH194 0	RCFDH195 0	RCFDH196 0	RCFDH197 0	22.

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

Dollar amounts in thousands	(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	
16. Repo-style transactions[24]				RCFDH301 0	RCFDH302 0	16.
17. All other off-balance sheet liabilities						17.
18. Unused commitments:[*]						18.
a. Original maturity of one year or less				RCFDH303 0	RCFDH304 0	18.a.
b. Original maturity exceeding one year				RCFDH307 0	RCFDH308 0	18.b.
19. Unconditionally cancelable commitments						19.
20. Over-the-counter derivatives				RCFDH309 0	RCFDH310 0	20.
21. Centrally cleared derivatives						21.
22. Unsettled transactions (failed trades)[25]	RCFDH198 0	RCFDH199 0	RCFDH200 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)	RCFDG630 46,743,654	RCFDS558 0	RCFDS559 320,360	RCFDS560 0	RCFDG631 29,965,354	RCFDG632 17,744,008	RCFDG633 120,309,789	RCFDS561 829,136	23.
24. Risk weight factor									24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)	RCFDG634 0	RCFDS569 0	RCFDS570 12,814	RCFDS571 0	RCFDG635 5,993,071	RCFDG636 8,872,004	RCFDG637 120,309,789	RCFDS572 1,243,704	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)	RCFDS562 818,295	RCFDS563 0	RCFDS564 0	RCFDS565 0	RCFDS566 0	RCFDS567 0	RCFDS568 0	23.
24. Risk weight factor								24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)	RCFDS573 2,045,738	RCFDS574 0	RCFDS575 0	RCFDS576 0	RCFDS577 0	RCFDS578 0	RCFDS579 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	RCFDS580	141,684,622	26.
27. Standardized market-risk weighted assets (applicable only to banks that are covered by the market risk capital rule)	RCFDS581	1,994,839	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve[27]	RCFDB704	143,679,461	28.
29. LESS: Excess allowance for loan and lease losses	RCFDA222	0	29.
30. LESS: Allocated transfer risk reserve	RCFD3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30)	RCFDG641	143,679,461	31.
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules	RCFDG642	2,779,054	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	RCFDS582	12,153,221	RCFDS583	29,059,109	RCFDS584	10,655,210	M.2.a.
b. Foreign exchange rate and gold	RCFDS585	12,515,146	RCFDS586	4,472,353	RCFDS587	0	M.2.b.
c. Credit (investment grade reference asset)	RCFDS588	258,657	RCFDS589	1,030,324	RCFDS590	469,550	M.2.c.
d. Credit (non-investment grade reference asset)	RCFDS591	105,142	RCFDS592	1,387,610	RCFDS593	197,066	M.2.d.
e. Equity	RCFDS594	0	RCFDS595	3,835,547	RCFDS596	0	M.2.e.
f. Precious metals (except gold)	RCFDS597	0	RCFDS598	0	RCFDS599	0	M.2.f.
g. Other	RCFDS600	3,692,352	RCFDS601	3,365,748	RCFDS602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:							M.3.
a. Interest rate	RCFDS603	5,244,908	RCFDS604	38,628,827	RCFDS605	6,978,582	M.3.a.
b. Foreign exchange rate and gold	RCFDS606	0	RCFDS607	0	RCFDS608	0	M.3.b.
c. Credit (investment grade reference asset)	RCFDS609	0	RCFDS610	0	RCFDS611	0	M.3.c.
d. Credit (non-investment grade reference asset)	RCFDS612	0	RCFDS613	0	RCFDS614	0	M.3.d.
e. Equity	RCFDS615	0	RCFDS616	0	RCFDS617	0	M.3.e.
f. Precious metals (except gold)	RCFDS618	0	RCFDS619	0	RCFDS620	0	M.3.f.
g. Other	RCFDS621	15,974	RCFDS622	23,979	RCFDS623	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	RCFDJJ30	5,914	M.4.a.
b. Held-to-maturity debt securities	RCFDJJ31	0	M.4.b.
c. Other financial assets measured at amortized cost	RCFDJJ32	0	M.4.c.

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.

Schedule RC-S - Servicing Securitization and Asset Sale Activities(Form Type - 031)

Dollar amounts in thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, 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	RCFDB705 0	RCFDB706 0	RCFDB707 0	RCFDB708 0	RCFDB709 0	RCFDB710 0	RCFDB711 0	1.
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1	RCFDHU09 0	RCFDHU10 0	RCFDHU11 0	RCFDHU12 0	RCFDHU13 0	RCFDHU14 0	RCFDHU15 0	2.
Item 3 is to be completed by banks with $100 billion or more in total assets. 3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1[1]	RCFDB726 0	RCFDB727 0	RCFDB728 0	RCFDB729 0	RCFDB730 0	RCFDB731 0	RCFDB732 0	3.
4. Past due loan amounts included in item 1:								4.
a. 30-89 days past due	RCFDB733 0	RCFDB734 0	RCFDB735 0	RCFDB736 0	RCFDB737 0	RCFDB738 0	RCFDB739 0	4.a.
b. 90 days or more past due	RCFDB740 0	RCFDB741 0	RCFDB742 0	RCFDB743 0	RCFDB744 0	RCFDB745 0	RCFDB746 0	4.b.
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):								5.
a. Charge-offs	RIADB747 0	RIADB748 0	RIADB749 0	RIADB750 0	RIADB751 0	RIADB752 0	RIADB753 0	5.a.
b. Recoveries	RIADB754 0	RIADB755 0	RIADB756 0	RIADB757 0	RIADB758 0	RIADB759 0	RIADB760 0	5.b.
Item 6 is to be completed by banks with $10 billion or more in total assets. 6. Total amount of ownership (or seller's) interest carried as securities or loans[1]		RCFDHU16 0	RCFDHU17 0			RCFDHU18 0		6.
7. Not applicable								7.
8. Not applicable								8.
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCFDB776 0			RCFDB779 0	RCFDB780 0	RCFDB781 0	RCFDB782 0	9.
Item 10 is to be completed by banks with $10 billion or more in total assets. 10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures[1]	RCFDB783 0			RCFDB786 0	RCFDB787 0	RCFDB788 0	RCFDB789 0	10.
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFDB790 156,348						RCFDB796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCFDB797 156,348						RCFDB803 0	12.

1. The $100 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. The $10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

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	RCFDB804	156,348	M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	RCFDB805	65,768,587	M.2.b.
c. Other financial assets (includes home equity lines)[1]	RCFDA591	2,729,443	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)	RCFDF699	91,723	M.2.d.
Memorandum item 3 is to be completed by banks with $10 billion or more in total assets. 3. Asset-backed commercial paper conduits: [2]			M.3.
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	RCFDB806	0	M.3.a.1.
2. Conduits sponsored by other unrelated institutions	RCFDB807	0	M.3.a.2.
b. Unused commitments to provide liquidity to conduit structures:			M.3.b.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	RCFDB808	0	M.3.b.1.
2. Conduits sponsored by other unrelated institutions	RCFDB809	43,505	M.3.b.2.
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C[2]	RCFDC407	0	M.4.

Schedule RC-T - Fiduciary and Related Services(Form Type - 031)

Dollar amounts in thousands			
1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.)	RCFDA345	Yes	1.
2. Does the institution exercise the fiduciary powers it has been granted?	RCFDA346	Yes	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.)	RCFDB867	Yes	3.

Dollar amounts in thousands	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts		
4. Personal trust and agency accounts	RCFDB868	11,961,144	RCFDB869	1,408,731	RCFDB870	4847	RCFDB871	137	4.
5. Employee benefit and retirement-related trust and agency accounts:									5.
a. Employee benefit - defined contribution	RCFDB872	2,053,334	RCFDB873	12,563,361	RCFDB874	162	RCFDB875	385	5.a.
b. Employee benefit - defined benefit	RCFDB876	1,593,890	RCFDB877	2,892,542	RCFDB878	78	RCFDB879	35	5.b.
c. Other employee benefit and retirement-related accounts	RCFDB880	5,350,739	RCFDB881	509,419	RCFDB882	9410	RCFDB883	225	5.c.
6. Corporate trust and agency accounts	RCFDB884	0	RCFDB885	0	RCFDC001	0	RCFDC002	0	6.
7. Investment management and investment advisory agency accounts	RCFDB886	23,480,626	RCFDJ253	407,728	RCFDB888	10135	RCFDJ254	6	7.
8. Foundation and endowment trust and agency accounts	RCFDJ255	2,917,738	RCFDJ256	40,820	RCFDJ257	657	RCFDJ258	2	8.
9. Other fiduciary accounts	RCFDB890	1,119,089	RCFDB891	1,364,240	RCFDB892	1354	RCFDB893	111	9.
10. Total fiduciary accounts (sum of items 4 through 9)	RCFDB894	48,476,560	RCFDB895	19,186,841	RCFDB896	26643	RCFDB897	901	10.
11. Custody and safekeeping accounts			RCFDB898	379,611,525			RCFDB899	3127	11.
12. Fiduciary accounts held in foreign offices (included in items 10 and 11)	RCFNB900	0	RCFNB901	0	RCFNB902	0	RCFNB903	0	12.
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11)	RCFDJ259	5,186,467	RCFDJ260	218,244	RCFDJ261	9371	RCFDJ262	186	13.

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.

Dollar amounts in thousands			
14. Personal trust and agency accounts	RIADB904	39,760	14.
15. Employee benefit and retirement-related trust and agency accounts:			15.
a. Employee benefit - defined contribution	RIADB905	6,537	15.a.
b. Employee benefit - defined benefit	RIADB906	2,504	15.b.
c. Other employee benefit and retirement-related accounts	RIADB907	24,448	15.c.
16. Corporate trust and agency accounts	RIADA479	0	16.
17. Investment management and investment advisory agency accounts	RIADJ315	71,409	17.
18. Foundation and endowment trust and agency accounts	RIADJ316	8,662	18.
19. Other fiduciary accounts	RIADA480	984	19.
20. Custody and safekeeping accounts	RIADB909	13,771	20.
21. Other fiduciary and related services income	RIADB910	14,929	21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a)	RIAD4070	183,003	22.
a. Fiduciary and related services income - foreign offices (included in item 22)	RIADB912	0	22.a.
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	183,003	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	RCFDJ263	NR	RCFDJ264	NR	RCFDJ265	NR	M.1.a.
b. Interest-bearing deposits	RCFDJ266	NR	RCFDJ267	NR	RCFDJ268	NR	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations	RCFDJ269	NR	RCFDJ270	NR	RCFDJ271	NR	M.1.c.
d. State, county, and municipal obligations	RCFDJ272	NR	RCFDJ273	NR	RCFDJ274	NR	M.1.d.
e. Money market mutual funds	RCFDJ275	NR	RCFDJ276	NR	RCFDJ277	NR	M.1.e.
f. Equity mutual funds	RCFDJ278	NR	RCFDJ279	NR	RCFDJ280	NR	M.1.f.
g. Other mutual funds	RCFDJ281	NR	RCFDJ282	NR	RCFDJ283	NR	M.1.g.
h. Common trust funds and collective investment funds	RCFDJ284	NR	RCFDJ285	NR	RCFDJ286	NR	M.1.h.
i. Other short-term obligations	RCFDJ287	NR	RCFDJ288	NR	RCFDJ289	NR	M.1.i.
j. Other notes and bonds	RCFDJ290	NR	RCFDJ291	NR	RCFDJ292	NR	M.1.j.
k. Investments in unregistered funds and private equity investments	RCFDJ293	NR	RCFDJ294	NR	RCFDJ295	NR	M.1.k.
l. Other common and preferred stocks	RCFDJ296	NR	RCFDJ297	NR	RCFDJ298	NR	M.1.l.
m. Real estate mortgages	RCFDJ299	NR	RCFDJ300	NR	RCFDJ301	NR	M.1.m.
n. Real estate	RCFDJ302	NR	RCFDJ303	NR	RCFDJ304	NR	M.1.n.
o. Miscellaneous assets	RCFDJ305	NR	RCFDJ306	NR	RCFDJ307	NR	M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o)	RCFDJ308	NR	RCFDJ309	NR	RCFDJ310	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	RCFDJ311	NR	RCFDJ312	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	RCFDB927	NR	RCFDB928	NR	M.2.a.
1. Issues reported in Memorandum item 2.a that are in default	RCFDJ313	NR	RCFDJ314	NR	M.2.a.1.
b. Transfer agent, registrar, paying agent, and other corporate agency	RCFDB929	NR			M.2.b.

Dollar amounts in thousands	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
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. 3. Collective investment funds and common trust funds:					M.3.
a. Domestic equity	RCFDB931	NR	RCFDB932	NR	M.3.a.
b. International/Global equity	RCFDB933	NR	RCFDB934	NR	M.3.b.
c. Stock/Bond blend	RCFDB935	NR	RCFDB936	NR	M.3.c.
d. Taxable bond	RCFDB937	NR	RCFDB938	NR	M.3.d.
e. Municipal bond	RCFDB939	NR	RCFDB940	NR	M.3.e.
f. Short term investments/Money market	RCFDB941	NR	RCFDB942	NR	M.3.f.
g. Specialty/Other	RCFDB943	NR	RCFDB944	NR	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	RCFDB945	6	RCFDB946	525,754	M.3.h.

Dollar amounts in thousands	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries		
4. Fiduciary settlements, surcharges, and other losses:							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 - 031)

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	RCFDJ981	33,355	RCFDJF84	0	1.a.
b. Securities not held for trading	RCFDHU20	0	RCFDHU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale	RCFDHU22	451,512	RCFDHU23	0	1.c.
d. Other real estate owned	RCFDK009	0	RCFDJF89	0	1.d.
e. Other assets	RCFDJF91	2,751	RCFDJF90	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	RCFDJF92	400,005	RCFDJF85	0	2.a.
b. Other liabilities	RCFDJF93	861	RCFDJF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above)	RCFDK030	0	RCFDJF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.b above)	RCFDK033	0	RCFDJF88	0	4.

Dollar amounts in thousands			
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs	RCFDJF77	0	5.
6. Total liabilities of ABCP conduit VIEs	RCFDJF78	0	6.

Optional Narrative Statement Concerning the Amounts Reported in the Consolidated Reports of Condition and Income(Form Type - 031)

Dollar amounts in thousands			
1. Comments?	RCON6979	No	1.
2. Bank Management Statement	TEXT6980	NR	2.

FDIC Coverage Rate

FDIC insurance covers all types of deposits received at an insured bank, including:

- checking accounts,
- negotiable order of withdrawal (NOW) accounts,
- savings accounts,
- money market deposit accounts (MMDAs),
- certificates of deposit (CD) and other time deposits, and
- official items issued by a bank (such as cashier's checks or money orders).

FDIC insurance covers depositors' accounts at each insured bank, dollar-for-dollar, including principal and any accrued interest through the date of the insured bank's closing, up to the insurance limit. The standard insurance amount is $250,000 per person, per bank, per ownership category.

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Set trading rules to comply with internal policies.

Establish fund ownership restrictions by account or group of accounts.

FIFTH THIRD SECURITIES

Statement of Community Involvement:

Fifth Third's community commitment is the largest made by a single bank in recent history:

- $32 billion nationally, through 2020
- $5.6 billion commitment to greater Chicago in community lending, community development investments, philanthropic donations, mortgage lending and small business lending

Fifth Third Bank is committed to promoting growth in the greater Chicago region. Our ongoing investments help build strong, vibrant communities throughout the area:

Advancing Equity in Banking Commission (AEBC). City Treasurer Melissa Conyears-Ervin and State Treasurer Michael Frerichs convened the Advancing Equity in Banking Commission (AEBC) last summer to work with local banks and enhance their accountability. Fifth Third voluntarily joined the AEBC, which is taking a collaborative, flexible approach to working with lenders on actionable solutions — including ongoing dialogues with local banking leaders, educational forums, identifying lending and investment gaps, and working with community partners to ensure that financial resources reach Chicagoans. Fifth Third Regional President Mark Hoppe is excited to serve on the AEBC as an inaugural commissioner.

$2.8 Billion Diversity and Inclusion Initiative. Fifth Third announced a significant diversity and inclusion initiative in December 2020, with a $2.8 billion investment to accelerate racial equity, equality and inclusion. This initiative will provide $2.2 billion in lending, $500 million in investments, $60 million in financial accessibility and $40 million in philanthropy over the next three years.

As part of the initiative above, we announced on **October 13, 2021** the establishment of a $180 million neighborhood program to support and revitalize nine key **majority-Black** communities across seven states that have suffered from the effects of disinvestment. One of the areas chosen for investment was the **South Chicago neighborhood, which will receive up to $20 million in lending and investments**, including philanthropic support from the Fifth Third Foundation, to contribute toward Claretian Associates' transformation of over 700 acres of vacant land and undeveloped lakefront real estate. In total, the proposal will preserve and **create 235 affordable homes, generate 28 full-time jobs and produce over 160 construction jobs.**

$32 Billion Commitment Through National Community Reinvestment Coalition. In December 2020, Fifth Third Bank completed a commitment of $30 billion made in January 2016 through a partnership with the National Community Reinvestment Coalition. In 2018, the Bank increased our commitment to $32 billion to reflect our expansion in Chicago. The **additional $2 billion was invested entirely in Chicagoland** and increased the total Chicago-related commitment from $3.6 billion to $5.6 billion and was all made by the end of last year, the original timeframe for the commitment.

Our Community Commitment included product innovation to address community needs, and included down payment assistance, support for housing counseling, and other activities, including affirmative marketing and outreach, evaluation and improvement of our Fair Housing/Lending program, and the continuation of its current policy of not imposing minimum loan amounts. Moreover, the Community Commitment had a holistic focus on housing and included our investment of **over $174 million in equity for affordable housing projects**. This includes investing **$5 million in loan pools with Neighborhood Housing Services of Chicago and $30 million to Community Investment Corporation** to maintain affordable housing.

Fifth Third Bank Community Mortgage. In May 2019, the Bank announced a new mortgage product that provides an affordable option for low-income families and borrowers purchasing homes in low-to-moderate income communities. The Fifth Third Bank Community Mortgage helps pay certain **closing costs and fees, up to $1,500 for qualified borrowers**. The Fifth Third Community Mortgage requires a low down payment of about 3%.

Down Payment Assistance Program. Additionally, the Fifth Third Bank Community Mortgage can be combined with another successful program that the Bank operates, our Down Payment Assistance (DPA) program. The DPA is a grant program and currently offers **up to $7,500 for qualified buyers to help with a down payment** when purchasing a home. That assistance does not need to be paid back and is part of our Community Commitment referenced above. We have so far provided **over $1.5 billion to low-to- moderate income borrowers and to borrowers in low-to-moderate income communities** through affordable mortgage lending in Illinois.

Philanthropic Commitments. We recently made an **$8.75 million** philanthropic commitment to support the needs of our community members who have been affected by the pandemic. The $8.75 million commitment is being funded by the Fifth Third Foundation and the Fifth Third Chicagoland Foundation.

Among the areas funded are **$3.25 million for COVID-19 response needs** in the regions served by the Bank and **$5.5 million in Strengthening our Communities Fund grants** to support the long-term sustainability of our economy. This includes funding to support small businesses, affordable housing and homeownership, and economic development. In Chicago specifically, the bank provided a **$1 million grant in support of Mayor Lightfoot's City of Chicago Small Business Resiliency Fund**.

Fifth Third Bank Family Pavilion at Navy Pier—committed to multi-year partnership investing in the future of Chicago, and serving as the official bank of **Navy Pier**

Fifth Third Arena—official naming rights to the **Chicago Blackhawks** training and practice facility, also serving as a community center for youth hockey development programs

$2.5 million investment in **Allies for Community Business** and **LISC**, not-for-profit lenders that provide access to capital for small businesses

$3 million investment in **Neighborhood Housing Services**, a not-for- profit-organization specializing in affordable housing

$2.5 million investment in the **Entrepreneurs of Color Fund**, fueling business expansion, job growth and economic health on the south and west sides of Chicago

$1 million charitable donation to **After School Matters** in support of the Gately Center in South Chicago

$30 million investment to **Community Investment Corporation** to help stabilize affordable housing

$5 million investment into **Chicago Community Loan Fund** to support capital access for small businesses

Although it has not yet been publicly announced, Fifth Third has just donated **$500,000** to the **Woodlawn Loan Fund**. That is incremental to the total philanthropic giving above.

FIFTH THIRD BANK

FIFTH THIRD BANCORP

Environmental, Social & Governance Report

A FIFTH THIRD BETTER® IMPACT

2020

Contents

A MESSAGE FROM THE CHAIRMAN & CEO

It's an honor to publish Fifth Third's second annual Environmental, Social and Governance Report for our stakeholders. It's an opportunity to discuss the progress of our ESG efforts as well as to **demonstrate the multiple ways we live our purpose to improve the lives of our customers and the well-being of our communities**.

For 163 years, spanning a Civil War, two world wars, 34 recessions (including the Great Depression), 10 banking crises, and two severe global pandemics, Fifth Third Bank has stood firmly with our customers, communities and employees. We always rise to the occasion to help others and be a source of value and trust, especially in the most challenging times.

That's why **we continue to expand our voluntary reporting and increase the transparency of our ESG actions and impact by aligning to industry best practices**, including the Sustainability Accounting Standards Board (now Value Reporting Foundation), Global Reporting Initiative, Task Force on Climate-related Financial Disclosures and World Economic Forum's Stakeholder Capitalism Metrics. In 2020, we disclosed our ESG materiality assessment, which was informed by stakeholder feedback, and formalized our ESG Steering Group into the ESG Committee, which is comprised of leaders from across the Company.

Addressing the COVID-19 pandemic has been a significant focus for Fifth Third. For our customers, **we kept 99% of our banking centers open and provided over $7.4 billion of Paycheck Protection Program loans to small businesses**, 26% of which helped low and moderate income communities. We continued to employ over 20,000 people across our footprint and provided special payments of up to $1,000 to employees who provided frontline service during the crisis. We also expanded benefits for employees, including encouraging them to get vaccinated through wellness points and by giving them additional paid time off.

> We have a 163-year history of helping others and being a source of value and trust for our customers, communities, employees and shareholders—and we will never stop doing what's right for those we serve.

In the communities we serve, we took an active role in helping various local, state and national groups respond to COVID-19, including the Cincinnati USA Regional Chamber of Commerce's RESTART task force. We invested nearly $9 million in philanthropy from the Fifth Third Foundation to assist in relief, recovery and resiliency grants throughout our footprint.

CONTINUED ▶

In June 2020, we established a new Executive Diversity Leadership Council comprising senior and executive leaders from across the Company to ensure that the Bank's inclusion and diversity efforts are not only an organizational priority but are grounded in the collective voices of our employees, customers and communities. **In December, we announced the Accelerating Racial Equality, Equity and Inclusion initiative, which includes a $2.8 billion commitment to communities** that will provide $2.2 billion in lending, $500 million in investments, $60 million in financial accessibility and $40 million in philanthropy. We also announced our Board's approval of six bold goals to support inclusion and diversity in our workforce, and we plan to achieve by 2025. More information about these commitments begins on page 57.

We also delivered on an important prior commitment. **In 2020, we officially completed our five-year, $32 billion Community Commitment.** We exceeded our original commitment by approximately $9 billion, or 30%, as we delivered $41.6 billion to invest in low- and moderate-income communities. Additionally, we delivered $378 million in impact programming.

These dollars represent a big impact in a small way—in the individual lives of the thousands of people helped and local communities strengthened. More about the Community Commitment can be found on page 84.

We have also continued to demonstrate our leadership in environmental sustainability. **We became the first regional commercial bank to achieve carbon neutrality for our own operations in 2020.** We also set a Company-wide sustainable financing goal of $8 billion to be achieved by 2025 and are already two-thirds to that goal. Our strong performance was again recognized by another leadership band score of A- by CDP, the only peer bank to earn the distinction in consecutive years.

As we move forward into 2021, **we continue to take leadership actions by supporting key sustainability initiatives.** In April, we joined the Partnership for Carbon Accounting Financials to further our commitment to measure certain client emissions through a common GHG accounting standard. We also recently joined the Ceres Company Network, which gives us access to insight and guidance on how to best accelerate the transition to a sustainable, low-carbon economy.

Taken together, all of this work headlined our ESG efforts in the past year and **led to our being honored again by Ethisphere as one of the world's most ethical companies, one of only five banks in the world to be recognized**. The recognition reflects our strong corporate culture, compliance program and ESG actions.

I invite you to continue reading this report to learn more about our commitment to be a top quartile ESG performing company among peers. Our philosophy of doing well by doing good will continue to guide our ESG actions and ultimately lead to generating sustainable value for all our stakeholders.

Together, we are working to be the One Bank people most value and trust. Thank you for your continued support.

Sincerely,

Greg D. Carmichael
Chairman & CEO
June 2021

We officially completed our five-year Community Commitment, delivering $41.6 billion and exceeding our original commitment by approximately $9 billion, or 30%.

MESSAGES FROM THE BOARD OF DIRECTORS

"As a Board, we recognize the value of sustainability for each stakeholder and Fifth Third's important role in society, both today and in the future. The Board, including each of its committees, is actively engaged in overseeing our ESG programs and ensuring we continue delivering on our commitments."

–**MARSHA C. WILLIAMS,** LEAD INDEPENDENT DIRECTOR

NOMINATING & CORPORATE GOVERNANCE COMMITTEE

Oversees the Company's ESG program, including practices and reporting related to environmental topics, governance practices and other corporate social responsibilities that are significant to our business and stakeholders.

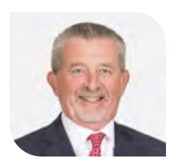
"We believe that a strong corporate governance program is the foundation for a sustainable and well-governed company. We are committed to being a top-quartile bank among peers in ESG practices and performance."

-**NICHOLAS K. AKINS,** CHAIR

RISK & COMPLIANCE COMMITTEE

Oversees risk management practices, including ESG topics such as enterprise risk management, information security and data privacy.

"Our focus on effective risk management allows us to provide better solutions for our customers while ensuring regulatory excellence and driving strong and steady performance through the cycle."



-**EMERSON L. BRUMBACK,** CHAIR

CONTINUED ▶

AUDIT COMMITTEE

Oversees the integrity of our financial reporting and governance programs.

"With oversight of Fifth Third's policies, procedures and controls that foster accountability and transparency, the Audit Committee is committed to ensuring Fifth Third remains the One Bank people most value and trust."

-**EILEEN A. MALLESCH,** CHAIR

FINANCE COMMITTEE

Exercises all the powers of the Board in management of business, properties and affairs during the intervals between meetings of the Board of Directors.

"Our focus on generating sustainable value for all our stakeholders guides us in our strategic and financial planning processes and remains a top priority for Fifth Third."

-**GARY R. HEMINGER,** CHAIR

HUMAN CAPITAL & COMPENSATION COMMITTEE

Oversees strategies and policies regarding compensation, talent management, and succession planning and other employment practices.

"We believe an engaged workforce is one of our most valuable assets and are focused on attracting, retaining and developing our employees while creating a diverse and inclusive culture that inspires innovation and enables people to thrive."

-**MICHAEL B. MCCALLISTER,** CHAIR

TECHNOLOGY COMMITTEE

Oversees our technology, information security and data privacy strategies, which are critical to the interests of all stakeholders.

"Our customers trust us to protect their financial and information assets. Overseeing our technology and innovation strategies allows us to meet their needs while continuing to earn their trust."

-**JORGE L. BENITEZ,** CHAIR

About this report

In 2020, Fifth Third published its first ESG Report. In this second report, **we continue to drive progress toward our Purpose: to improve the lives of our customers and the well-being of our communities.**

In our inaugural ESG Report, we began reporting in accordance with the Global Reporting Initiative Standards' core option, which includes the general disclosures as well as topic-specific disclosures relevant to Fifth Third. In addition, baseline reporting priorities were benchmarked against SASB, TCFD and the United Nation's Sustainable Development Goals. In this 2020 report, we have expanded our reporting to include the Stakeholder Capitalism Metrics recommended by the World Economic Forum. Indexes are provided beginning on page 128.

From a data perspective, this report covers the period of Jan. 1 through Dec. 31, 2020, unless otherwise noted, and the narrative may include updates through June 30, 2021, where applicable.

It is important to note that the goals discussed in this report are aspirational. While we are committed to achieving them, we cannot guarantee or promise that these goals will be met. Statistics and metrics in these disclosures include estimates and may be based on assumptions. Furthermore, some of the figures in this report may be unaudited. This report uses certain terms, including "material" topics, to reflect the issues of greatest importance to Fifth Third and our stakeholders. Used in this context, these terms are distinct from and should not be confused with, the terms "material" and "materiality" as defined by or construed in accordance with the securities laws or as used in the context of financial statements and reporting.

This report is for general informational purposes only and does not constitute an offer or sale of any securities issued by Fifth Third Bancorp. All such offers and sales shall be made only pursuant to an effective registration statement filed by Fifth Third Bancorp with the Securities and Exchange Commission and a current prospectus. The information in this report shall not be deemed to be incorporated by reference in any filing under the Securities Exchange Act of 1934 or the Securities Act of 1933, except as shall be expressly set forth by specific reference.

All information in this report is as of the date indicated thereon. We do not undertake any obligation to update the information in this report or otherwise notify you in the event that any views, opinions or facts stated in this report change or subsequently become inaccurate.

This report is not comprehensive and contains only voluntary disclosures on important ESG topics. For that reason, this report should be read in conjunction with our 2020 Annual Report on Form 10-K and our Form 10-Q for the quarter ended March 31, 2021 (particularly the "Forward-Looking Statements" and "Risk Factors" sections of both filings) and 2021 Proxy Statement, all of which can be found on our Investor Relations website.

Fifth Third Supports Key Sustainability Initiatives

OUR APPROACH TO ESG

OUR APPROACH TO ESG IS FOCUSED ON DOING WELL BY DOING GOOD.

We are focused on generating long-term sustainable value for our stakeholders, including shareholders, customers, employees, communities and regulators. This focus is aligned with our Vision and guided by our Core Values and Strategic Actions.

OUR PURPOSE

To improve the lives of customers and the well-being of communities.

OUR VISION

To be the One Bank people most value and trust. Our Vision is personal. It's about showing our customers, communities and employees that we provide something different, something of value—because without them, we could not exist.

Our **Core Values** guide us as we work with customers, communities and each other:

WORK AS ONE BANK
Proactively collaborate to achieve shared goals.

TAKE ACCOUNTABILITY
Own what you do. Speak up if something feels wrong, looks wrong, or is wrong.

BE RESPECTFUL & INCLUSIVE
Respect diversity. Fully integrate ideas from varying perspectives.

ACT WITH INTEGRITY
Be honest. Be fair. Do the right thing.

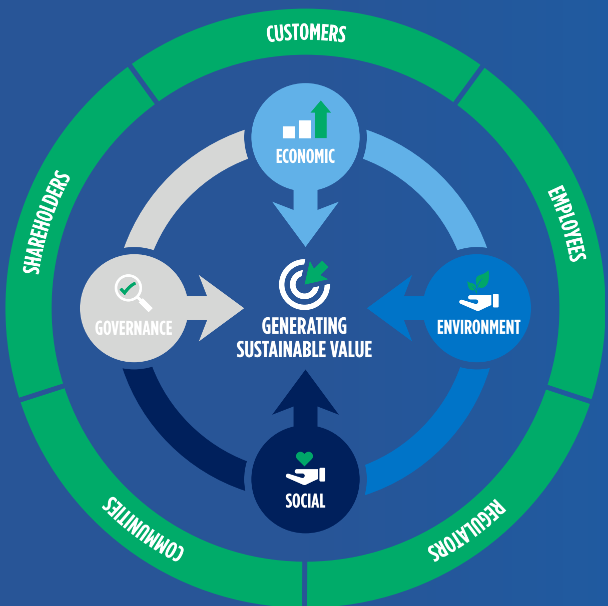
Led by our Core Values, our **Strategic Actions** help us make decisions among competing demands, test the soundness of our actions and set boundaries within which we must operate.

BUILD A STRONGER COMMUNITY
Effect positive change.
Empower the underserved.
Be actively engaged.

PROVIDE BETTER SOLUTIONS
Drive product and service innovation. Provide a world-class customer experience, every single time.

STRIVE FOR OPERATIONAL EXCELLENCE
Do quality work. Be efficient.
Perform through the cycle.

CONTINUOUSLY MANAGE RISK
Challenge ideas.
Test soundness.
Promptly escalate issues.



Our commitment to ESG excellence is integrated across our Company and aligned to our strategic priorities. Our ESG strategy and reporting is led by our Investor Relations team, with support from across the Company and with oversight from the Board of Directors. In 2020, we established an ESG Committee to monitor emerging risks and trends through stakeholder engagement, shareholder resolutions and recommendations from independent organizations such as GRI, SASB, TCFD, World Economic Forum and the United Nations.

In 2020, we became the first U.S. commercial bank to join the SASB Alliance and GRI Community. We also became a TCFD Supporter. We use these frameworks to allow for transparency in our ESG data reporting.

At Fifth Third, we are focused on generating long-term sustainable value for all of our stakeholders. Their input and insight ensure that our ESG actions and disclosure strategies are properly aligned so we can work together toward our common goals. The third-party recognitions highlighted in this report reinforce the impact of our ESG strategy and actions.

–**Mike Faillo,** vice president and director of ESG reporting and analytics

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

The United Nations Sustainable Development Goals are a universal call to action to end poverty, protect the planet and improve the lives and prospects of everyone, everywhere. The 17 goals were adopted by all UN member states in 2015 as part of the 2030 Agenda for Sustainable Development, which set out a 15-year plan to achieve the goals.

At Fifth Third, we believe we have a role to play in all 17 UN goals. However, we have identified 12 that align especially well with our ESG priorities. We have formulated strategies and actions to make progress on these 12 goals:

Aligned Sustainable Development Goals

1 No Poverty
Pages 50 | 52 | 84 | 86 | 104

2 Zero Hunger
Pages 52 | 103

3 Good Health and Well-Being
Pages 79 | 93

4 Quality Education
Pages 64 | 74 | 76 | 94 | 96

5 Gender Equality
Pages 21 | 35 | 54 | 66 | 69 | 75 | 108

6 Clean Water and Sanitation
Page 114

7 Affordable and Clean Energy
Page 110 | 121

8 Decent Work and Economic Growth
Pages 49 | 73 | 76 | 83 | 99 | 104

10 Reduced Inequalities
Pages 21 | 35 | 54 | 62 | 75 | 98

12 Responsible Consumption and Production
Page 111

13 Climate Action
Page 110

17 Partnerships for the Goals
Page 4 | 7 | 113

STAKEHOLDER ENGAGEMENT AND MATERIALITY ASSESSMENT

Fifth Third undertook a process in 2020 to evaluate the ESG topics that are most material to our Company through discussions with executive leaders and stakeholders. We distributed a survey to representatives from stakeholder groups as well as engaged in other communications as described below.

STAKEHOLDER ENGAGEMENT

	Methods of engagement	Priority topics
Shareholders	Annual shareholder meeting, quarterly earnings calls, investor conferences and presentations, meetings with investor relations team and executive management, SEC filings and dedicated investor relations website	Business ethics and responsible banking; sustainable financial performance and business strategy; corporate governance guidelines and practices; customer privacy and information security
Customers	Focus groups, conversations through branch interactions and phone calls, satisfaction surveys, social media interactions, customer helplines and corporate website	Business ethics and responsible banking; sustainable financial performance and business strategy; customer privacy and information security; inclusion and diversity
Employees	Engagement survey, executive leadership communications, learning programs, performance and development initiatives and corporate intranet	Business ethics and responsible banking; inclusion and diversity; employee engagement and development; sustainable financial performance and business strategy
Communities	Community Advisory Forum (national and groups in OH, IL, MI, FL and NC), community needs survey and assessments, financial education and outreach programs, philanthropic investments, civic memberships, volunteerism and non-profit board engagement and corporate website	Community financial and economic inclusion; inclusion and diversity; business ethics and responsible banking; corporate citizenship and philanthropy
Regulators	Exams, continuous monitoring and other meetings with senior management, interactions through regulatory affairs and government affairs teams and regulator-sponsored events and initiatives	Sustainable financial performance and business strategy; enterprise risk management; customer privacy and information security; corporate governance guidelines and practices; climate strategy and sustainable financing; community financial and economic inclusion

MATERIALITY ASSESSMENT

Based on the feedback we received, the **following topics were evaluated and prioritized according to their relative degree of importance**. It is of note that all the topics listed are important to Fifth Third. We used the results of our materiality assessment to guide our ESG disclosures and reporting.

Highest priority

- Sustainable financial performance and business strategy
- Business ethics and responsible banking
- Enterprise risk management
- Customer privacy and information security
- Inclusion and diversity

High priority

- Corporate governance guidelines and practices
- Community financial and economic inclusion
- Climate strategy and sustainable financing
- Employee engagement and development

Priority

- Corporate citizenship and philanthropy
- Operational sustainability
- Public policy and government relations
- Third-party management

ESG ACTIONS*

ENSURING ECONOMIC GROWTH

$18
minimum wage since 2019

$1,000
bonus for frontline workers during pandemic

19,872
employees***

52,000
fee-free ATMs

150,000+
hardship requests executed

$12.6M
in small business lending**

$16.3M
in mortgage lending**

$7.4B
in approved PPP loans†

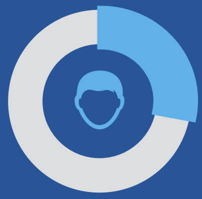
PROMOTING INCLUSION & DIVERSITY

$75.4M
diverse supplier spend

19% YOY increase

$2.8B
Accelerating Racial Equality, Equity and Inclusion initiative

59%
women in workforce



26%
persons of color in workforce

40%
board diversity

*Data is for fiscal year 2020, unless otherwise noted | **Community Commitment figures, 2016-2020 | ***Full-time equivalent employees | †Through Waves 1, 2 and 3 as of 6/3/2021.

ESG ACTIONS*

INVESTING IN OUR COMMUNITIES

$378M
in Fifth Third Impact programming**

$14.9M
in down payment assistance**

$395M
in Community Development Corporation projects closed

51,727
hours of community service

2M meals provided

2.6M
people financially educated (*since 2004*)

$5M
raised for United Way

$29.8M
in charitable donations

$100M
Opportunity Zones investment

OUTSTANDING
CRA Rating

$41.6B
Community Commitment**

ADVANCING SUSTAINABILITY

$8B
sustainable finance goal

100%
renewable energy achieved

A-
CDP Leadership Score

Carbon neutral+

Joined PCAF and CERES COMPANY NETWORK

EMPLOYER OF CHOICE

87%
employee engagement after 90 days

755,000
hours of employee training;
(36.6 hours average per employee)

*Data is for fiscal year 2020, unless otherwise noted | **Community Commitment figures, 2016-2020 | +For Fifth Third's Scope 1, Scope 2 and business travel under Scope 3 emissions

AWARDS AND ACCOLADES

Fifth Third earned the following honors from Jan. 1, 2020 through June 30, 2021, unless otherwise noted.

- **A+ in Financial Health,** *DepositAccounts.com*
- ***Forbes*' World's Best Banks**
- **2021 WORLD'S MOST ETHICAL COMPANIES® WWW.ETHISPHERE.COM 2-TIME HONOREE**™
- ***Newsweek* 2020 Most Responsible Companies***
- **Winning "W" Company 2020 Women on Boards**
- **American Heart Association Gold Level Workplace Health Achievement**
- **Diversity Best Practices Inclusion Index**
- **Disability Equality Index**
- ***Minority Business News*' All Star Supplier Diversity Team**
- **Energage Top Workplaces,** *multiple regions*
- **Human Rights Campaign Foundation Corporate Equality Index**
- **Green Power Partnership National Top 100**
- **Women's Business Enterprise National Council Top Corporation**
- **CDP 2020 Climate Leadership Score of A-**
- **EPA Green Leadership Award**
- **Green Achievement Award,** *Green Energy Ohio*

*Award announced in December 2019.

ECONOMIC

CORPORATE & ECONOMIC PROFILE

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio, and the indirect parent company of Fifth Third Bank, National Association, a federally chartered institution.

Fifth Third, established in 1858, operates four main businesses: Commercial Banking, Branch Banking, Consumer Lending, and Wealth & Asset Management and is among the largest money managers in the Midwest. Investor information and press releases can be viewed at 53.com. Fifth Third's common stock is traded on the NASDAQ® Global Select Market under the symbol "FITB."

Highlights*

- **$1.4B** 2020 FULL YEAR NET INCOME
- **$205B** IN ASSETS
- **$434B** IN ASSETS UNDER CARE**
- **$54B** IN ASSETS UNDER MANAGEMENT**
- **10.3%** COMMON EQUITY TIER 1 CAPITAL RATIO
- **19,872** FULL-TIME EQUIV. EMPLOYEES

CONTINUED ▶

*As of Dec. 31, 2020, unless otherwise noted. | **Assets under management and assets under care include trust and brokerage assets.

CORPORATE & ECONOMIC PROFILE

BRANCH BANKING

Branch Banking provides a full range of deposit and loan products to individuals and small businesses through 1,134 full-service banking centers.

Branch Banking offers depository and loan products, such as checking and savings accounts, home equity loans and lines of credit, credit cards, loans for automobiles and other personal financing needs. It also provides products designed to meet the specific needs of small businesses, including cash management services.

CONSUMER LENDING

Consumer Lending includes residential mortgage, automobile and other indirect lending activities. Residential mortgage activities within Consumer Lending include the origination, retention and servicing of all residential mortgage loans, sales and securitizations of those loans, and all associated hedging activities. Residential mortgages are originated primarily through a dedicated sales force and through third-party correspondent lenders. Automobile and other indirect lending activities include extending loans to consumers through automobile, motorcycle, powersport, recreational vehicle and marine dealers.

COMMERCIAL BANKING

Commercial Banking offers credit intermediation, cash management and financial services to large and middle-market businesses and to government and professional customers.

In addition to traditional lending and depository offerings, Commercial Banking products and services include global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing and syndicated finance.

WEALTH & ASSET MANAGEMENT

Wealth and Asset Management provides a full range of wealth management services for individuals, companies and not-for-profit organizations. Wealth and Asset Management is made up of three main businesses: FTS, an indirect wholly-owned subsidiary of the Bancorp; Fifth Third Private Bank; and Fifth Third Institutional Services.

FTS offers full-service retail brokerage services to individual clients and broker-dealer services to the institutional marketplace. Fifth Third Private Bank offers wealth management strategies to high net worth and ultra-high net worth clients through wealth planning, investment management, banking, insurance, trust and estate services. Fifth Third Institutional Services provides advisory services for institutional clients, including middle market businesses, nonprofits, states and municipalities.

Sustainable Financial Performance and Business Strategy

Strategic planning at Fifth Third is a critical aspect of our ability to generate sustainable value. The outcomes of the planning process guide the long-term priorities and investment focus of the Company.

Clearly defined strategic priorities, proactive balance sheet management and ongoing discipline position us well for the future.

FIFTH THIRD'S STRATEGIC PRIORITIES

- ACCELERATE OUR DIGITAL TRANSFORMATION
- INVEST TO DRIVE ORGANIC GROWTH & PROFITABILITY
- EXPAND MARKET SHARE IN KEY GEOGRAPHIES
- MAINTAIN DISCIPLINE THROUGHOUT THE BANK

The strategic planning process is designed to deliver a shared understanding of our Vision, objectives, tactics, and target outcomes, while maintaining risk excellence and strong governance mechanisms. That shared understanding spans our Board of Directors and management and our front-line staff, enabling effective governance and clarity of purpose on our strategic priorities.

Our key strategic priorities have not changed over the past several years, even throughout the pandemic.

ACCELERATE OUR DIGITAL TRANSFORMATION

We are committed to accelerating our digital transformation. At the same time, we continue to modernize, simplify and rationalize our systems and infrastructure. **Investments in these projects, and in digital technologies overall, enable us to provide solutions that are innovative, convenient and meaningful** in helping our customers achieve their financial goals.

INVEST TO DRIVE ORGANIC GROWTH AND PROFITABILITY

Investing in our businesses drives profitable organic growth and improves both the employee and customer experience. Over the past year, we have made several investments in technology and talent to support our growth plans and maximize productivity.

EXPAND MARKET SHARE IN KEY GEOGRAPHIES

A strong retail branch network remains important in securing the primary customer relationship. Optimizing our branch network in our established markets helps support our faster-growing Southeast markets, where we see stronger deposit growth trends, higher expected population growth and greater market vitality.

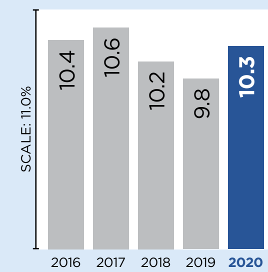
MAINTAIN DISCIPLINE THROUGHOUT THE BANK

We've worked hard to create a framework that will allow Fifth Third to perform well through a full business cycle. **Our focus is on maximizing through-the-cycle returns rather than generating lower-quality loan growth.** Our teams have a strong track record of delivering on this commitment. Clearly defined strategic priorities, proactive balance sheet management and ongoing discipline have positioned us well for the future. We also remain focused on striking the right balance in order to **maintain expense discipline while continuing to invest for long-term outperformance.**

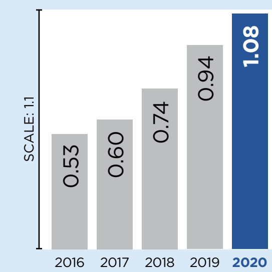
Sustainable Financial Performance

($ in Billions, except per share data)

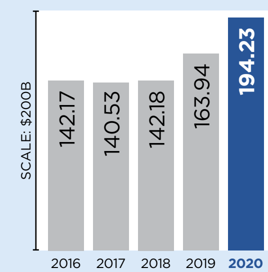
COMMON EQUITY TIER 1 RATIO



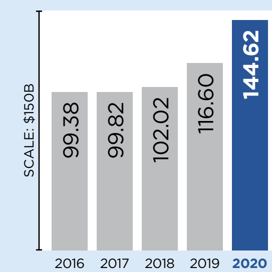
CASH DIVIDENDS PER COMMON SHARE



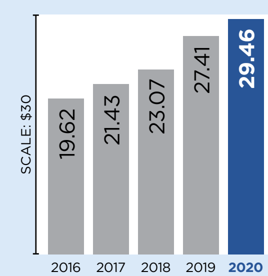
AVERAGE ASSETS



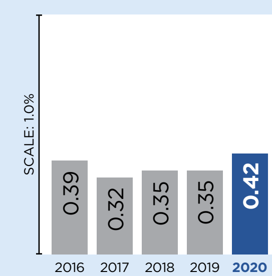
AVERAGE CORE DEPOSITS



BOOK VALUE PER SHARE



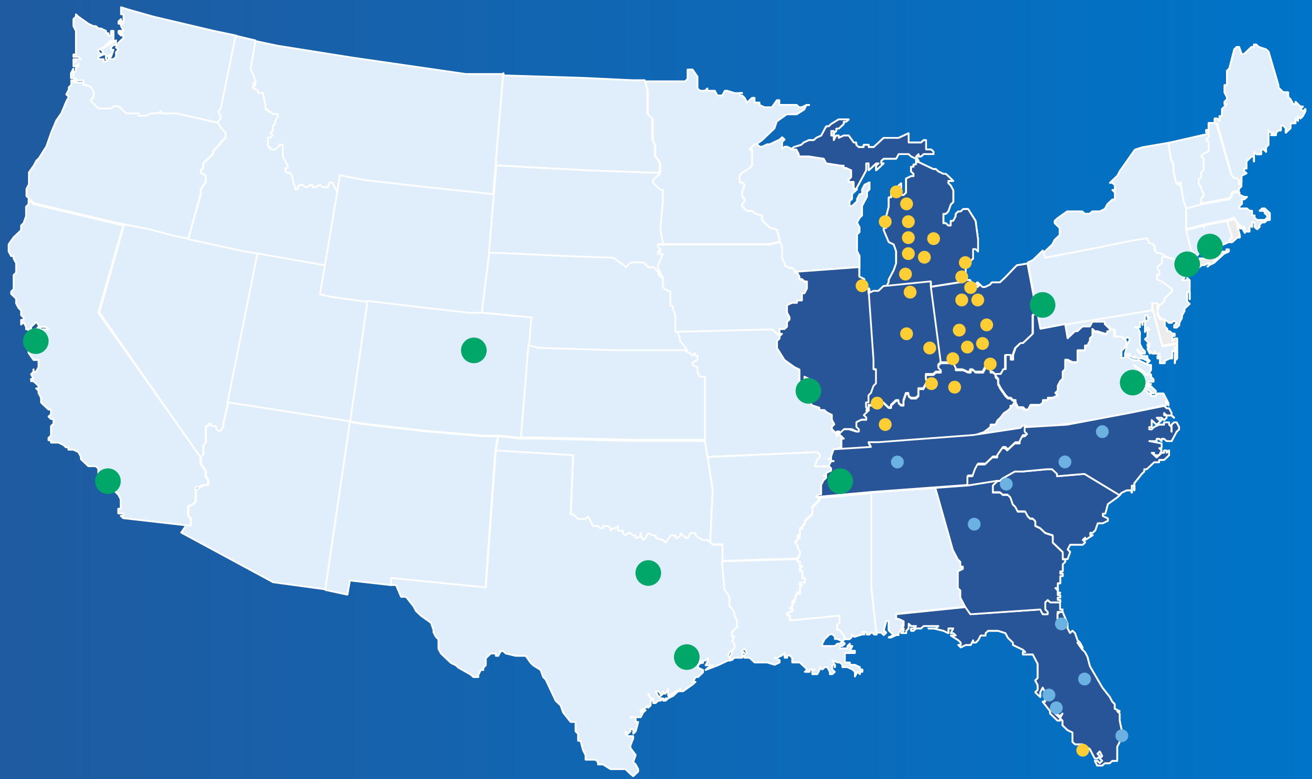
NET CHARGE-OFF RATIO



MARKETS SERVED

As of Dec. 31, 2020, **Fifth Third operated 1,134 full-service Banking Centers, and 2,397 Fifth Third branded ATMs in our retail footprint**, which includes Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Georgia, North Carolina and South Carolina.

In total, Fifth Third provides customers with access to approximately 52,000 fee-free ATMs across the United States. Outside of our retail footprint, we have middle market and corporate banking offices and provide indirect auto and mortgage lending across the United States.



Fifth Third's Footprint

- Regional Footprint
- Key Southeast MSAs of Focus
- FITB Markets with a Top-Three Deposit Share
- Out-of-Footprint Middle Market and Corporate Banking

(London and Toronto offices not shown.)

Responsible Banking

We are focused on delivering best-in-class financial products and services and providing access to those services whenever and wherever consumers want them.

We are responsible for ensuring that our products and services are accessible to all consumers, in all markets, and that the right types of responsive products and services are offered.

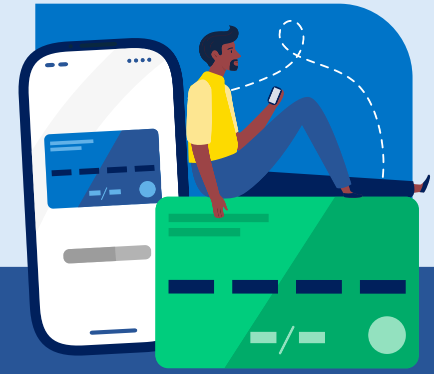
We strive to act in the best interest of consumers by providing reasonably priced products, defining clear terms and disclosures, and offering fair and consistent service. By doing so, we can build lasting customer relationships and meet our responsibility to help them prosper.

HONEST BUSINESS PRACTICES

We strive to act in our customers' best interest and fair and honest business practices are essential to keeping our customers at the center of everything we do. **Unethical business practices are strictly prohibited, and further, are not consistent with our Core Values.**

We are fully committed to maintaining non-abusive and anti-predatory lending practices. Credit decisions are made without regard to race, ethnicity, color, religion, national origin, sex, age, marital status, sexual orientation, gender identification or assignment, military status, disability, receipt of public assistance, familial status or a consumer's exercise of credit protection rights.

Fifth Third's Community Reinvestment Act and Responsible Banking Committee is responsible for guiding enterprise-wide CRA and responsible conduct strategies and policies. The Committee facilitates high-level direction to consumer and commercial lines of business consistent with such strategies and policies. The Committee also seeks to promote a corporate culture that supports Fifth Third's commitment to both the letter and spirit of CRA and other laws and regulations that prohibit behavior and practices that could be deemed unethical, discriminatory, or predatory in nature, as well as unfair, deceptive or abusive acts or practices known as UDAAP.



We strive to act in the best interest of consumers to build lasting relationships and meet our responsibility to help them prosper.

The CRA and Responsible Banking Committee is led by the consumer and business practices senior compliance director and the chief enterprise responsibility officer of Fifth Third Bank. Membership is comprised of leadership from the lines of business, Legal, Risk, and Fair Lending department leadership, as well as community development and sustainability group representatives. The Committee's responsibility is delegated from the Board of Directors who oversees the committee actions through the Enterprise Risk Management Committee.

Further, we assert that Fair Lending and Responsible Banking compliance is the responsibility of all employees, a message reiterated in the Company's Code of Business Conduct & Ethics, which all employees are required to sign and acknowledge on an annual basis. In 2020, over 99% of employees made this acknowledgment, a requirement that is regularly tested and verified.

In addition, the Bank requires employees and contractors to complete compliance training on an annual basis, including: complaint management, financial crimes compliance training, elder financial abuse, preventing fraud and Doing the Right Thing, which comprises eight modules. One module is Responsible Banking and Fair Lending Basics, which covers Fifth Third's commitment to making financial products and services available to prospective and existing customers on a fair and responsible basis. These courses are required no matter what an employee's role is at the Bank. In 2020, 99.7% of all required compliance training modules were completed by employees.

Responsible Products

All products offered by Fifth Third are reviewed for compliance to align with UDAAP and any applicable consumer protection laws. In addition, the Bank undergoes a rigorous process with focus groups and, when appropriate, engages third party experts to ensure that our products fulfill our promise to put the customer at the center.

SELECT EXAMPLES OF FIFTH THIRD'S COMMITMENT TO PROVIDING RESPONSIBLE PRODUCTS

Extra Time® makes additional time available, up until midnight the following business day, to **make a deposit and avoid overdraft fees,** available in certain markets today and coming soon to our entire retail footprint.

MyAdvance™, formerly called Early Access, gives customers the ability to **advance funds against future qualified direct deposits,** available now, starting the month after direct deposit is established. MyAdvance™ is a more responsible and less expensive option for consumers who utilize check-cashing facilities.

Overdraft solutions, including Overdraft Coverage and Overdraft Protection, are offered by Fifth Third to help customers avoid unnecessary or burdensome fees if their account is overdrawn. Overdraft solutions are detailed at **53.com**.

PRODUCT REVIEWS

Introduction of new products as well as product expansions and modifications are carefully reviewed to ensure compliance with applicable rules and regulations, and customer suitability. New products are reviewed by the risk management committees, including the Risk and Compliance Committee of the Board of Directors.

Additionally, we want to ensure that existing products continue to be delivered to customers as intended, designed, in accordance with contractual terms and in compliance with applicable laws and regulations. To accomplish that, **we have enhanced our product risk management practices by implementing a product delivery risk assessment framework** to oversee the delivery of existing products to customers.

COMPLIANCE

The Compliance department plays a key role in responsible products, sales and marketing at Fifth Third. **Compliance officers are involved in the development of products, the approval of marketing materials and campaigns, and oversight of marketing processes and procedures.** Compliance officers ensure that information within advertising is prominent, easy to understand, placed where the customer would expect to find it, and true.

Fifth Third has implemented a Consumer and Business Practices Compliance Policy, which requires compliance with various laws, regulations and regulatory guidance that seek to ensure fair, transparent, and equitable treatment of all Fifth Third customers, including prospective customers. In response to the CBPC Policy, an enterprise-wide Consumer and Business Practices Compliance Program has been implemented.

As governed by the Compliance Risk Management framework, the program outlines Fifth Third's commitment to meeting both the letter and spirit of laws that encourage ethical, fair, and consistent conduct, including prohibitions against discrimination, predatory lending, or engagement in any acts or practices that would be deemed unfair, deceptive, or abusive.

This program **applies to all Fifth Third lines of business and functional areas that engage in consumer and business banking products and services.** Moreover, this program applies to all phases of the customer relationship from product design, pricing and compensation, and marketing and advertising to account origination, fulfillment, servicing and account closure or disposition. Fifth Third has established appropriate policies, procedures, and processes in response to this program.

SALES AND SERVICE

Our approach to sales and service is to take the time to understand what matters for each customer and to build a product or service solution that helps them meet their goals. This is the essence of what keeping the "customer at the center" means. **A consultative approach ensures we are meeting customers' needs as they evolve and change.**

Employees in every sales role participate in consultative-focused training, providing guidance on how to have robust customer conversations and how to offer needs-based solutions. Once completed, additional learning is specialized based on line of business and role. Periodic performance reviews and check-ins with managers enable feedback and professional development.

Our approach to sales and service is to take the time to understand what matters for each customer and to build a solution that helps them meet their goals.

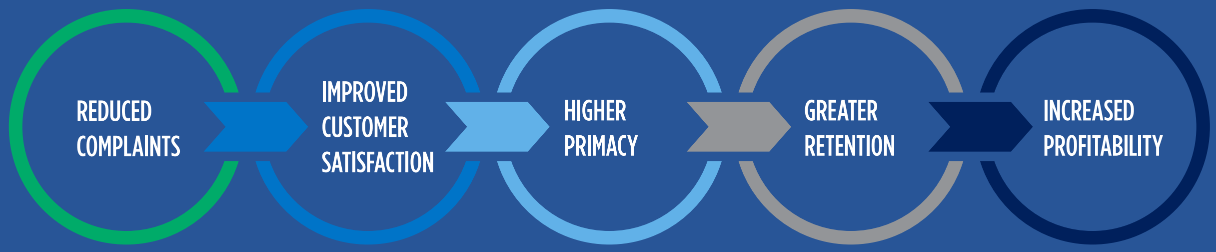
COMPENSATION

To support our consultative sales and service approach, our compensation system focuses on customer experience and revenue metrics. **We do not impose sales quotas or product-specific sales targets, nor do we require customers to open a certain number of accounts.** Approximately 90% of a retail employee's compensation is salary. Of the remaining amount, only a small percentage is based on sales performance related to customer experience and revenue targets. In 2019, we eliminated account openings entirely as a factor considered in compensation. Most important, sales performance metrics prioritize quality over quantity.

CUSTOMER INSIGHTS

Understanding our customers is important to us. We use multiple data sources to understand our customers and their experiences, including voice of customer data. Voice of customer data, including complaints, is received through a wide array of verbal and written intake channels, including call center, social media, retail banking centers, collections, mortgage origination and others. Customer care teams, including the Office of the President, keep our customers at the center by treating them with kindness, being consistent and providing timely resolution.

Value of a Robust Complaint Management Program



In addition, Fifth Third has a robust **complaint management program**. It contains the following elements:

- **Governance,** including our Complaint Management Policy and Framework
- **Education,** focusing on complaint identification, capture, resolution and escalation
- **Socialization,** through line of business complaint dashboards and executive updates
- **Prevention,** including a root cause analysis program focused on identifying the issue, impact, conclusions and potential solutions

The Management Compliance Committee provides oversight of the complaint management program with executive updates provided in risk review meetings. Additionally, lines of business attend monthly meetings designed to discuss improvement opportunities and progress toward previously identified improvement opportunities.

FAIR MARKETING

The mission of our Marketing department is to support customer-centric growth by fully activating the Bank's brand. Marketing professionals are motivated by doing what's right for customers and keeping them at the center of all decisions. **Marketing works with our One Bank model, meaning that team members across the organization work together to serve the needs of customers and communities seamlessly and holistically.** One Bank works because it builds trust, creates value and deepens relationships. This approach is also employed as we consider sponsorships and advertising.

Empowering Customers

The enduring truth about Fifth Third Bank is that our success is a product of our customers' success. G. Carlton Hill, who was president of the Fifth Third Union Trust Company from 1955 to 1963, often said, "We never allow ourselves to forget that it is 'other people's money,' which is entrusted to us. Nor have we lost sight of the fact that the people whom we serve—their problems, their needs, their well-being—are our paramount concern."

It's from this legacy that we at Fifth Third strive to be the best relationship bank—the One Bank people most value and trust—because from relationships come growth and the achievement of shared goals. We want to provide the products, services and experiences that enable our customers to live their best lives.

Today, consumers have many options for establishing their financial accounts. This includes neobanks—those financial technology, or fintech, firms that offer internet-only financial services without physical branches—as well as the large trillionaire banks, where individual consumers can often get lost in the shuffle.

As a traditional bank, we keep our customers at the center of everything we do. We know our customers and build strong relationships with them, which provides us with in-depth insight into their needs. **Our digital transformation focuses on fulfilling those needs and enables us to offer a unique combination of products and solutions**, which are tailored to meet different consumer segments, alongside our local presence and the relationship benefits of a community bank.

We offer three primary banking programs for consumers:

- **Fifth Third Express Banking®** (see p. 99)
- **Fifth Third Momentum® Banking**
- **Fifth Third Preferred Banking**

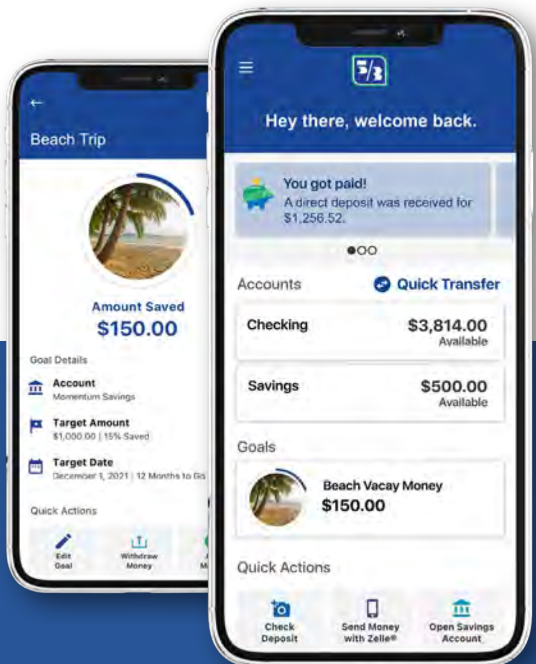
These programs are much more than just a checking account; each enables our customers to actively manage and meet the needs of their financial lives, in whatever way they wish to do so.

Fifth Third Momentum® Banking perfectly illustrates our digital transformation. It's a **fundamentally new approach to personal banking**, launched in 2021, made to help customers manage money with confidence, protect their identity and finances, earn great rewards, and grow their savings. **The first of its kind, Fifth Third Momentum® Banking brings the best of fintech innovation together with traditional banking security, reliability and personal touch** to equip customers to make smart financial decisions both big and small.

FIFTH THIRD MOMENTUM® BANKING DETAILS ▶

"Fifth Third Momentum® Banking offers an experience you cannot get at a digital bank or a big brick and mortar bank," said Melissa Stevens, head of digital and marketing for Fifth Third Bank.

> "Fifth Third Momentum® Banking is another way we are here for customers, both on their mobile devices and in their communities."
>
> **-MELISSA STEVENS,** EXECUTIVE VICE PRESIDENT AND HEAD OF DIGITAL AND MARKETING, FIFTH THIRD BANK



It delivers an integrated solution for our customers' everyday banking needs, helping customers get paid, pay bills, pay others and save for the future. With Fifth Third Momentum® Banking, there is no monthly service fee, customers have access to the largest U.S. bank network of fee-free ATMs, and they can open their accounts digitally—without making a call or visiting a branch.

In addition, it provides options to Fifth Third Momentum® Checking customers, including:

- **Free access to paychecks up to two days early**
- **Getting an advance** on a future direct deposit
- **Immediate funds availability** with mobile check deposits
- **Added time to make a deposit** and avoid overdraft fees
- **Fraud protection**
- **Fifth Third Cash/Back Card**

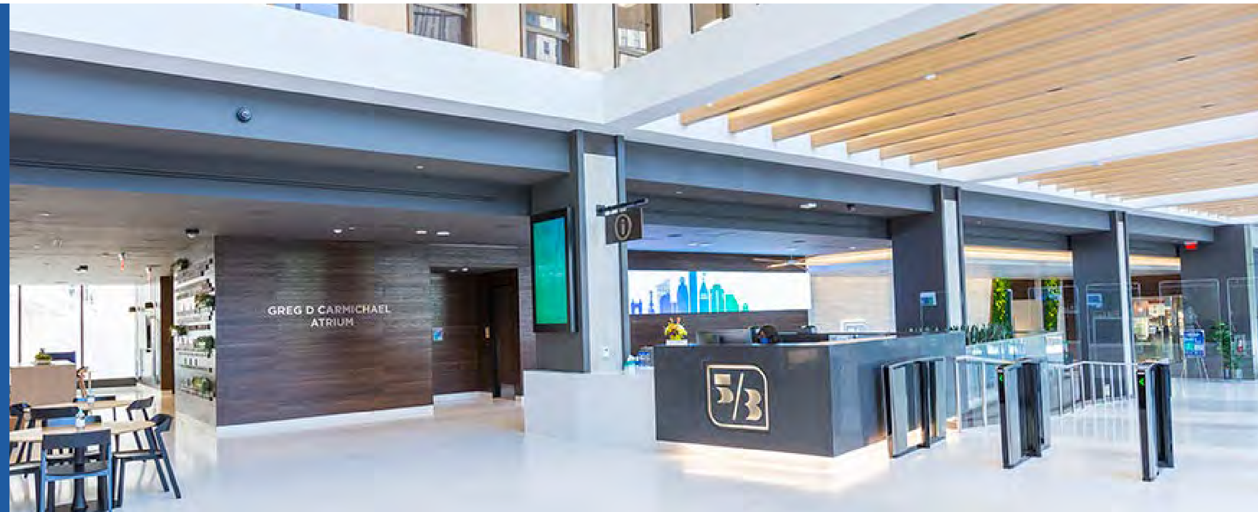
Fifth Third Momentum® Checking customers can also set up personalized savings goals and schedule savings deposits through a Fifth Third Momentum® Savings account.

However, unlike digital bank offerings, Fifth Third Momentum® Banking also has local bankers ready to help customers; and we make it easy to reach them by chat, scheduling an in-person or phone meeting via the app or online banking, or by simply walking into one of our nearly 1,100 local branches.

Since Fifth Third was founded over 160 years ago, empowering our customers to achieve what matters most to them has been at the heart of what we do. Today, as customers' needs evolve, we're uniquely positioned to serve them by delivering tailored, digital solutions that meet their on-demand expectations and lifestyles, while providing the human connection and expert guidance that makes for lasting, rewarding relationships for both our customers and Fifth Third.

More about Fifth Third Momentum® Banking and the other programs, Express and Preferred, is available at 53.com.

> "With Fifth Third Momentum® Banking, we know we have a winning proposition to meet our customers' everyday financial needs. This is a game changer. It allows us to serve our customers in an entirely different way."
>
> **-TIM SPENCE,** PRESIDENT, FIFTH THIRD BANCORP



FEATURE

New Greg D. Carmichael Atrium at Fifth Third Center Reflects Bank's Core Values

In 1969, Fifth Third Bank moved into new headquarters on Cincinnati's Fountain Square, becoming the catalyst for the revitalization of the city's historic, central gathering space. We've now recommitted to the city by opening a new front door.

Led by the Bank's Enterprise Workplace Services team, the project launched in 2019. **The Greg D. Carmichael Atrium was completed in early 2021, named to honor our chairman and CEO.** Under Greg's leadership, not only has Fifth Third transformed our spaces across the footprint, but we also have transformed our organization into one of the country's most innovative banks.

Our Core Values and commitment to build stronger communities come to life in the atrium project. **Besides investing in our growth and updating the look of the public square, we also made a $2 million gift to Cincinnati—a permanent performance stage.** Diverse suppliers captured 13% of our total spend for this project and we made every effort to use products that save energy and natural resources.

The atrium physically connects the Fifth Third Center tower and the William S. Rowe Building to create a cohesive campus experience. As people enter, a spacious, open public area with gathering places welcomes them. **A modern banking center—our NextGen branch—showcases our latest technology, products and services and provides a space for customers to seek advice, guidance and partnership.** The Fifth Third Bank Museum, which archives more than 160 years of helping people achieve their dreams, also is accessible.

Beyond a beautiful architectural renovation, the project reflects the Bank's transformation. We've transformed digitally by enabling our customers and clients to bank where they want, when they want and how they want. We've transformed the way we serve communities and approach environmental sustainability. We're transforming our inclusion and diversity efforts throughout our workforce and among our suppliers by setting six bold goals. We're also transforming the way we serve our employees by raising the minimum wage 50% in two years and providing innovative wellness, financial and health benefits.

"A great public square as iconic and meaningful as Fountain Square deserves a great modern and forward-looking bank," our CEO said. "We are honored to present the new Fifth Third Center and our new atrium that is a Fifth Third better®."

MAKING A DIFFERENCE IN THE COMMUNITIES WE SERVE

Fifth Third far surpassed the financial goals of its five year, $32 billion Community Commitment by delivering:

$41,572,160,911!

Fifth Third also exceeded each of its financial sub-goals for mortgage, small business, community development lending and investments, and philanthropy:

Goal: $11.2B

$16.3B
LMI MORTGAGE LENDING

Goal: $11.1B

$12.6B
SMALL BUSINESS LENDING

Goal: $9.6B

$12.6B
COMMUNITY DEVELOPMENT LENDING

Goal: $99.1M

$112.9M
PHILANTHROPIC DONATIONS

Total Bancorp Commitment to Date (1/1/16 through 12/31/20)

GOVERNANCE

Corporate Governance

One of our most valuable assets at Fifth Third is our reputation for integrity. We are judged by our conduct, and we must act in a manner that merits public trust and confidence.

We believe that a strong corporate governance program is the foundation for a sustainable and well-governed company. Accordingly, we continuously evaluate our structures, processes and controls to ensure they support and promote accountability, effectiveness, transparency and ethical behavior.

BOARD OF DIRECTORS

Our Board of Directors provides oversight of, and guidance to, our executive management team in the development of corporate strategy, risk management, corporate culture and other important aspects of our business, including ESG topics. In order to provide such oversight and guidance, we believe it is important that the Board include a substantial majority of independent directors, strong independent committee chairs and a diverse range of backgrounds and experiences calibrated to the evolving needs of our business and stakeholders. Our directors' average tenure is 6.3 years.

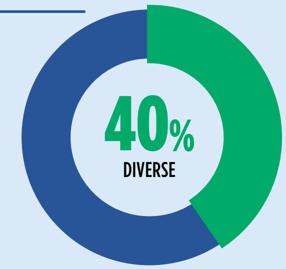
All of our directors are independent under the standards developed by Nasdaq and included in our **Corporate Governance Guidelines**, except for our CEO and one director who was formerly employed by Fifth Third and served as CEO of MB Financial, Inc. We have a lead independent director who is elected annually by the independent directors and facilitates independent Board oversight of management.

At our 2021 annual meeting, our shareholders elected 15 directors, including five female directors, two Black directors and one Latino director.

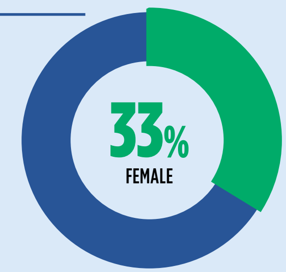
Forty percent of our Board is diverse in terms of ethnicity or gender, including our lead independent director and Audit Committee chair who are each women, and our Technology Committee chair who is Latino.

Board of Directors' Diversity

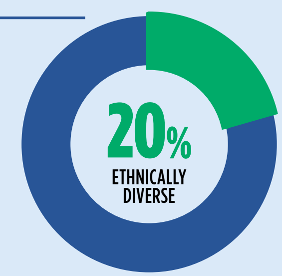
DIRECTORS'
DIVERSITY



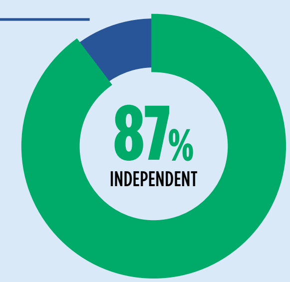
DIRECTORS'
GENDER



DIRECTORS'
ETHNICITY



DIRECTORS'
INDEPENDENCE



Board Performance Evaluation Process

Our 2021 Proxy Statement includes information about the Board and its committees and their respective responsibilities. It also includes a Board Skills and Attributes Matrix that sets forth the diverse skills and attributes that each director contributes to the Board's oversight of the Company. Eleven of our directors have experience in ESG matters, including all the members of the Nominating and Corporate Governance Committee.

Though evaluations occur continuously, our directors undergo a thorough annual evaluation process to help ensure that Board and committee oversight remain strong and that the mix of skills and backgrounds on the Board remains appropriate. The evaluation process includes one-on-one discussions between the lead independent director and each other independent director, full Board and committee written evaluations, and follow-up action items.

It is important that our Board represents diverse backgrounds and experiences in business, government, education, and technology.

These frank evaluations are an important part of sustainable governance and allow us to identify opportunities to enhance our effectiveness.

The NCG Committee, which oversees these Board evaluations, also is responsible for identifying and assessing potential director candidates using established criteria and our Corporate Governance Guidelines.

Each director must possess the highest personal and professional ethics and integrity and should be devoted to representing the interests of Fifth Third and our stakeholders. Directors must be willing to devote sufficient time to their duties and responsibilities. Directors also must undergo annual ethics training.

It is important that our Board represents diverse backgrounds and experiences in business, government, education, technology and in various areas relevant to our businesses. The NCG Committee carefully considers these and other factors—including judgment, diversity and skills—in determining a mix that best serves the needs of the Board and Fifth Third. **Proactive consideration of diverse candidates is an important part of the NCG Committee recruitment process** and is prioritized under our Corporate Governance Guidelines.

ESG COMMITTEE

In 2020, the NCG Committee established the Environmental, Social and Governance Committee with a charter to provide oversight and review of policies, programs, practices, strategies and approach to ESG topics that reflect Fifth Third's Core Values.

The ESG Committee monitors emerging risks and trends through communication with stakeholders and recommendations from independent organizations such as SASB, TCFD, GRI, World Economic Forum and the United Nations. Further, **the ESG Committee monitors ESG performance with key data providers, and has oversight of climate strategy, sustainable financing and operational sustainability topics.**

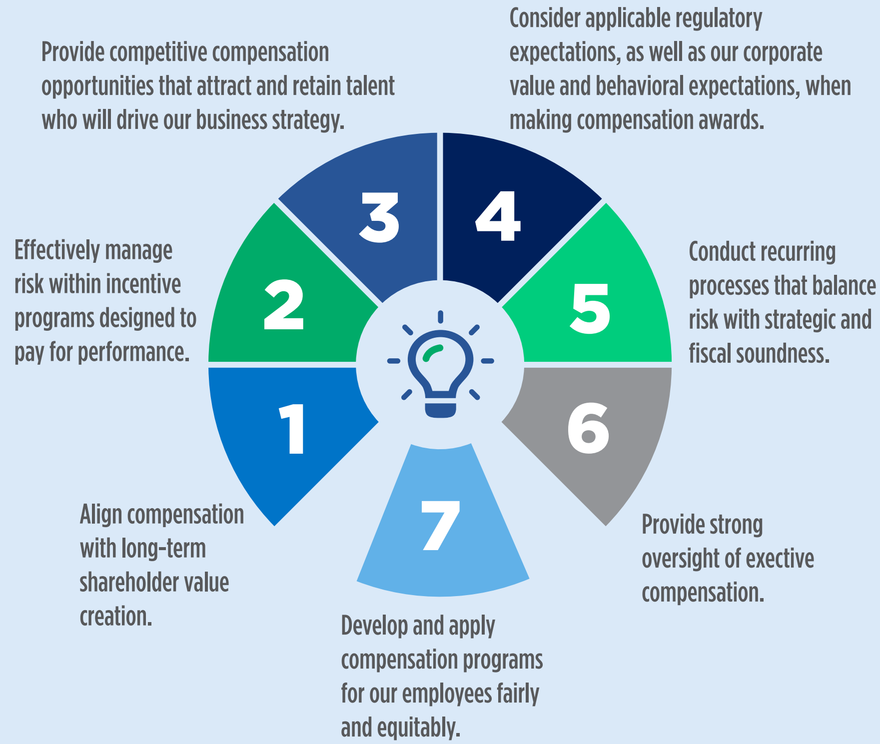
The committee is chaired by the director of ESG reporting & analytics and includes the chief financial officer, chief human resources officer, chief risk officer, chief inclusion and diversity officer, chief compliance officer and director of investor relations, as well as representatives from each line of business, legal, and the community development and social responsibility group. ESG updates are regularly given to the NCG Committee as well as the Board of Directors.

MANAGEMENT

Our management structure is intended to facilitate leadership that is effective and consistent with our corporate standards, and that promotes a strong corporate culture. **We manage our organization on a line-of-business basis, while also maintaining strong corporate functions and appropriate governance.** Our Company's most senior management body is Enterprise, which is responsible for developing and implementing corporate strategy and managing executive-level operations. ESG updates are provided to Enterprise throughout the year.

Compensation Philosophy

Fifth Third endeavors to attract and retain the best talent and to motivative them to fulfill our Vision. We plan to accomplish this by establishing compensation programs that reward our people for delivering the right products to the right customers, in ways that consider our shareholders' long-term interests and align with Fifth Third's values, while also staying within our risk tolerance.



Business Ethics

Doing the right thing is central to achieving our Vision to be the One Bank people most value and trust.

Our Vision is a commitment that inspires our employees to create a great customer experience, an engaging workforce and vibrant communities. It forms the bedrock of Fifth Third's reputation as a respected corporate citizen. It is a commitment that begins with each Fifth Third employee.

ETHICS PROGRAM

Fifth Third's Ethics program is overseen by the chief ethics officer, who provides regular reporting on key aspects of the Ethics program to the Audit Committee and the Risk and Compliance Committee of the Board of Directors.

Reports provided include EthicsLine activity and resolutions, conflicts of interest disclosures, and culture and conduct risk dashboards.

The reports also include ethics training and communications updates and progress, Ethics program assessments and the Code of Business Conduct and Ethics.

The chief ethics officer may also escalate ethics matters directly to the Board. The Ethics program is audited and examined as part of the Fifth Third Audit schedule and the schedule of its examiners.

EMPLOYEE CODE OF CONDUCT

Our **Code of Business Conduct and Ethics** is anchored in our Fifth Third Compass, including our Core Values: Work as One Bank, Take Accountability, Be Respectful and Inclusive, and Act with Integrity. It outlines our responsibility to serve with honesty and integrity, and in compliance with both the letter and the spirit of the law.

OUR CODE OF BUSINESS CONDUCT AND ETHICS IS ANCHORED IN OUR FIFTH THIRD COMPASS, INCLUDING OUR CORE VALUES: WORK AS ONE BANK, TAKE ACCOUNTABILITY, BE RESPECTFUL AND INCLUSIVE, AND ACT WITH INTEGRITY.

Ethics Office Foundational Program Elements

- Annual Code Acknowledgment
- Annual Conflicts of Interest Disclosure Questionnaire
- Conflicts Council
- Anonymous, Confidential EthicsLine
- Education & Awareness
- Senior Management/ Board Reporting & Escalation

2021 WORLD'S MOST ETHICAL COMPANIES®™
WWW.ETHISPHERE.COM
2-TIME HONOREE

Our Code of Business Conduct and Ethics forms the foundation of our Ethics Program and helped Fifth Third to be recognized as one of 2021's World's Most Ethical Companies®.

The Code of Business Conduct and Ethics is an important, Board-approved document that serves as a guide to help employees understand how to apply our Core Values to the decisions required of them. **Every employee and contractor is required to review the Code, comply with it and refer to it regularly—and to sign an annual acknowledgment.** In 2020, over 99% of employees and contractors made this acknowledgment, a requirement that is regularly tested and verified.

Additionally, all employees and contractors are required to complete ethics training on an annual basis. In 2020, 99.7% of all required compliance training modules were completed by employees, including ethics training. Further, ethics training is incorporated into other employee training modules required of employees and contractors depending on specific roles and positions within the Bank. It is important to note that the Board of Directors also undergoes ethics training.

The Code is the foundation of our ethics program at Fifth Third. The foundation helped Fifth Third to be recognized again as one of the 2021 World's Most Ethical Companies®. This honor came from the highly respected Ethisphere Institute, a global leader in defining and advancing the standards of ethical business practices. It puts us in elite company, as **only 135 organizations from around the globe—including only five banks—made the grade.** Ethisphere scores companies in five categories: ethics and compliance, culture of ethics, corporate citizenship and responsibility, governance, and leadership and reputation. Ethisphere also recognized the Bank as one of the World's Most Ethical Companies® in 2019.

ANTI-COMPETITIVE ACTIVITIES

The **Code of Business Conduct and Ethics** outlines Fifth Third's position on anti-competitive activities. Anti-trust laws, also referred to as "competition laws," are rules developed by the U.S. government to protect consumers from predatory business practices. Their goal is to ensure that fair competition exists in the marketplace.

We ensure that business activities that involved any of our competitors are conducted with great care to ensure compliance with all laws and regulations.

Prohibited activities include:

- **Any agreements between competitors** relating to prices, allocations of territories or customers or limitations of products.
- **Use of competitors' confidential or proprietary information.**
- **Engaging in any other anti-competitive behavior**, including disparaging or making false statements in relation to competitors, misappropriating competitors' trade secrets, or encouraging competitors' customers to break contracts.

We are responsible for adherence to the anti-bribery and anti-corruption regulations of the countries in which we operate. This includes the Foreign Corrupt Practices Act, Canada's Corruption of Foreign Public Officials Act, and the U.K. Bribery Act, as well as other applicable laws and regulations. The regulations prohibit bribery of a foreign or domestic government official for the purpose of influencing that official. These regulations apply to conduct both inside and outside of U.S. territory. These regulations also apply to third parties conducting business with Fifth Third such as suppliers and consultants. While Fifth Third has a low risk of anti-bribery and anti-corruption violations, Fifth Third has practices in place for activities that pose a higher risk of violations, such as payments to vendors outside of the United States as well as foreign travel.

ETHICS HOTLINE

Every Fifth Third employee has a responsibility not only to adhere to the Code of Business Conduct and Ethics, but also to raise issues if and when they become aware of misconduct or other violations of our Code. Employees are encouraged to raise questions and concerns directly with their manager or someone in their division's reporting line with whom they feel comfortable talking.

In addition, employees have access to their Human Resources business partner, the Employee Relations Resource Group, Business Security Operations Center, or the Ethics Office, including the 24-hour EthicsLine. Reports can be made to the EthicsLine at any time and employees can choose to remain anonymous. All reports are investigated and taken seriously, and we protect confidentiality to the fullest extent possible. If the investigation determines an employee violation has occurred, prompt corrective action is taken, up to and including termination. Regular reporting of EthicsLine calls is provided to senior management as well as the Audit Committee of the Board.

WHISTLEBLOWER PROTECTIONS

Fifth Third's Non-Retaliation Policy for employees who report violations strictly prohibits intimidation of, or retaliation against, individuals who make good faith reports of known or suspected violations of the Code of Business Conduct and Ethics, any Fifth Third policy or procedure, or any law or regulation. To ensure that Fifth Third's non-retaliation practices are robust, the Bank conducts a regular assessment to ensure the policy works as intended and to provide an additional layer of review.

DISCRIMINATION AND HARASSMENT

Discrimination, harassment or intimidation are not tolerated for any reason. This includes discrimination on the basis of an individual's race, color, national origin or ancestry, citizenship status, creed, religion, sexual orientation, transgender status, marital status, civil partnership, pregnancy, parental status or caregiving responsibilities, genetic information, physical or intellectual disability or protected condition, military or veteran status, an individual having been a victim of domestic violence, sexual assault or abuse, or any other status protected under applicable laws. Fifth Third does not require employees to sign mandatory arbitration agreements as a condition of employment or continued employment.*

HUMAN RIGHTS

HUMAN RIGHTS STATEMENT

Striving to be the One Bank that people most value and trust requires operating at the highest ethical standards and upholding the dignity of the individual through every interaction with all we serve, including customers, employees, communities and shareholders. We support fundamental principles of human rights across all our business activities. Fifth Third's respect for the protection and preservation of human rights in guided by principles set forth in the United Nations Universal Declaration of Human Rights.

Our full human rights statement can be found on ir.53.com/esg.

Fifth Third supports the fundamental principles of human rights across all our business activities.

*Fifth Third Securities representatives licensed through the Financial Industry Regulatory Authority have registered representative agreements that require arbitration of claims.

Public Policy and Government Relations

Fifth Third is subject to government regulation and risks generated by new, complex and evolving legislative and regulatory requirements that impact nearly every aspect of our operations.

As a result, customers, employees and shareholders have a measurable stake in the outcome of certain public policy discussions. To mitigate this risk and work toward favorable outcomes, we participate in the public policy process. **Our government affairs program is designed to give us a coordinated voice in public policy through a partnership between the Government Affairs team and Company leaders.**

Fifth Third's advocacy efforts are executed at the local, state and federal level by registered lobbyists. Disclosure of federal lobbying activity occurs via the U.S. Congress, and disclosure of non-federal lobbying activity is provided to appropriate local and state agencies as required by law.

Fifth Third's Political Action Committee supports candidates at the federal, state and local level.

To mitigate legislative and regulatory risks and work toward favorable outcomes, we participate in the public policy process through our government affairs program.

Funds in the PAC consist of voluntary personal contributions from eligible officers of the Company and its subsidiaries. No Company funds are contributed to the PAC. Disclosure of PAC activity can be viewed at fec.gov and our website. Disclosure of PAC activity at the local and state levels is provided to state election authorities in compliance with applicable law.

Fifth Third's political contributions are governed by the **Government Affairs Policy**. The Nominating and Corporate Governance Committee of the Board reviews political contributions semi-annually and approves the policy annually. Fifth Third also maintains a Political Activity Policy that ensures the compliance of the Bank and its employees with laws and regulations governing political contributions.

Enterprise Risk Management

Fifth Third Bank has been in business since 1858 and has been successful over this span of years by effectively balancing risk and return.

We take risks every day delivering products and services to customers and executing our business processes and activities. Therefore, **we are responsible for managing these risks effectively to deliver through the cycle value and performance** for our shareholders, customers, employees, and communities.

ALIGNMENT WITH OUR CORE VALUES AND CULTURE

Our Core Values and culture provide a foundation for supporting sound risk management practices by setting expectations for appropriate conduct and accountability across the organization.

Our approach to sound risk management is grounded on each employee living our Core Values and acting in an ethical and responsible manner as we serve the financial needs of our customers and communities.

Our culture is embodied in the Fifth Third Compass, which informs our actions and decisions, from how we navigate our daily work and recognize each other's efforts, to the way we behave with customers, each other and our communities. The Compass also guides our strategic direction and actions as we keep the customer at the center and work toward achieving our Vision to be the one bank people most value and trust.

By focusing on the future and uniting us as one team, the Compass represents who we are, what we believe and how we define success—all of which are key drivers of our risk management strategy.

"Fifth Third's strong performance is enabled by sound risk management practices that deliver on our commitments to customers, employees, communities and shareholders."

–**BOB SHAFFER**, EXECUTIVE VICE PRESIDENT AND CHIEF RISK OFFICER

Fifth Third's Risk Management Framework outlines our approach to managing risk in support of our Vision. Key elements of the Framework are described in detail below.

RISK APPETITE

Fifth Third's risk appetite is established in alignment with our strategic, financial and capital plans. The Board and executive management approve the risk appetite, which is considered in the development of business strategies and forms the basis for enterprise risk management. The risk appetite is defined using quantitative metrics and qualitative measures to ensure prudent risk taking and drive balanced decision making. **Our goal is to ensure that aggregate risks do not exceed Fifth Third's risk appetite**, and that risks taken are supportive of our portfolio diversification and profitability objectives.

The core principles that define our risk appetite and ensure we are operating in a safe and sound manner are:

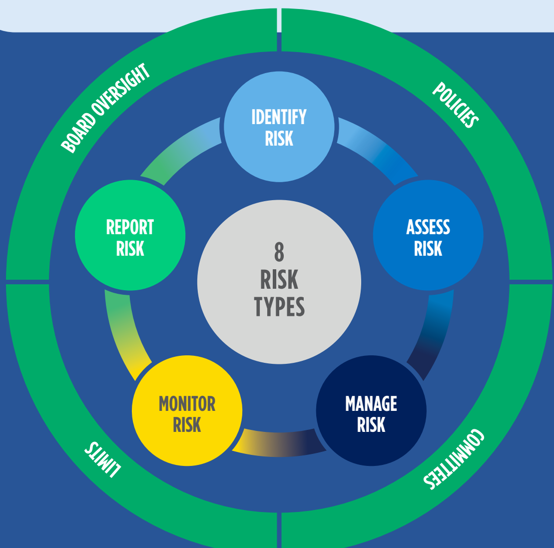
- **We act with integrity** in all activities.
- **We understand the risks we take,** and ensure that they are in alignment with our business strategies and our risk appetite.
- **We avoid risks that cannot be understood, managed or monitored.**
- **We provide transparency of risk to our management and Board** and escalate risks and issues as necessary.
- **We ensure Fifth Third's products and services are aligned to our core customer base** and are designed, delivered and maintained to provide value and benefit to our customers and to Fifth Third.
- **We do not offer products or services that are not appropriate or suitable for our customers.**
- **We are focused on providing operational excellence** by providing reliable, accurate, and efficient services to meet our customers' needs.
- **We maintain a strong financial position** to ensure that we meet our strategic objectives through all economic cycles and are able to access the capital markets at all times, even under stressed conditions.
- **We protect the Bank's reputation by thoroughly understanding the consequences of business strategies, products and processes.**
- **We conduct our business in compliance with all applicable laws, rules and regulations** and in alignment with internal policies and procedures.

Risk Management Process

Our Risk Management Process ensures a consistent and comprehensive approach to how we identify, measure and assess, manage, monitor, and report risks. We also have established processes and programs to **manage and report concentration risks; to ensure robust talent, compensation, and performance management; and to aggregate risks across the enterprise.**

Fifth Third's eight risk types:

- Credit Risk
- Liquidity Risk
- Interest Rate Risk
- Price Risk
- Operational Risk
- Reputation Risk
- Strategic Risk
- Legal and Regulatory Compliance Risk



THREE LINES OF DEFENSE

Accountability for managing risk is driven through a Three Lines of Defense structure:

1 FIRST LINE OF DEFENSE

The first line of defense is comprised of front line units that create risk or are accountable for risk. These groups are the Bank's primary risk-takers and are responsible for implementing effective internal controls and maintaining processes for identifying, assessing, controlling, and mitigating the risks associated with their activities, consistent with established risk appetite and limits. The first line of defense also includes business units that provide information technology, operations, servicing, processing, or other support.

2 SECOND LINE OF DEFENSE

The second line of defense, or independent risk management, consists of risk management, compliance, and credit review. The second line is responsible for developing frameworks and policies to govern risk-taking activities, overseeing risk-taking of the organization, assessing risks and issues independent of front line units, advising on controlling risks, and providing input on key risk decisions. Risk management complements the first line's management of risk-taking activities through its monitoring and reporting responsibilities, including adherence to the risk appetite. Additionally, the second line is responsible for identifying, measuring, monitoring, and controlling aggregate and emerging risks enterprise-wide.

3 THIRD LINE OF DEFENSE

The third line of defense is internal audit, which provides oversight of the first and second lines of defense, and independent assurance to the Board on the effectiveness of governance, risk management, and internal controls.

RISK GOVERNANCE

Fifth Third's risk governance structure ensures proper oversight of risk across the organization. It provides a **path for escalation of risks and issues to management and Board-level committees to drive effective risk decisioning**. The Board is responsible for actively overseeing risk-taking activities and holding management accountable for adhering to the risk management framework. The Board delegates certain responsibilities to Board Committees, including the **Risk and Compliance Committee** and the **Audit Committee**.

The RCC is the primary committee that oversees risk and **assists the Board in its oversight of the Bancorp's Risk Management Framework** and approves the framework and primary risk management policies.

The Audit Committee of the Board is the primary committee that has **responsibility, fiduciary duty and authority to oversee the management, financial statements and audit functions**.

The Enterprise Risk Management Committee is chaired by the Chief Risk Officer. It is comprised of senior management and reports to the RCC. The committee is responsible for **reviewing and approving frameworks and policies to ensure effective risk management,** overseeing the management of all risk types to ensure that risks remain within Fifth Third's risk appetite and fostering a risk culture that supports our risk management objectives.

The ERMC oversees key management committees responsible for specific risk types and key risk-related policies and processes, in order to support an aggregate view of risk and provide executive-level risk management oversight of all risk types.

Fifth Third's risk governance structure ensures proper oversight of risk across the organization. It provides a path for escalation of risks and issues to management and Board-level committees to drive effective risk decisioning.

Fifth Third's Risk and Compliance Committee Structure

Consumer Privacy and Information Security

We keep our customer at the center because without our customers, we would not exist.

Keeping the customer at the center of everything we do and delivering a world-class customer experience every time is a top priority and way of life at Fifth Third. When it comes to security and privacy, our customers expect us to protect their financial and information assets and need to know they can trust us to do just that.

As the cyber threat landscape continues to mature, it is our responsibility to stay ahead of the threats and continue to put in place the processes, procedures, tools and technologies needed to mitigate the risks associated with these threats.

Our Information Security team's mission is to relentlessly execute to protect, enable and innovate across our enterprise, to enhance our brand and to raise the level of trust and

Strategic Focus Areas

In January of 2020, we completed our Agile transformation by aligning the entire organization to our Agile design. This established the organizational structure for our focus areas.

IDENTITY FOUNDATIONS

Develop and drive a unified strategy and technology stack that enables future identity verification and access control across internal and customer-facing applications and IT services.

NEXT GENERATION DETECTION AND RESPONSE

Use best-in-class third-party products to "knock down the noise" and focus on the most sophisticated attacks, leveraging a threat intelligence-based approach paired with dynamic and custom detection and response capabilities.

ZERO-TRUST/CLOUD

Build out automated controls for cloud consumption and redesign how employees access the internet and our network utilizing zero-trust principles, meaning organizations should not automatically trust anything inside or outside its perimeters and must verify anything and everything trying to connect to its systems before allowing access.

PROGRAM FOUNDATION

Drive continuous improvement in foundational elements of the Information Security Program, such as Business Continuity, Vulnerability Management, Security for Affiliates, Divisions and Subsidiaries, Metric Generation, Controls Framework and more.

confidence of our customers and partners. We strive to understand cyber threat adversaries and the risks they pose. Our adversaries are nimble and dynamic. To protect against them, our defenses must be the same.

TRANSFORMATION PATH TO STRATEGIC FOCUS

In January of 2020, we completed our Agile transformation by aligning the entire organization to our Agile design. This established the organizational structure upon which we focused on **Program Foundations, Identity Foundations, Next Generation Detection and Response, and Zero-Trust/Cloud**.

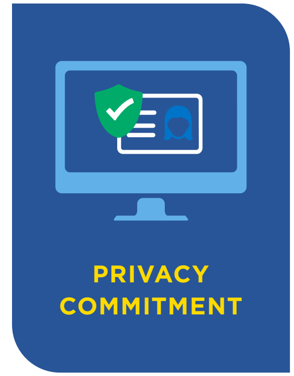
Despite the impacts of the COVID-19 pandemic, the team was still able to move forward on these **areas of strategic focus** by:

- **Revamping the vulnerability management reporting capabilities and process** to ensure teams were provided appropriate information to prioritize risk
- **Managing the technology lifecycle of identity related products** to better align with our strategic direction
- **Moving to a threat intelligence-driven process** that allows our detection and response teams to focus on the most advanced attackers
- **Continuing to mature our security in cloud and zero-trust network access solutions**

The hard work and continuous planning and preparation of the Business Continuity Team was highlighted in 2020, as they guided us through not only the pandemic and all its implications, but also a record hurricane season and civil unrest. The Bank also has a cybersecurity incident response plan that addresses cybersecurity events that impact data or operations of the Bank. The plan is aligned with our business continuity crisis management plan as well as our escalation procedures for sensitive information, which is overseen by the Bank's Privacy Office.

PRIVACY AND DATA SECURITY

The Bank has established a strong foundation of governance, policies and procedures based on a tight alignment with regulatory requirements and standard frameworks such as National Institute of Standards and Technology and Control Objectives for Information Technologies. This foundation, combined with regular program assessments by outside organizations, keeps the Information Security team more alert to cyber risk, more deliberate in building dynamic defenses to protect our customers and the Bank, and more collaborative in exploring effective solutions with both internal and external partners.



Fifth Third's commitment to data security and privacy are available on 53.com.

Fifth Third also is committed to protecting our customers through our privacy policies. These policies describe **the information we collect, the information customers provide when using our products and services, and information about when customers can choose to limit data sharing** based on state, federal and international regulations. Details of our commitment to privacy and data security can be found on 53.com on our Privacy and Security page.

We have implemented measures designed to secure customer information from loss or unauthorized access, use, alteration or disclosure. Information is stored on secured servers behind firewalls, and all data transported on our website and mobile applications is encrypted. To further help protect information, the Bank requires employees to review and know information security and privacy policies. **All employees and contractors are required to complete privacy and information security training on an annual basis, including: privacy compliance, information lifecycle governance, managing information and data, creating a safe cyber environment and business continuity.** In 2020, 99.7% of all required compliance training modules were completed by employees, including privacy and information security training modules.

Internal and external assessments are conducted regularly to ensure our defenses are solid, that we are meeting regulatory requirements and that we are continually maturing the Information Security program.

To ensure the Bank's third-party suppliers take information security and privacy as seriously as Fifth Third does, our **Master Services Agreements include extensive articles on information technology security requirements and breach procedures** as well as confidentiality and protection of nonpublic personal information.

Our Master Services Agreement articles **identify expectations**, including, but not limited to:

- **What the supplier's information security program should include**
- **Who needs to review and approve** their information security program
- **What safeguards need to be in place**
- **How the Bank should be notified** of a breach
- **How proprietary information should be handled**

Ensuring our third-party suppliers are doing all they can to protect the Bank and our customers is another way we keep the customer at the center of everything we do.

THE VALUE OF STRONG LEADERSHIP AND GOVERNANCE

Information security and privacy teams regularly report to executive leadership and the Board to ensure everyone is aligned to the Bank's priorities and focus.

- The **chief information security officer and Privacy Office** report regularly to the Board or Board committees to keep abreast of all efforts to prevent, detect and respond to risks.

Internal and external assessments are conducted regularly to ensure our defenses are solid and that we are meeting or exceeding all regulatory security requirements.

- The **Technology Committee**, a committee of the Board established in 2020, is comprised of Board members with extensive technology backgrounds. Its primary purpose is to assist the Board in its oversight of technology and innovation strategies, plans and operations, information, cybersecurity and data privacy risk management and third-party technology risk management.

TRAINING AND TESTING KEEP THE FOCUS ON SECURITY AND PRIVACY

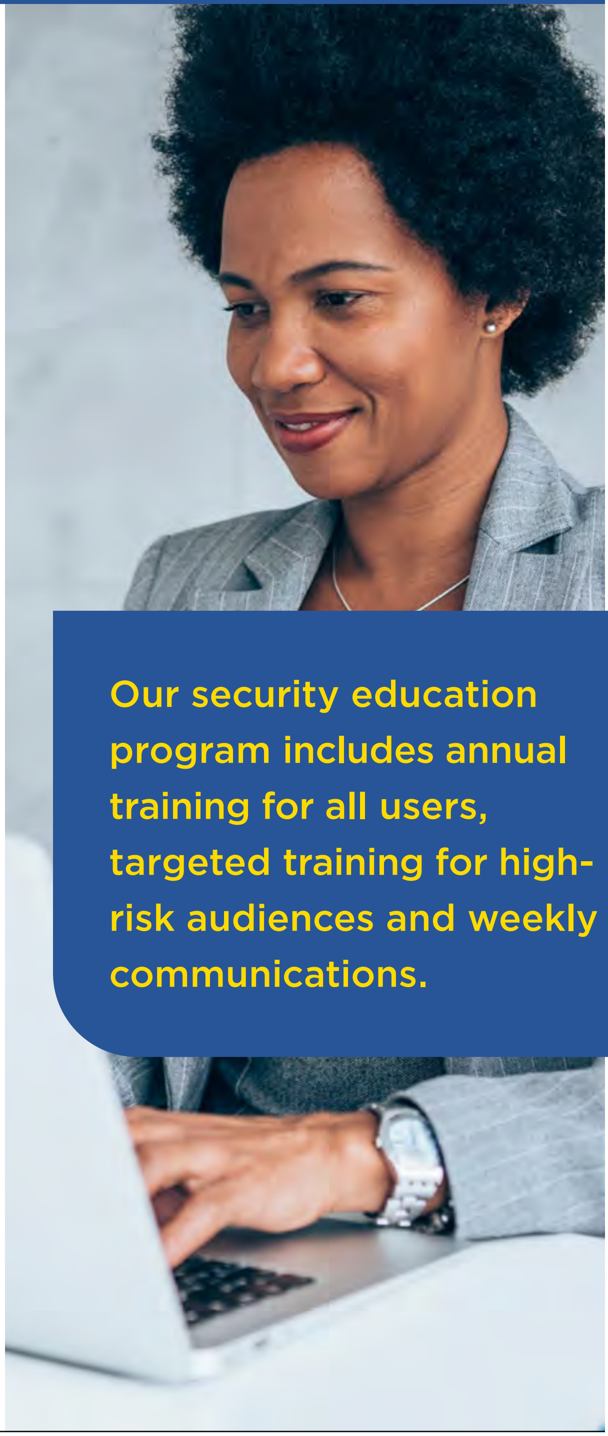
Our employees and contractors are included in our first line of defense. Keeping them informed and educated helps them to make the right decisions when it comes to protecting the information they work with every day. To do this, we have a mature security awareness and education program. The program includes **annual training for all users, targeted security awareness training for high-risk audiences, weekly security awareness communications, quarterly lunch and learns, and a variety of activities**, including a conference, during National Cyber Security Awareness Month in October.

As part of our Information Lifecycle Governance program, all information owners are made aware of the expectation to defensibly delete data once it has reached the end of its lifecycle. The end-of-life lifecycle for data is determined by the Corporate Records Retention Schedule's retention trigger data.

In addition to security awareness and information lifecycle governance training, our Learning and Development team provides a variety of compliance courses. Some are required learning for all employees and contractors while others are designed for specific audiences.

To test our education efforts and provide program direction, **the Bank conducts regular simulated phishing exercises and desk checks** to ensure employees and contractors are following policies and standards. Desk checks had to be put on hold during the pandemic but will begin again when considered safe to do so.

The Information Security team has established and maintains a qualified and representative workforce, ensuring that the right people with the right skills are in place to achieve our business goals. To that end, **the organization invests heavily in ongoing training and certifications for its team members**. This includes technical boot camps as well as online and classroom training and conferences. The inventory of training is extensive, aligns with certification opportunities and is provided via various mediums.



Our security education program includes annual training for all users, targeted training for high-risk audiences and weekly communications.

BUSINESS CONTINUITY MANAGEMENT

Business Continuity Management (BCM) provides a framework and holistic process for building organizational resilience with the capability of an effective response that safeguards the interests of its customers, employees, reputation, brand and value-creating activities. We do this by identifying core services and the processes and technologies that underpin them and then, once that 'analysis' is complete, developing plans and strategies that will enable the business to continue operations and effectively recover from any type of event, regardless of cause or impact.

PROGRAM OBJECTIVES:

- **Integrate BCM, Disaster Recovery and Event Management responsibilities and activities into a BCM Program** that fully adheres with regulatory requirements and aligns with meeting needs of the business
- **Plan for, mitigate and manage threats and risks BEFORE they impact Fifth Third,** including conducting cyber war games and disaster recovery exercises
- **Enable the Company to continue to operate when faced with adverse conditions**
  - —Not just Information Technology, but all core business processes
  - —Not just catastrophic disasters, but all potential exposures

Business Continuity Management Lifecycle

The BCM Program functions within an integrated 8-step lifecycle. The following steps outline the approach that is taken to define, implement, mature, and evaluate the BCM program.

Third-Party Management

Fifth Third has a robust third-party management program for the acquisition of goods and services.

Our Supplier Code of Conduct sets forth Fifth Third's expectations for ethical, human rights, labor and environmental standards throughout our supplier network.

It is expected that Fifth Third suppliers demonstrate the same level of commitment to ethical business practices.

Our goal is to meet the strategic objectives of the Bank and maintain our commitment to providing equal opportunities to all capable suppliers. To achieve this goal, we seek strategic partnerships with highly qualified sources who provide solutions that improve our processes, increase the quality of our products and services and drive efficiencies.

We execute our third-party selection process in accordance with the highest standards of integrity, fairness and objectivity. Our Supplier Diversity team reviews every procurement opportunity to ensure diverse providers are included in the portfolio of potential third parties. Thorough assessment and due diligence is performed on all third-parties prior to onboarding, with focused attention on protection and security of Bank and customer data.

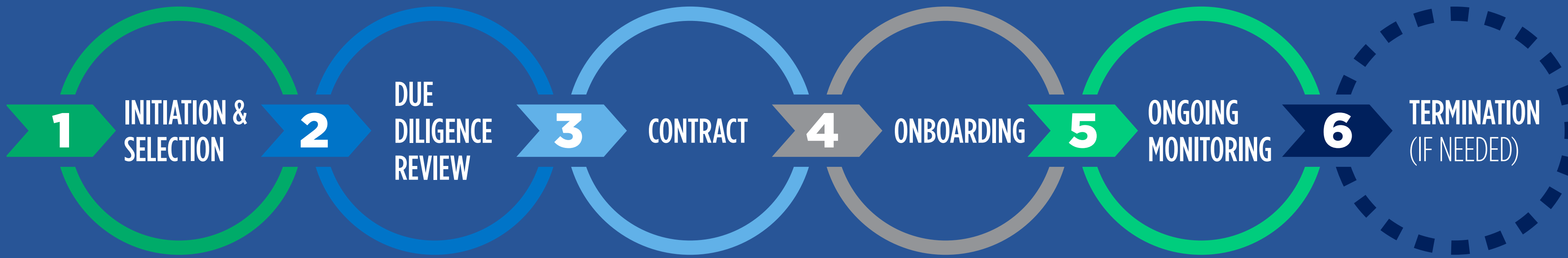
The Bank focuses on fostering a strong risk and compliance culture, meaning all employees are responsible and accountable for managing risks associated with third-party relationships.

The methodology and process for third-party risk management is as follows:

- **Governance of our third-party activities begins with the Third Party Management Council, which assesses the portfolio of third-party service providers** as well as the management of risks, issues and performance on the third-party population and oversees adherence to the Third Party Risk Management Policy and Program.
- **The Third Party Management Council reports to the Operational Risk Committee**, which in turn is accountable to the Enterprise Risk Management Committee and the Risk and Compliance Committee.

FULL PROCESS DETAILED ON NEXT PAGE ▶

Third-Party Risk Management



INITIATION & SELECTION

Fifth Third seeks to strategically partner with highly qualified third parties that provide solutions that improve our processes and service levels, increase the quality of our products and services and reduce our total costs while meeting Fifth Third Bank's risk management and compliance expectations. We also believe that promoting supplier diversity is an integral part of our success and we are proud of the many alliances and partnerships we have with diverse companies throughout our footprint.

> Promoting **supplier diversity** is an integral part of our success.

DUE DILIGENCE REVIEW

After initiation and selection is complete but prior to the execution of a contract, we conduct due diligence to evaluate: the risk a third party product/service may present to the Bank; the third party's ability to manage all risk matters related to the individual product(s) purchased or service(s) being performed; the strength of the third party control environment; and the third party's ability to effectively mitigate risk.

CONTRACT

This phase produces and secures a contract that details the obligation of the third party, inclusive of standard contract language and other legal requirements (terms and provisions), Service Level Agreements, and appropriate signoffs. SLAs include remedies for non-performance, and are designed to recognize and address issues in a timely manner.

ONBOARDING

Fifth Third sets up payment and executes on the required oversight and monitoring that occurs while developing a formal monitoring and testing plan.

ONGOING MONITORING

The level of ongoing monitoring required for each third party is determined by the level of risk the third party poses to the Bank. Formalizing ongoing monitoring allows the Bank to properly monitor third party performance and remediate any issues that arise during the relationship.

TERMINATION

Unfortunately, there are events that at times may cause one or both parties to terminate the relationship. If this is required, the Bank proceeds in a professional manner, in accordance with the terms of the contract with the third party.

SOCIAL

COVID-19 Pandemic Actions

During the COVID-19 pandemic, the word 'essential' was often used by government officials, media and families, especially as it related to work and workers. **Our approach at Fifth Third was to view everyone as essential—our employees, customers, business clients, shareholders, and communities—and to serve them the best way we knew how.**

We were a leader among our peers in offering hardship relief programs, even before the federal government implemented the CARES Act, and we played an essential role for our small and mid-sized business customers by our lending through the Paycheck Protection Program (PPP). To help our communities through their struggle, our efforts included donating nearly $9 million for COVID-19 relief, exceeding our five-year, $32 billion Community Commitment, and announcing a $2.8 billion investment to accelerate racial equality, equity and inclusion.

We are proud of the Fifth Third better® impact we've had, and are committed to doing more in the future to ensure that the effects of the pandemic are properly and swiftly addressed.

CUSTOMERS

We took quick and decisive steps to help protect our customers' physical and financial health. We kept over 99% of our banking centers open and maintained access to 52,000 fee-free ATMs to serve customers during the pandemic to complement our digital and mobile banking options. We quickly implemented social distancing and protective measures as outlined by U.S. CDC officials. We also improved our cleaning measures to safeguard employees and customers to the best of our ability.

Through 2020, we interacted with over three million customers and executed over 150,000 hardship requests, representing **approximately $3 billion in balances** and an additional **approximately $6 billion in our mortgage servicing portfolio**.

"When you see someone who's hard-working hit a rough patch, there's nothing better than being able to help keep them going."

-BRAD J., FIFTH THIRD BANKING CENTER MANAGER IN GRANDVILLE, MICHIGAN.

A collaboration with Steady and its innovative app helped our customers find work and maximize their earning capabilities. Additionally, our Job Seeker's Toolkit, provided by NextJob, and Operation HOPE's financial coaching services were made available to the public through the year.

In 2020, our bankers and relationship managers worked diligently to help their business clients. Over 40,000 PPP applications were processed with the U.S. Small Business Administration, representing $5.4 billion in forgivable loans and supporting 605,000 jobs. More than 85% of the loans approved were for less than $150,000 and 95% of loans were to businesses with fewer than 50 employees. **In rounds 1 and 2 of the Paycheck Protection Program, Fifth Third ranked in the top 15 lenders.**

In 2021, our bankers continued to serve clients through the Paycheck Protection Program. Through June 3, 2021, we processed $1.9 billion in loans and supported 230,000 jobs. 97% of the loans were to small businesses with less than 50 employees and 90% were for less than $150,000.

> "Our relationship with Fifth Third Bank proved invaluable. Within a couple of days of our PPP loan being processed, our financing was available to us."
>
> -**THERESA HAMMONS,** OWNER, ASHLEY'S PASTRY SHOP, CINCINNATI, OHIO.

Fifth Third Bank PPP Loans*

$7.4B IN LOANS
TOTAL AMOUNT APPROVED

87% OF LOANS
UNDER $150K

96% TO COMPANIES
WITH UNDER 50 EMPLOYEES

835K JOBS
TOTAL NUMBER PROTECTED

66K LOANS
AVERAGE LOAN: $112K

26% OF LOANS
WERE LMI FOCUSED

*Total PPP loans for rounds 1, 2 and 3 as of June 3, 2021.

EMPLOYEES

Fifth Third took significant measures to provide our employees with a sense of safety, security and certainty during the COVID-19 pandemic. We continued to employ approximately 20,000 people across our footprint and hired 1,000 more people in retail banking, mortgage support and operations to help meet increased demand for services.

Our employees showed tremendous agility and customer focus through 2020. **Because banks were categorized as an essential service provider, we remained open for business and approximately 10,000 retail and operations employees continued to serve our customers while working on-site.** The Bank rewarded employees who provided frontline, essential banking services during the pandemic with a special payment of up to $1,000.

At the same time, the Company successfully transitioned approximately 50% of employees to remote work. We successfully and quickly resolved several challenges this created, including ensuring physical safety and wellness and maintaining productivity through advanced technology. In addition, thousands of employees had their work duties reassigned temporarily (some for several months) in order to help support our operations as well as the Paycheck Protection Program. As a result, some employees received special bonuses to recognize their extraordinary efforts. Hiring and onboarding programs were also adjusted and deployed virtually.

To protect the health and safety of employees and customers, and consistent with CDC, state and local guidance, **Fifth Third established social distancing, hygiene and environmental safety protocols for on-site workers at our banking centers and offices. We also:**

- **Offered free COVID-19 testing for employees** enrolled in Fifth Third's medical coverage.
- **Increased paid time away and allocated additional sick days.**
- **Reimbursed employees at the end of 2020 for unused purchased vacation days and awarded five special vacation days to eligible employees for 2021.**
- **Doubled the number of days in our Back-up Care program from 15 days to 30 days** and waived the copay in March and April to address immediate and unplanned needs.
- **Tracked and reported on employee circumstances related to COVID-19** to develop data-driven responses and solutions as the situation evolved.
- **Conducted pulse surveys with employees to collect regular feedback on our COVID-19 response and their well-being.** (See the Employee Engagement section of this report for additional details.)

"Working in retail during the pandemic has been pretty stressful as it is. It's been a huge weight off my shoulders knowing that if my daughter can't go to her normal day care, we have another option besides trying to find a family member who can take her."

-**JESSICA SPICER,** PERSONAL BANKER, MONTGOMERY, OHIO/ PARTICIPANT IN FIFTH THIRD'S BACK-UP CARE PROGRAM

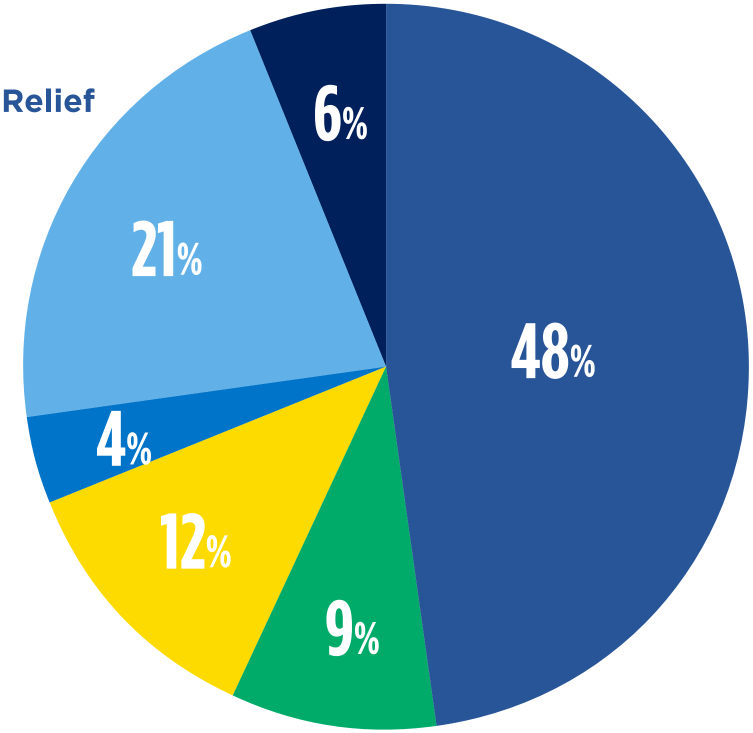
COMMUNITIES

Fifth Third was active with helping various local, state, and national groups to respond to the pandemic. We led task force groups across our markets, including the Cincinnati USA Regional Chamber's RESTART task force, a collaboration of more than 20 CEOs that helped businesses within the region tackle the collective challenges brought on by the pandemic.

We also committed $8.75 million in philanthropic funds to help address the effects of the pandemic. These relief, recovery and resiliency funds were funded through the Fifth Third Foundation and the Fifth Third Chicagoland Foundation.

$8.75 Million in COVID-19 Relief

- **$4,167,500** for Small Businesses
- **$800,000** for Food Pantries
- **$1,068,300** for Non-profit Organizations
- **$379,584** for Health Care Services
- **$1,770,000** for Housing Assistance
- **$564,616** for Basic Family Needs



SPOTLIGHT

Feeding the Hungry

With the pandemic making the holidays tougher for many families, Fifth Third's Young Professionals Business Resource Group organized a food box donation effort to benefit the Community Shelter Board. This organization provided a list of items needed to help feed families over the holidays. The YP BRG then advocated for the effort and **collected boxes of food**.

Every department of the Bank participated, including Retail, Commercial and Business Banking, Wealth & Asset Management, Office of the President, and Marketing.

In Louisville, Kentucky, our support of Dare to Care enabled the food bank to deliver over 51,000 meals to kids at different sites, provide over 40,000 food boxes and deliver over 1 million pounds of food through mobile pantry and Get Fresh stops.

Dare to Care
Food Bank

Emily Carter Essex, director of business partnerships at Dare to Care said, “To our Fifth Third Bank partners, on behalf of our board, our team and the many neighbors and friends you empower us to serve, thank you for your incredible support. **Now, more than ever, we are grateful for the way you have allowed us to care for our neighbors.** Our community faces considerable challenges, food insecurity among them. While COVID-19 challenged us in ways we never imagined, our team was steadfast in our commitment to nourishing our neighbors. We swiftly adjusted programs and operations to safely deliver the same quality food that this community has come to expect from Dare to Care. In our recently completed fiscal year 2020, we distributed healthier food than ever in our 50 year history—27 million pounds. That’s enough to prepare 23 million meals! Thank you. We couldn’t do it without you.”

In addition to philanthropic donations, **we implemented a new virtual volunteerism initiative in response to the pandemic, which enabled our employees whose devotion to serving communities increased with so many in need**. The platform enabled employees to seek and find opportunities to volunteer their time and talent virtually. Further, we ensured that our financial education platforms for both adults and young people were made available to a wider audience online so we could help community members regain financial stability.

Our COVID-19 response efforts were acknowledged externally. **In July 2020, we were recognized by an independent third party as the top-performing bank among the 12 largest U.S. retail banks** based on our pandemic response for our customers, communities, and employees.

Fifth Third’s COVID-19 response for our customers, communities and employees was recognized as top-performing among the 12 largest U.S. retail banks.

Inclusion and Diversity

Fifth Third strives to be the One Bank people—all people—most value and trust.

As an intentionally inclusive, diverse and thriving organization, we want each employee and customer to feel valued, respected and understood. **Employees at Fifth Third are encouraged to bring their authentic selves and best thinking into the workplace** to make the most of the power of our diversity and our commonality. We are all One Bank.

OUR COMMITMENT

Fifth Third has long demonstrated an unwavering commitment to equality, equity and inclusion with our employees, customers and suppliers. However, we know that we always can and must do more, and 2020 was no exception.

From investing in our employees to supporting our customers as they pursue their financial goals to giving back to the communities we serve, **we are committed to working toward being a company and a world where equal access and opportunity to thrive is available to all.**

To support an inclusive workplace, Fifth Third has adopted the following diversity statement: "Fifth Third believes that inclusion and diversity are essential to living our Core Values; serving our customers; delivering financial performance; and being recognized as a leader in building an engaging workplace, a strong supplier base and vibrant communities."

The Bank's Environmental, Social and Governance Committee oversees our inclusion and diversity strategy and progress.

FIFTH THIRD'S DIVERSITY STATEMENT:

Fifth Third believes that inclusion and diversity are essential to living our Core Values; serving our customers; delivering financial performance; and being recognized as a leader in building an engaging workplace, a strong supplier base and vibrant communities.

"Together, we can make a difference. Together, we can drive change."

–**GREG CARMICHAEL,** CHAIRMAN & CEO; MEMBER OF CEO ACTION FOR DIVERSITY & INCLUSION FINANCIAL SERVICES ROUNDTABLE

In 2020, Fifth Third sharpened its focus and actions to deepen its commitment to foster inclusion and diversity, inspire positive change and confront systemic racism. **Accelerating Racial Equality, Equity and Inclusion** is one of four strategic initiatives for the Human Capital division of Fifth Third Bank. The initiative is led by the Inclusion and Diversity team and supported by the Executive Diversity Leadership Council, which was created in 2020.

For the fifth consecutive year, Fifth Third in 2020 was awarded a score of 100% on the Corporate Equality Index, the nation's premier benchmarking survey and report on corporate policies and practices related to LGBT workplace equality, administered by the Human Rights Campaign Foundation. Fifth Third joined the ranks of more than 680 major U.S. businesses that also earned a top score of 100 in 2020 and the distinction of Best Places to Work for LGBTQ Equality.

Fifth Third was named a Winning "W" Company by 2020 Women on Boards for achieving 20% female representation on our Board. Fifth Third's Board is 33% female as of December 31, 2020.

We also were named for the first time as one of the best places to work for people with disabilities as part of the 2020 Disability Equality Index, the nation's most comprehensive benchmarking tool for disability inclusion. These honors demonstrate **our commitment to cultivating an inclusive workforce** that can effectively serve a diverse customer base and all communities.

Fifth Third was named a Winning "W" Company by 2020 Women on Boards for achieving 20% female representation on our Board. Fifth Third's Board is 33% female as of Dec. 31, 2020.

Inclusion and Diversity Goals

Fifth Third announced in 2020 **six bold goals to achieve by 2025 to support inclusion and diversity throughout our workforce and among our suppliers:**

- **Complete unconscious bias awareness training** for 100% of employees. *(Achieved in 2020)*
- **Ensure the diversity of the Bank's workforce** reflects the markets it serves.
- **Grow leadership positions at each management level** for women and persons of color.
- **Create a work environment where there is no disparity** in race or gender.
- **Advance the Bank as a leader in inclusion and diversity.**
- **Achieve and sustain a 10% supplier diversity spend** to increase supply chain inclusion.

EXECUTIVE DIVERSITY LEADERSHIP COUNCIL

As a result of the civil unrest that began in May 2020, the Bank formed the Executive Diversity Leadership Council. The council is currently charged with developing and delivering strategic short- and long-term solutions to advance our diversity efforts relating to Black employees, communities and customers. Future efforts will expand into other areas of diversity.

In partnership with the Inclusion and Diversity team, the **EDLC also will help the Bank achieve and sustain its bold, measurable outcomes by ensuring inclusion and diversity efforts are an organizational priority** and remain grounded in the collective voices of our employees, customers and communities.

Kala Gibson, Council Chair
SVP, Chief Enterprise Corporate Responsibility Officer & Head of Business Banking

Joe Alter, SVP, Chief Communications & Reputation Officer

Charlie Bradley, SVP, Head of Enterprise Program Office

Shellie Creson, EVP, Chief Audit Executive

Kris Garrett, EVP, Head of Wealth & Asset Management

Jada Grandy-Mock, SVP, Chief Corporate Community Economic Development Officer

Howard Hammond, EVP, Head of Consumer Banking

Peg Jula, EVP, Chief Human Resources Officer

(Harold) Dewayne King,SVP, Retail Executive

Kevin Lavender, EVP, Head of Commercial Bank

Jamie Leonard, EVP, Chief Financial Officer

Christine Nester, SVP, Chief Learning Officer

Jose Pena, SVP, Retail Executive

Nancy Pinckney, Director, Human Capital Business Consulting

Phenise Poole, SVP, Deputy General Counsel

Jude Schramm, EVP, Chief Information Officer

Bob Shaffer, EVP, Chief Risk Officer

Stephanie A. Smith, SVP, Chief Inclusion & Diversity Officer

Tim Spence, EVP, President

Richard Stein, EVP, Chief Credit Officer

Melissa Stevens, EVP, Head of Digital and Marketing

Stefanie Steward Young, SVP, Chief Corporate Social Responsibility Officer

Susan Zaunbrecher, EVP, Chief Legal Officer

Accelerating Racial Equality, Equity and Inclusion

In the wake of widespread civil protests, Chairman & CEO Greg Carmichael made a prompt and public statement against racism, and the Bank committed itself to being part of the solution. **Our commitment was more than words; it resulted in concrete, ongoing actions.**

It was necessary that we acknowledge that we hadn't previously done enough and recognize that our work to address shortcomings was far from over. As the nation reached a tipping point in a long history of racial injustice impacting Black Americans, we, too, were galvanized to redouble our efforts.

An enterprise-wide strategic initiative, led by the Inclusion and Diversity team and supported by the EDLC and the Enterprise Program Management Office, was launched to **ensure accountability and to achieve measurable and sustainable progress**. This initiative is called "Accelerating Racial Equality, Equity and Inclusion" or AREEI, and is composed of three workstreams: customers, communities and employees. Each workstream has a specific emphasis on accelerating the Bank's progress toward an equitable environment for Black Americans.

AREEI FOR CUSTOMERS AND COMMUNITIES

We are currently refining our lens on Black customers in four areas:

- **Mortgage**
- **Small business banking/business banking**
- **Commercial and treasury management**
- **Wealth and asset management**

For home mortgages, we are engaging with real estate agents and through dedicated marketing in Chicago, Charlotte, North Carolina, Cincinnati, Columbus, Ohio, Cleveland, Detroit, Indianapolis, and Tampa, Florida, to educate and raise awareness among new homebuyers.

SPOTLIGHT

Fifth Third Observes Juneteenth

As The American Banker noted in a June 16, 2020 article, Fifth Third was the first financial institution to announce plans to observe Juneteenth, which commemorates the emancipation of slaves being set free. **Offices and banking centers were closed at 2 p.m. June 19, 2020 and employees were paid for a full day's work.**

"We cannot fix 400 years of injustice with one day," said Stephanie Smith, senior vice president and chief inclusion and diversity officer, in the story. "But we can **start taking steps to acknowledge the fact that there is racial inequity in organizations, corporations and communities and we want to play our part** in saying that we're willing to recognize difficult moments."

Fifth Third's Chairman and CEO Greg Carmichael said, "As we observe Juneteenth, each of us should pause, reflect, and contemplate its significance. While observing Juneteenth is only one small step toward a more racially just and equitable organization and community, we believe it is a step in the right direction."

"Looking forward, Fifth Third will continue to encourage employees to celebrate and commemorate Juneteenth. We also will continue to provide resources and support to foster conversations about inclusion and diversity."

The Bank also took intentional steps to help close the racial wealth gap for Black Americans and to eliminate the social and economic barriers that negatively impact Black Americans, including job creation and job preparation. In December 2020, we announced a three-year $2.8 billion commitment that included $2.2 billion in loan capital, $500 million for investments in Fifth Third communities, $60 million in financial accessibility efforts, and $40 million in philanthropic investment.

$2.8B AREEI INVESTMENT AREAS

- **$2.2B** IN LOAN CAPITAL
- **$500M** FOR COMMUNITY INVESTMENTS
- **$60M** FOR FINANCIAL ACCESSIBILITY EFFORTS
- **$40M** FOR PHILANTHROPIC INVESTMENT

In addition to the community financial investments for Fifth Third's customers and communities, the efforts of the Inclusion and Diversity team and the Executive Diversity Leadership Council include an employee-focused workstream to ensure the Bank maintains and grows its culture of equality, equity and inclusion among its workforce.

AREEI FOR EMPLOYEES

In 2020, our efforts primarily focused on enhancing the employee experience of our Black employees while remaining mindful and inclusive of all minorities and diverse employees. The strategic approach includes a mixture of continuous listening and learning, providing tools and resources, enhancing all employees' awareness of racism and inequality, and analyzing all employee-related policies and procedures to mitigate bias.

To create awareness around challenges faced by Black Americans, our Inclusion and Diversity team created the **Fifth Third Inclusion Toolkit: From Awareness to Advocacy.** The toolkit has useful terms, actions community members can take, movies that can be watched, recommended books and articles, and other ally and anti-racism resources. We provided this helpful resource to our employees and also made it available to customers and communities on 53.com/racialequity.

"It is important that we collaborate with our external and internal stakeholders so that we can serve them in the most effective, impactful and sustainable ways. We will continue to review policies and practices to evaluate where comprehensive improvements can be made so that the Bank's employees, customers and communities are fully supported."

-KALA GIBSON, CHIEF ENTERPRISE CORPORATE RESPONSIBILITY OFFICER AND HEAD OF BUSINESS BANKING

$2.8B AREEI Strategic Pillars

The $2.8 billion commitment is focused on four strategic pillars that directly impact customers and communities with targeted outcomes. We will track progress and measure success in the following areas:

STRATEGIC INVESTMENTS

Fifth Third will engage in comprehensive neighborhood revitalization to help improve outcomes and quality of life indicators for communities of color that have experienced decades of disinvestment. Through the introduction of an innovative $100 million Neighborhood Fund, the Bank will focus on improving the social and environmental determinants in a community by bringing together resources and expertise from across the Bank. The Fund will conduct a competitive application process across the Bank's 11-state footprint and award at least five communities with long-term investments to accelerate impact and outcomes.

ACCESS TO CAPITAL

Fifth Third will continue expanding access to home loans and business capital. The Bank aims to increase its mortgage lending to Black customers by 31%, with a focus on achieving parity in its top eight markets where Black Americans reside.

Owning a small business can help build wealth and create a legacy for business owners to transfer to their families. Black business owners can face challenges finding the capital to start and maintain their businesses. Fifth Third helps to create opportunities for business owners to tap into the financial support they need. Small business lending by Fifth Third is targeted to increase by 25% in majority minority communities. The Bank will continue to invest and expand partnerships with community development financial institutions to increase the sources for capital.

FINANCIAL INCLUSION AND EDUCATION

The Bank will focus on achieving parity in its top eight markets where Black Americans reside. Through these efforts **Fifth Third will provide wider access to business and consumer loans, to expand availability to tools for financial education and develop innovative banking solutions for the unbanked and underbanked.** Additionally, the Bank will continue to work with and invest in historically Black colleges and universities to support scholarships and career readiness through internships and early career development opportunities.

SOCIAL JUSTICE AND ADVOCACY

The Bank is investing and partnering with organizations that actively engage and support laws and policies that address systemic racism, create improvements in worker re-entry and improve economic mobility and skill-based training, which will provide for greater access to jobs and skills for low-wage workers through workforce development programs. The Bank already has committed $1 million to the National Urban League for a workforce development program that focuses on building individual skills and developing the tools that are needed for business success.

In June and July 2020, the Inclusion and Diversity team and the Bank's African American Business Resource groups facilitated 31 "Let's Talk" listening sessions. The first sessions were for Black employees. In August, all employees were invited to share their experiences and thoughts in a safe space. More than 550 employees participated in the sessions offered. These sessions were instrumental in forging a strategic plan that will ensure Black employees understand that racial discrimination is not tolerated at Fifth Third Bank, that their contributions are valued and that they are vital to this journey. To continue providing a safe forum for employees to express themselves, the Bank has partnered with an experienced diverse supplier to hold additional listening sessions in 2021.

All employees also had access to resources to help guide empathetic, supportive conversations about racial equality, equity and inclusion. Resources were added to LifeWorks, our Employee Assistance Program, to help address feelings of anxiety, sadness and worry among employees.

Unconscious bias training launched to all employees in July 2020; 100% of employees and contractors completed this by the end of the year. Going forward, all new Bank employees are required to undergo this training within their first 90 days. Employees also can take advantage of supplemental training on cultural competence and mitigating bias through Fifth Third's online learning platform, Degreed.

Employee Demographics

Talent diversity is of utmost importance at every level of our Company, from our Board of Directors to our executive team to our 19,195 full-time and 996 part-time employees as of Dec. 31, 2020. Publishing demographic diversity data is part of our commitment. It's a practice we started in 2017 with the publication of our 2016 Corporate Social Responsibility Report.

2020 Workforce Diversity

	Women	Men	White	Persons of Color	Asian	Black/African American	Hispanic	American Indian	Hawaiian/ Pacific Islander	Two or More Races
Exec/Senior Managers	25.5%	75.5%	89%	11%	4.4%	3.5%	2.1%	0.2%	0%	0.8%
First/Mid-level Managers	52%	48%	80.6%	19.4%	3.4%	8.1%	5.8%	0.1%	0.1%	1.9%
Professionals	50.1%	49.9%	81.2%	18.8%	6.4%	7.0%	3.9%	0%	0.2%	1.3%
All Others**	68.8%	31.2%	65.6%	34.4%	3.4%	18%	10%	0.3%	0.2%	2.5%
Total	59.2%	40.8%	73.4%	26.6%	4.3%	12.7%	7.2%	0.2%	0.2%	2%

*Source: Dec. 31, 2020, employee data produced in a manner consistent with EEO-1 reporting with aggregation across EEO-1 ethnicity categories. "All Others" is a combination of the following EEO-1 categories: sales workers and administrative support.

FEATURE

Mentors Matter

In her 22-year career at Fifth Third, Stephanie Smith has witnessed the company's evolution and growth in numerous ways—from product and service innovations to changes in leadership—yet she believes its Core Values and commitment to inclusion and diversity have always been at the foundation of the Bank's strategy and decisions.

"One of the things that makes me proud to say I'm a Fifth Third employee is not only our long-standing commitment to inclusion and diversity, but also that we always look for ways to improve in that regard for our customers, communities and employees," said Smith.

"The Bank has made tremendous inroads in the past two decades and I'm honored to help lead us and move us forward."

One of the ways Smith wants to help Fifth Third move forward is by enhancing career development opportunities for Black women and other minorities.

"When I started here, the world of banking was predominantly male, especially in leadership roles," said Smith. "Fifth Third was making progress, and the commitment to be more inclusive and diverse and to help women and other minorities with career development was sincere. **I found mentors that helped me navigate toward new opportunities and now I'm giving the same mentorship and support to others.** Without these rich gems in my life, I would have been working a job versus what I do today, which is to share my passion, commitment and experience in a joint effort to improve the lives of Fifth Third's employees, communities and customers."

Her journey with Fifth Third began in 1994 as a mortgage loan underwriter and co-creator of the Bank's Good Neighbor Loan Program for first-time homebuyers. She credits her experience with Cincinnati's Department of Housing and the nonprofit Neighborhood Housing Services of Cincinnati for introducing her to the Bank. She moved into roles of increasing responsibility in the Bank's retail division, the Fifth Third Foundation Office, commercial banking, business banking and community and economic development.

In 2015, Smith served as director of supplier diversity. **Under her leadership, the Bank's supplier diversity spend increased 900%** and the Bank's program in 2018 was named one of the best of the decade by Minority Business News. The Bank also established relationships with the National Minority Supplier Development Council, the U.S. Small Business Administration, the U.S. Department of Veterans Affairs and the Women's Business Enterprise National Council.

Smith became Fifth Third's chief inclusion and diversity officer in 2019. She is responsible for developing and executing an ecosystem of inclusion that promotes engagement with all the Bank's stakeholders, including employees, suppliers and customers.

"The work of inclusion and diversity is ongoing and a part of what we do and how we think," Smith said. "When it comes to what we do, I believe we can continue to accelerate racial equality, equity and inclusion by looking for opportunities to increase our workforce diversity and offer development opportunities for our employees. Continuously listening to our business resource groups for insights helps us keep our fingers on the pulse of the employee experience and our culture. In the realm of how we think, our unconscious bias training has been eye-opening for many and has helped everyone better understand that our work is not finished when it comes to making Fifth Third the One Bank people—all people—most value and trust."

FEATURE

Black Enterprise: Top Bankers Seek to Help Black Firms Manage Twin Pandemics of COVID-19 and Race

An October 2020 report in the business publication Black Enterprise detailed how two of our leaders—**Kala Gibson and Kevin Lavender**—are helping to address the twin pandemics of COVID-19 and racial prejudice.

Gibson, executive vice president and head of Business Banking and chief enterprise corporate responsibility officer, and Lavender, executive vice president and head of Commercial Banking, were in a unique position to help as the health crisis and systemic racism rose to the forefront of the consciousness of the nation.

Kala Gibson and Kevin Lavender

The article stated, "Throughout the first wave of the pandemic, both Gibson and Lavender were very much attuned to the unique challenges of Black businesses. Large numbers of them tend to be woefully undercapitalized and prone to being severely weakened during economic crises. ...That's why **early on the two lending leaders placed a special emphasis on finding ways to bolster small Black firms, which Gibson estimates represent roughly 7% of his Business Banking clientele.** Not only do the two want such companies to survive COVID-19 but to prove to be innovators that will thrive in a post-pandemic world."

"There wasn't anything that could have prepared me or my team for this moment. Our main goal was just trying to make sure that we as a team stayed focused," Gibson said in the article. "The goal was to make sure we had a higher purpose and that higher purpose was making sure that we were able to keep as many small businesses in business as possible. It was that rallying cry, that defining moment for us as bankers to do our part and make sure that our customers and our country stayed afloat."

During the pandemic, Lavender worked to address the needs and concerns of the Bank's Commercial clients. As he did, he had his eye on the Bank's commitment to improve lives in the Black community. "I think our country, our Bank, will look different two years, five years from now on this specific point," Lavender said. **"At Fifth Third...we made it very clear with communication from our CEO and our executive diversity leadership council that today Black lives do matter.** Historically, banks like to say, 'We're Switzerland. Let all sides do what you need to. But we're here just to lend money.'"

Lavender continued, "I do think that we as the financial services industry have an opportunity because we are the lifeblood of communities in terms of spurring commerce. **I see it as my obligation, Fifth Third's obligation, to make sure that we put the right people in the right place to give African American entrepreneurs an opportunity**. That means making it a priority in the people that I hire, the people I promote, and the way that I pay them. We as an industry and Fifth Third have to get to a position of how we incent our bankers to do

> "What makes Fifth Third unique is the fact that it represents the only major bank in the nation in which African Americans oversee all of its business lending operations."
>
> -**DEREK T. DINGLE**, BLACK ENTERPRISE.COM

CONTINUED

FEATURE (CONT.)

Black Enterprise

the right thing in all communities and, especially at this point, in the Black community."

Gibson agreed. "There was inequality in our healthcare system and there's inequality in our financial system and it's systemic. **We have to address it at its root cause and work with our government officials and other advocacy groups to reverse that.** As Kevin mentioned, a lot of it is going to start with our hiring practices within our own organizations to make sure that our staff reflects the communities that we serve, that we have the right leadership at the top of these organizations, and at the board level. But it's also going to require us at the grassroots level, too, just to make sure that there's financing, government programs, all the things needed to get us to a place where there is equality when it comes to financial justice as well as health."

The full article is available on Blackenterprise.com. Excerpts are used with permission.

MULTICULTURAL RECRUITMENT STRATEGY

Recruiting and engaging an inclusive and diverse workforce is a top priority. **We believe that our multicultural recruitment strategy strengthens the Bank by developing an employee base that reflects the communities we serve while also enhancing the lives of tomorrow's leaders.** As such, we have deepened our relationships with traditional colleges as well as more than 20 historically Black colleges and universities as a way to strengthen the pipeline of diverse talent.

Our strategic focus on HBCUs deepens the pipeline of the best and brightest diverse talent and strengthens tomorrow's leaders at the Bank. **We have invested nearly $300,000 with HBCUs since 2017** to help prepare high-achieving students—many of whom are first-generation college students and come from low- and moderate-income families—to excel in the workforce.

Our investment includes over 500 service hours providing skills coaching and delivering our Fifth Third financial empowerment programs to help reduce student debt.

In recent years, students have been recruited from nine HBCUs: Central State University, Clark Atlanta University, Florida A&M University, Johnson C. Smith University, Wilberforce University, Tennessee State University, North Carolina A&T University, Spelman College and Morehouse College. These schools' strong business and science, engineering, technology and math programs were noted for developing talent that would excel at Fifth Third. Through the strategy, the Bank has increased its offers to multicultural students.

"I have really enjoyed how there is always a different avenue of learning in place for a leadership participant like myself. Fifth Third has helped me learn how to adapt in different environments and still be able to produce good work."

-**KENNETH HUGHES**, CHICAGO COMMERCIAL MIDDLE MARKET LEADERSHIP PARTICIPANT

Twenty-nine students have been hired by Fifth Third from the 20 HBCUs since our program began in 2017. Our strategy also emphasizes internships and long-term employment through leadership programs. For additional information about these programs see page 81-83 of this report.

INDIVIDUALS WITH DISABILITIES

We are proud of our decades-long leadership with Project SEARCH, a school-to-work transition program for high school students with disabilities. The goal of Project SEARCH is competitive employment at the end of the one-year program. We were one of the founders of the public-private collaboration, which is operated out of the Cincinnati Children's Hospital Medical Center.

Project SEARCH has operated at Fifth Third campuses for over 15 years in Cincinnati and in Grand Rapids, Michigan. **Through the end of 2020, we have trained more than 375 individuals; of those, 33 are now Bank employees.**

While Project SEARCH's annual golf outing did not occur in 2020 due to the pandemic, Fifth Third donated $25,000 to the program. To date, this event has contributed over $1.6 million to help support the program.

Based on needs identified by our Individuals with Disabilities Business Resource Group, Fifth Third also collaborated with Ayco, a company that provides a financial wellness program for our employees, to offer a special financial education course for teammates who live with or have family members with a disability. The session in 2020 focused on helping these families manage everyday expenses, leverage Fifth Third benefits, make the most of government resources and establish a plan for long-term needs.

SPOTLIGHT

Project SEARCH Forges Ahead

Despite the unusual circumstance we found ourselves in due to the pandemic, Fifth Third Project SEARCH students forged ahead. Fifth Third adapted for the 2020-21 school year to continue to offer rotational experiences to build competitive and marketable skills in Cincinnati and Grand Rapids.

The Class of 2020 had eight students in Grand Rapids and 12 at our Madisonville campus in Cincinnati. **Adapting the program around pandemic protocols required creative thinking, including designing a schedule for safe, socially-distant on-site rotations, conducting virtual meetings with staff, families and community partners, and daily health monitoring of interns and staff** along with enhanced cleaning of Project SEARCH workspaces.

First row, L to R: Brayden Gould, Matthew Schutte, Jack Schwarze & Andrew Olson. Second row, L to R: Dee Jack (skills trainer), Faye Shanley, Michael Porter, Arthur Pharms, Brendan Dolan, Garrett Hoekman and Erin Wing.

"Our students need to gain relevant and meaningful experience, especially during these times when so much is uncertain," said Harry Snyder, president and CEO of Great Oaks Career Campuses. **"Our partnership with Fifth Third provides them with real-world experience in a way that supports them and prepares them for whatever the future holds."**

Parents of Project SEARCH interns agree that the program holds tremendous value. Said one parent, "With the balance of in-office and at-home work, Tara is learning how to perform in the same crazy environment as the rest of us. This will make her even more resilient and better able to handle the work challenges she'll face when the world gets back to 'normal.' Fifth Third has put in a lot of extra effort to set up the program this year at a time when things are more difficult for everyone, and we really appreciate it!"

Fifth Third was the first bank to design a checking account for the Achieving a Better Life Experience program, known as ABLE. The special checking account is an outcome of our work with the National ABLE Alliance, a consortium of states dedicated to providing those living with disabilities and their families with low-cost investment products. We saw an 87% increase in program, participation from 2019 to 2020.

ABLE accounts are state-sponsored saving and investment accounts that allow individuals with disabilities and their families to save and invest private assets for disability-related expenses without losing, or losing access to, federal-means tested benefits, such as Supplemental Security Income, Medicaid, HUD, SNAP and other benefits.*

VETERANS

Fifth Third salutes those who serve our country. We are proud of our long history of supporting veterans, especially those who are Fifth Third employees. **Our enhanced paid military leave guidelines provide for 30 days of paid military leave per year and provide paid leave for any kind of military service**, not just active duty, a distinction many companies do not make.

The guidelines were driven by feedback from the Bank's Military Business Resource Group, an active group of employee veterans and allies that advocate for military personnel—both inside the Company and out—and is visible in the community through the year.

*Certain limitations may apply based on applicable state or federal law.

SPOTLIGHT

Honoring Military Members

Fifth Third's military business resource groups across our footprint honor veterans in a variety of ways each year, including observing holidays such as Memorial Day and Veterans Day.

The Military BRG in Western Michigan has a tradition of marking Memorial Day each year by setting up a table to honor prisoners of war and those missing in action. The table, known as a Missing Man Table or Fallen Comrade Table, is a semi-official place of honor in some dining facilities of the U.S. armed forces. The table is set for one but is in memory of all fallen, missing in action or prisoner of war military service members. The tradition of the table dates back to the Vietnam War. The BRG displays the table the week before Memorial Day and performs an official ceremony at the operations center in Grand Rapids.

"While we had to scale back our Memorial Day activities in 2020 due to the pandemic, we still displayed the table and held an official ceremony," said Sean Murphy, SBA Product Specialist II. "Attendance was slightly lower but we had a nice turnout, and those who attended were touched that we upheld this tradition."

Like Memorial Day, activities for Veterans Day shifted because of the pandemic. Knowing that veterans at the Grand Rapids Home for Veterans could not have visitors due to CDC guidelines, the Military BRG in Western Michigan partnered with the facility to bring some good cheer to the residents. BRG

members and students from local schools made greeting cards and collected coloring books and puzzle books. "During such an uncertain and isolating time, the veterans really appreciated the handmade cards and activity books," Murphy said.

Throughout the year, our BRGs also provide support and development opportunities for employees. For example, the Enterprise Military BRG hosts a session for all employees to learn more about the Veterans Affairs Medical Center. The session features speakers from local veterans organizations who touch on topics such as eligibility, suicide prevention and education, veterans services and VA centers.

We're proud to have paid military leave guidelines to support our employees who serve in the uniformed services. Developed in part with input from our Military BRG, the guidelines provide for up to 30 days of paid military leave and a pay differential of up to 24 months. Fifth Third also honors military personnel, including those on active duty, in the Reserve or National Guard, and veterans, and we offer current and former U.S. military members Fifth Third Military Banking and Checking.

INCLUSION COUNCILS AND BUSINESS RESOURCE GROUPS

Our inclusion councils and business resource groups give employees opportunities for networking, learning and personal growth, as well as an outlet to volunteer and serve the community.

We operate 13 inclusion councils and 64 local BRGs. Senior executives also lead eight virtual Enterprise BRGs that enable all employees to participate regardless of their work location—greatly expanding access for employees with alternative work arrangements and those who work outside of our core Consumer Bank footprint. Each BRG focuses on three pillars: employee development, community involvement and business innovation.

The onset of the pandemic in March 2020 disrupted BRG events, but it did not stop our BRGs from participating in networking and development opportunities, celebrating their heritage and supporting each other in virtual settings. Not only did that show how employees lead with agility, it also demonstrated our commitment to inclusion and diversity through challenging times. Event highlights included:

The Cincinnati Asian & Pacific Islander BRG celebrates Chinese New Year.

- **A virtual town hall in May 2020 brought all our Enterprise BRGs together** to check in with each other and focus on how the groups could continue to thrive during the pandemic.
- **June commemorated Pride Month, and the LGBT+ Enterprise BRG held a virtual celebration** in lieu of the in-person parades, marches and festivals normally held each year. Participants heard from Fifth Third leaders and a representative from PFLAG National (Parents, Families and Friends of Lesbians and Gays). Participants also had the opportunity to engage with their peers in a trivia game.
- Western Michigan's Military BRG members partnered with the Corporate Service Center campus, the local Young Professionals BRG and local schools to **create handmade cards and collect donations for residents of the Grand Rapids Home for Veterans.**
- **The Asian and Pacific Islander BRG in Cincinnati held a virtual celebration for Diwali**, the festival of lights celebrated by religions founded in India.
- Chicago's African American BRG celebrated Black History Month with nationally-renowned artist Brian Washington. **Washington displayed some of his artwork and a few Fifth Third leaders hosted a conversation about Washington's collection called "The Continuous Struggle."**

Fifth Third's BRGs

AFRICAN AMERICAN
Business Resource Group

ASIAN & PACIFIC ISLANDER
Business Resource Group

INDIVIDUALS with DISABILITIES
Business Resource Group

LATINO
Business Resource Group

LGBT+
Business Resource Group

MILITARY
Business Resource Group

MULTICULTURAL
Business Resource Group

WOMEN'S
Business Resource Group

YOUNG PROFESSIONALS
Business Resource Group

The BRGs focus on employee development, community involvement and business innovation.

STRENGTHENING SUPPLIER DIVERSITY

Supplier diversity is a strategic imperative at the Bank and was recognized as such in 2015 with the establishment of a formal supplier diversity program. Diverse suppliers are relevant in every aspect of our business. We are committed to identifying potential additional suppliers, providing access to financing for undercapitalized businesses and investing in building supplier management capabilities. Additionally, we consider diverse suppliers as part of every engagement for business.

The Supplier Diversity leadership team has developed a multi-year plan for the growth and expansion of these efforts. It includes educating, training and developing Black-owned and other minority-owned, veteran-owned, and woman-owned small businesses. **The work is intended to build a more robust pipeline, educate on the request-for-proposal process and support suppliers with technical assistance and training.** Fifth Third also supports programs that assist diverse suppliers in accessing capital and internal support so they can compete for the Bank's business on a fair and equal basis.

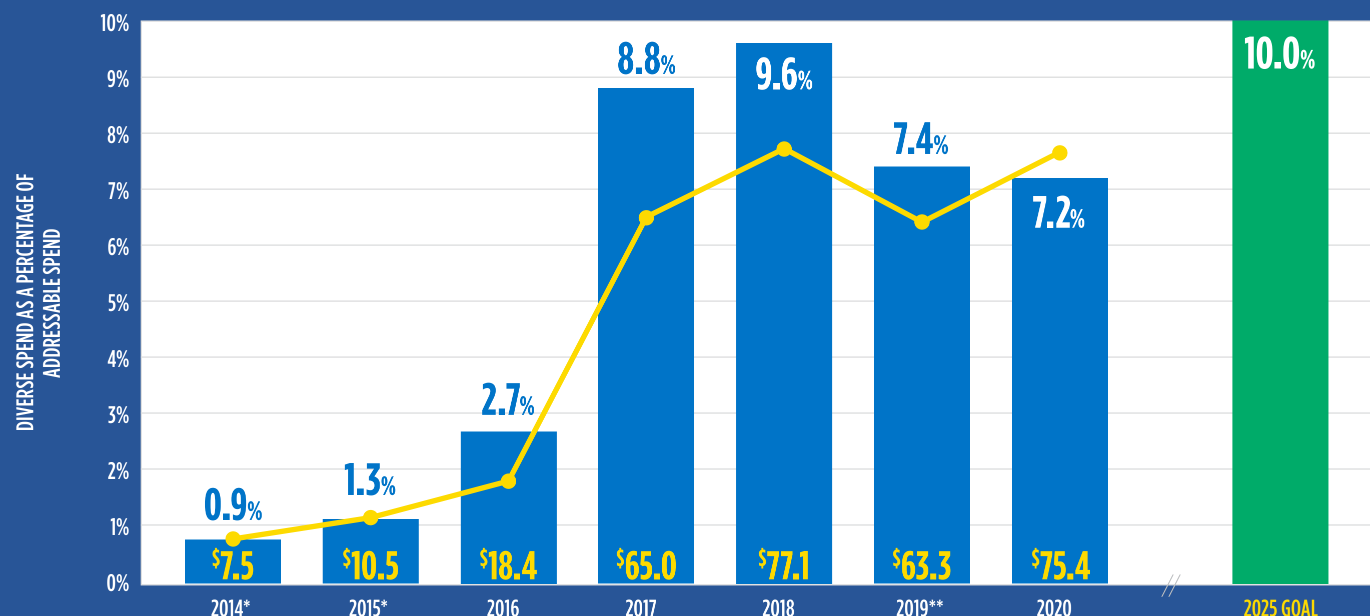
In 2020, the Bank's spending with certified Minority Business Enterprises increased 176%, and spending with Black suppliers grew 47%. Notably, Fifth Third onboarded a certified Minority Business Enterprises provider to support staffing program management, add value to our processes and provide us with a competitive advantage in the financial services industry. This relationship enables us to optimize all talent channels by engaging the right people, at the right cost, at the right time.

Fifth Third Diverse Spend

Since the inception of the Supplier Diversity program, Fifth Third has grown its spending with diverse suppliers from **$7.5 million in 2014 to $75.4 million in 2020.**

% $ (in millions)

19%
YOY $ INCREASE



*Diverse dollar spend in 2014 and 2015 has been revised from previously reported spend in the 2019 ESG Report.
**Diverse spend was impacted in 2019 by a change of ownership of one of the Bank's certified women business enterprises as well as the impact of the acquisition of MB Financial, Inc.

Additionally, our Enterprise Workplace Services team increased the number of partnerships with diverse tier 1 and tier 2 construction, property portfolio management and architecture and engineering suppliers, and doubled spending with diverse suppliers within the category.

Through the years, Fifth Third has developed numerous partnerships with organizations that focus on enhancing supplier diversity efforts. Those include the U.S. Small Business Administration; U.S. Dept. of Veterans Affairs; National Minority Supplier Development Council; Women's Business Enterprise National Council and others. Several Fifth Third leaders serve as members of committees and boards with these organizations.

While the pandemic prevented Fifth Third from hosting its two signature events, the Supplier Diversity Summit and the Business Banking reception, leaders from Fifth Third's Inclusion and Diversity, Supplier Diversity and Community and Economic Development teams hosted or led numerous virtual events for the Women's Business Enterprise Council, the Cincinnati Minority Business Enterprise Input Committee and the Dayton Area Chamber of Commerce's Workforce and Inclusion Forum.

As a result of our supplier diversity efforts, Fifth Third has been recognized in the following ways in 2020:

- Named **Best of the Decade** by Minority Business News USA
- **Ohio MSDC Corporation of the Year**
- **Georgia MSDC Corporation of the Year**
- **Marsha Thornton named Ohio MSDC Advocate of the Year**
- **Stephanie A. Smith honored as a 2020 Women Who Mean Business recipient** by the Cincinnati Business Courier for her success in supplier diversity
- **Women's Business Enterprise National Council One of America's Top Corporations** *(three consecutive years)*
- Named an **All-Star of Supplier Diversity** by Minority Business News U.S. *(two consecutive years)*
- **Top 50 Chief Diversity Officers**—National Diversity Council
- **Stephanie A. Smith named Career Mastered Diversity Leadership Award 2020**

Marsha Thornton, VP, Director of Supplier Diversity

Stephanie A. Smith, SVP, Chief Inclusion & Diversity Officer

FEATURE

Saluting Woman-owned Supplier Leaderpromos

Supporting woman-, minority- and veteran-owned suppliers is one of Fifth Third's Inclusion & Diversity Bold Goals to be achieved by 2025. We aim to achieve and sustain a 10% level of addressable spending with diverse suppliers.

One of the woman-owned suppliers with which we work is **Leaderpromos**, a Columbus, Ohio-based promotional marketing company that helps brands define themselves and communicate their message.

Stephanie Leader, Founder of Leaderpromos

Stephanie Leader started the business more than 25 years ago after working with a promotional company during her college years, selling products to support philanthropic and other campus events. While she had plans to go to law school after obtaining her undergraduate degree, she was presented with the opportunity to take full ownership of the promotional business.

"You never know where life will lead you, but I'm grateful I chose this path," Stephanie said. "I have always had an entrepreneurial mindset, and I'm proud to have been the driving force behind this company's success."

Leaderpromos is in the top 1% of all promotional product distributors nationwide and is the largest wholly woman-owned company in the industry certified by the Women's Business Enterprise National Council.

In 2020, Stephanie and her team had to pivot to weather the pandemic. The company began selling personal protective equipment, which helped it eclipse its three-year goal.

"Our entrepreneurial spirit was a huge part of our success," Stephanie said. "With hard work and determination, you can accomplish whatever you set out to achieve."

Stephanie is an active member on the Women's Business Enterprise Council, helping sponsor regional and national events. Through the Ohio River Valley local council, a chapter of the national council, she connects with other female entrepreneurs to exchange thoughts, ideas and best practices.

"It's so important to help each other," Stephanie said. "It's not a competition—we can all be successful by pushing each other and supporting one another. That's the culture of WBENC: Women helping women."

Fifth Third is a sponsor of the Women's Business Enterprise Council Ohio River Valley business development program in 2021, helping support women-owned companies in Ohio, Kentucky and West Virginia become council-certified. The comprehensive six-month business development program helps women business owners build and sustain scalable companies with a community of peers who support and encourage one another to pursue business growth.

"It's not a competition—we can all be successful by pushing each other and supporting one another. That's the culture of WBENC: Women helping women."

-**STEPHANIE LEADER**, LEADERPROMOS

Employees

To deliver long-term sustainable value for all we serve, Fifth Third strives to engage, develop, retain and attract a thriving workforce.

We believe an engaged workforce is one of our most valuable assets. **When we keep our employees' development and well-being at the center of our decisions and actions, our employees, in turn, keep our customers at the center of everything they do.**

INSPIRING AND ENABLING EMPLOYEES TO THRIVE

Banking is a business first and foremost grounded in the relationships between customers and our most valuable asset—our employees. Our success begins with them and they make the difference in our ability to be the One Bank people most value and trust.

In exchange for sharing their talents, skills and commitment, we offer employees competitive pay, robust health and wellness benefits, innovative programs like concierge services and an inclusive culture that inspires and enables them to thrive.

As engaged, high performing and skilled employees continue to seek more value from their employers, **the Human Capital division announced four strategic priorities in 2020 to respond proactively to the evolving work environment and workforce, strengthen our culture and continue engaging, developing, retaining and attracting top talent:**

DEVELOP GREAT LEADERS

Accelerate our leaders' capabilities to drive success and empowerment in an increasingly diverse workforce and digital environment.

EVOLVE THE EMPLOYEE EXPERIENCE

Evolve our employee value proposition to ensure it clearly defines and delivers an ecosystem of support, recognition and values to inspire improved retention, engagement and business outcomes.

EQUALITY, EQUITY & INCLUSION

Accelerate the development of an inclusive workplace and diverse workforce strategy. Provide additional opportunities for our diverse suppliers and continue to support our employees in building diverse customer relationships.

FUTURE OF WORK

Develop and execute innovative workforce and workplace solutions for sustained business, employee and community success.

Human Capital's strategic priorities allow us not only to deliver for employees and customers but also to help make Fifth Third an employer of choice in every market where we do business.

Engage

OUR CULTURE AND EMPLOYEE ENGAGEMENT

The Fifth Third Compass symbolizes our culture. Our Compass clearly communicates who we are, what we believe, how we deliver value and how we interact with others. **The Compass is so important in our culture that it is intentionally and regularly reinforced through employee communications and training, engagement initiatives, performance reviews and metrics as well as our everyday actions, processes and business controls.**

The Human Capital division used the Compass as a guide to develop its four strategic priorities listed on page 70 of this report. Each priority helps our culture to evolve and strengthens employee engagement.

MAKING EMPLOYEES' VOICES HEARD

Listening to and learning from employees stands at the heart of Fifth Third's culture and commitment to provide employees a work environment in which they can be and do their best. **That is why Fifth Third uses a holistic approach to collecting employee feedback and measuring employee engagement regularly** and at critical points through each employee's Fifth Third career.

Fifth Third's Board of Directors and executive management assess employee engagement on a regular basis by collecting employee feedback, primarily through our annual engagement survey and various pulse surveys. **In 2020, positive survey results earned us an Energage Top Workplace Award in 10 of our regions.** More important than the recognition are the insights and actions that we glean from our contact with employees. We use this feedback to continuously improve the employee experience and, ultimately, our business.

In 2020, due to the pandemic, we performed more frequent pulse surveys instead of conducting our annual employee engagement survey. In our latest annual engagement survey in 2019, our engagement score for customer-facing employees was 74%. This score was up 4 percentage points over 2018 and put us in the top quartile for this employee segment based on companies that use the methodology of our survey partner, Kincentric. We expect to return to our annual survey in 2021.

We deployed two COVID-19 pulse surveys in May and August because it was critical to gather employee feedback and continuously listen as the situation evolved.

The pulse surveys focused on leadership, communications, collaboration, employee safety and well-being, and productivity as we navigated our evolving work environment and processes.

In these surveys, employees indicated that they received a high level of manager support, had an understanding of the steps being taken for their well-being, were getting information they needed and that their current work arrangements allowed them to collaborate effectively and be productive.

For more information about our COVID-19 response pertaining to employees, see page 51.

In addition to gathering employee feedback during key moments or events, we also collect employee feedback three times during the onboarding process, as well as when employees leave the Bank. With this rich set of employee data, we identify key themes to drive meaningful strategic and cultural improvements.

In 2020, employee engagement at 30 days was 90% (92% in 2019)—11 percentage points above the national average. At 90 days, engagement was at 87% (85% in 2019), 8 percentage points higher than the national average.

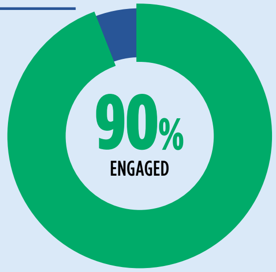
Our exit survey results show that advocacy, which indicates the likelihood that an employee would continue to be a supporter of the Company or return to Fifth Third in the future, was 69%, up 4 percentage points from 2019 and 11% percent higher than the national average.

Our 30- and 90-day onboarding surveys use the same **statements to measure engagement** as we use in our annual employee engagement survey. They are:

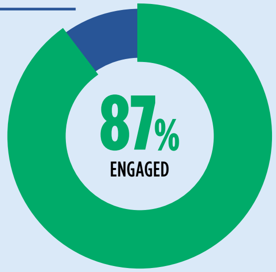
- **It would take a lot to get me to leave this organization.**
- **I would not hesitate to recommend this organization to a friend seeking employment.**
- **Fifth Third inspires me to do my best work every day.**
- **I rarely think about leaving this organization to work somewhere else.**
- **Given the opportunity, I tell others great things about working here.**
- **Fifth Third motivates me to contribute more than is normally required to complete my work.**

2020 Employee Engagement

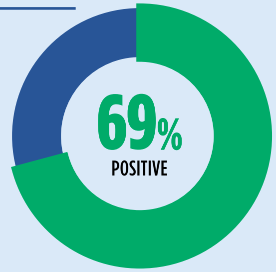
30 DAY AVERAGE



90 DAY AVERAGE



EXIT SURVEY ADVOCACY



Develop

GROWTH AND DEVELOPMENT OPPORTUNITIES

Learning and development programs at Fifth Third are built upon a growth mindset, the belief that everyone's skills and capabilities can be enhanced through dedication and work inspired by a thirst for learning.

We believe that learning and development must be accessible to meet a range of needs for employees and address a work environment in which skills need to evolve rapidly. Thus, we offer a rich mix of education, experiences, exposure, and tools necessary to expand knowledge and skills.

Each year, Fifth Third requires all employees and contingent/contract workers to complete a series of courses related to risk and compliance. Together, these courses support strong risk management behaviors and teach employees how to be accountable for managing risk. Compliance officers and executives of each line of business approve all training specific to an employee's role. A set of courses launch each quarter and employees are allotted time to complete the comprehensive courses during working hours. New employees, whether new to Fifth Third or to a particular position through transfer or promotion are assigned courses differently from existing employees. **Our Doing the Right Thing course consists of eight modules linked to our Core Values, Code of Business Conduct and Ethics and the ways we manage risk while interacting with and serving customers.**

In 2020, voluntary, on-demand learning opportunities increased and gave employees the opportunity to take advantage of three different resources. **LinkedIn Learning** offers courses across business, technology and creative categories; **Harvard ManageMentor** is a learning and performance support resource for critical management skills; and **Pluralsight**, a technology skills-based platform, focuses on today's most in-demand technologies and tools. These resources are connected through a user-friendly learning experience platform called Degreed. Degreed provides a single, fluid skill development experience, powered by artificial intelligence and aimed at building skills for both today and the future.

In 2020, employees at Fifth Third completed nearly 755,000 hours of training, an average of 36.6 hours per employee, up 12% from 2019.

In 2020, 99.7% of all required compliance training modules were completed by employees. Courses included:

- Complaint Management
- Financial Crimes Compliance Training
- Elder Financial Abuse
- Privacy Compliance Basics
- Information Lifecycle Governance
- Code of Business Conduct and Ethics
- Doing the Right Thing at Fifth Third Bank (8 modules)
  - —Applying the Code of Conduct and Ethics
  - —Managing Information and Data
  - —Creating a Safe Cyber Environment
  - —Processing Credit Cards Securely
  - —Business Continuity
  - —Preventing Fraud
  - —Responsible Banking and Fair Lending Basics
  - —Volcker Rule and Canada's Anti-Spam Legislation

Fifth Third's required risk and compliance courses support strong risk management behaviors and educate all employees, in all positions, on how to be accountable for managing risk.

The framework we use features the 4 "Es" of continuous learning:

EDUCATION
Classroom training, virtual training, eLearning, simulations, articles and books.

EXPERIENCE
Job rotations, job shadowing, stretch assignments, paratrooper assignments and special projects.

EXPOSURE
Network, professional groups, volunteer activities, mentoring and coaching.

ENVIRONMENT
Job aids, performance support tools, reference materials, videos and knowledge management systems.

DEVELOPING GREAT LEADERS

As part of Human Capital's strategic priority to develop great leaders, Fifth Third has purposefully established a set of four Leader Capabilities that align to our Company's Vision, Core Values and strategic priorities, and that improve our leaders' abilities to drive success and empowerment in an increasingly diverse workforce and digital environment. The capabilities are: **Create Connections, Be a Great Coach, Lead with Agility and Act Like an Owner.**

In 2020, we launched a series of comprehensive Leader Capabilities learning journeys. Each learning journey includes self-guided, online training and resources as well as an instructor-led, virtual learning simulation. The **immersive simulations require leaders to demonstrate their leader capabilities while grappling with some of the most difficult and defining challenges they will likely face** as the Company continues to evolve and transform.

The learning journeys, along with learning cafés, provide managers with flexible opportunities to focus on building skills, socialize and collaborate with other leaders and deepen their knowledge on key topics through group interactions such as discussion boards and debrief sessions.

> **"It was so interactive even though it was virtual. I was really impressed, and the technology worked so well. Truly thank you, this was very well done!"**
>
> –**2020 PARTICIPANT**, CREATE CONNECTIONS LEARNING SIMULATION

WOMEN IN LEADERSHIP

Our Women in Leadership program is an **avenue for addressing gender imbalance in leadership positions.** It is an integrated development experience for high-performing senior female leaders who have significant impact on the Bank's success. The program is focused on accelerating readiness to lead at the next level and, ultimately, the C-suite. **Since its inception in 2015, 40 women leaders have participated in the program**, including 10 who graduated in March 2020. Of those, 50% of program graduates have received a promotion or expanded their responsibilities, skills and experience through new roles.

Participants are challenged to look inward, outward and forward to apply their leadership capabilities through skill-building, coaching and exposure to enhance business outcomes. Through this experience, these female leaders gain insight to lead authentically through understanding and promotion of their distinctive strengths and talents. Women in Leadership alumnae stay connected with each other, build community within the Bank and continue to work on their development plans.

Being intentional and transparent in our investment in women benefits not only the women in the program, but the Company as a whole, others who aspire to the program and the sponsors who invest in program participants.

SPOTLIGHT

Peg Jula, Executive Vice President and Chief Human Resources Officer

Fifth Third's C-suite is markedly different than it was in 1991, the year Peg Jula joined the organization. "There were very few women leaders when I arrived, and those who were in higher-level roles felt an enormous amount of pressure to succeed, not only for themselves but also in serving as mentors and sponsors for the rest of us," said Jula.

Since then, Jula has held numerous roles of increasing responsibility. In 2014 she was named director of business controls for Human Capital. She also led HC Operations & Shared Services, mergers and acquisitions, strategic project management, HC analytics, process improvement and Enterprise Operating Rhythms.

Jula participated in Fifth Third's Women in Leadership program in 2019-20. Shortly after completing the program, she was promoted to executive vice president and chief human resources officer. She credits the dedicated time in WIL for strengthening her executive leadership skills and preparing her for this stage of her career.

"Fifth Third has a goal of developing women to become top-level leaders, including the C-suite," she said. "While we've seen progress over the last decade, we also know that without constant focus and vigilance, not only do we risk losing our momentum, we also risk losing the gains we've made. **As the CHRO, I look for ways to create new and emerging leadership roles for women so that we can attract, develop and retain an incredible and diverse talent pool at Fifth Third."**

Fifth Third currently has five women in the C-suite, all with diverse backgrounds, experience, working styles and approaches to the business.

"The more women we have in leadership roles, the more others will value and respect women as diverse individuals with unique strengths, expertise and career journeys," said Jula. "We are not all the same, nor do we operate in the same way just because we are women, and that's a very good thing. WIL showed me that, as an alumna, I can use what I've learned to be a sponsor for other women – to help them express their authentic selves and to remove the obstacles that have historically impeded a woman's journey to the C-suite."

DEVELOPING TOMORROW'S TALENT TODAY

For over 30 years, Fifth Third has advocated early career support for individuals seeking careers in financial services. **Early career opportunities at Fifth Third include both direct-hire roles and 10 leadership trainee programs.** The early career roles provide foundational knowledge, skills and experience for recent college graduates. We offer students and recent graduates internships and full-time positions with opportunities to gain unparalleled business experience and the chance to contribute and grow. Opportunities are offered in the following business areas: Audit, Commercial, Consumer, Finance and Accounting, IT, Operations, Risk Management, Wealth & Asset Management, Strategic Projects and Analytics, Data Analytics, Human Capital, and Community Development and Social Responsibility.

Early career programs also provide exposure to our business through rotational experiences, including structured education to develop leadership capabilities; exposure to seasoned performers, senior leaders and other early career learners; and resources to support strong performance and development.

Over a two-year period, participants have access to formal learning programs, such as consultative skills, building relationships using DiSC® assessments, emotional intelligence and presentation skills. They also participate in the Connect@53 challenge, which helps them establish their first 53 connections at the Bank. We also support their growth and development through our business resource groups and structured community service and volunteerism opportunities.

EDUCATION ASSISTANCE PROGRAM

Fifth Third encourages employees to enroll in outside education programs to broaden their knowledge and help with their job performance. We provide assistance for external education in addition to our internal learning and development offerings to help employees hone existing skills and acquire new ones in areas that align with business goals.

Fifth Third offers tuition reimbursement to full- and part-time employees of up to $5,250 and $2,500 per calendar year, respectively. Additionally, relationships with Western Governors University and the University of Phoenix mean employees can take advantage of discounted tuition rates as they work toward their degrees.

Early career roles provide foundational knowledge, skills and experience for recent college graduates.

PERFORMANCE MANAGEMENT

Our performance management process aims to positively impact and optimize both employee and organizational performance. It is grounded in our Core Values and, for leaders, in our leader capabilities.

The process highlights the importance of managers holding regular performance and development conversations to ensure employees understand expectations, check in on progress and exchange feedback. This process culminates with a performance review.

While managers drive many elements of the process, **employees take an active role in engaging in conversations to further their development** and achieve performance goal results.

Guiding principles of these conversations include:

- **Balance both WHAT and HOW results are achieved.**
- **Regularly check in** on progress.
- **Prioritize and align work** to business needs.
- Openly ask for and accept **feedback**.
- **Demonstrate a commitment to development.**

Our Core Values and leader capabilities guide all our actions at the Bank and ensure accountability for achieving the right results in the right way.

At year-end, individual performance is evaluated against not only what an employee accomplished during the year but also how the work was done. Our Core Values and Leader Capabilities, which reinforce our commitment to inclusion, diversity and equality as well as to our customers and communities, guide all our actions at the Bank and ensure accountability for achieving the right results in the right way. In addition to evaluating and recognizing performance from the past year, managers and employees have the opportunity to focus on the future by identifying the right performance and development priorities for the new year.

TALENT REVIEW

Our approach to talent management is achieved through our annual talent review process and periodic updates. Beginning with a scan of the business landscape and strategic business objectives, **talent reviews focus on understanding business needs, assessing employee potential, determining bench strength, identifying capability gaps and creating targeted development actions.**

Succession planning occurs at the senior leadership level to ensure a pipeline of capable leaders who can meet short and long-term business needs and minimize vacancy risk for critical roles. Additional business value for pipeline development includes intentional focus on talent actions to accelerate readiness of successors.

Executive talent and succession planning for the direct reports of the CEO is managed by the CEO and CHRO and reviewed at least annually (and more frequently as needed) with the Board of Directors.

The talent review process is facilitated by the Human Capital team with the following intended outcomes:

- **Identify employees with greater potential** so that we can provide targeted development that solves for talent gaps.
- **Hold managers accountable for providing ongoing feedback, coaching and development.**
- **Provide targeted feedback to our high-potential talent** to accelerate their development and deepen their engagement.
- **Focus on increasing representation of diverse talent.**
- **Strive to increase talent portability for business needs** and to provide developmental experiences.
- **Ensure succession planning is in place** in order to adjust and adapt quickly as needed.

Retain

COMPENSATION

As part of our ongoing commitment to inclusion and diversity, **Fifth Third's total compensation programs are grounded in a philosophy that ensures all employees are paid fairly and equitably, and in compliance with the law.**

Our pay philosophy is designed to:

- **Attract and retain top talent and high performers** that will drive our business strategy;
- **Effectively manage risk within incentive programs** designed to pay for performance;
- **Consider applicable regulatory expectations as well as our corporate values and behavioral expectations** when making compensation awards;
- **Align with the creation of long-term shareholder value.**

We continuously analyze our pay, accounting for factors like employee role, tenure, time in position and geography. **Our analysis shows that, on average, women are paid more than 99% of what men are paid, and minorities are paid more than 99% of what non-minorities are paid**. We also continuously analyze our compensation programs and practices to help ensure that all employees have equal opportunity to maximize their potential. In the unlikely event we encounter a pay disparity that is not explained by job-related factors, an adjustment is made.

Annually, we use competitive benchmarking data provided by top industry consultants to ensure the ongoing competitiveness of our total compensation program, including base salary ranges and short and long-term incentives.

In 2019, we increased our minimum hourly wage from $15 to $18. This benefited approximately 4,900 employees—nearly 25% of our workforce—primarily in retail branches and operations functions such as customer contact centers. In our Ohio, Michigan and Illinois regions, our minimum wage is up to 200% higher than the state minimum wage*. It represents an additional investment by the Bank of approximately $15 million per year to help our employees succeed at work and at home.

Fifth Third also continues to honor a footprint-wide ban on salary history, which means that we will not ask for a candidate's current salary to use as a factor in determining an employment offer. This approach enables us to immediately reduce historical gender or racial pay inequities.

Employee Health & Wellness Accolades

Our commitment to our employees' physical, financial and personal health and well-being have resulted in recognition by the following organizations in 2020:

American Heart Association Gold Award for Workplace Health Achievement

For the fifth consecutive year, the Bank received this award that measures the extent to which a company has implemented best practices for health and provided quality employee health programs.

Healthiest Employers

Fifth Third was named as a winner or honoree in the states of Illinois, Indiana, Kentucky, Michigan, North Carolina, Ohio, Tennessee, and the cities of Los Angeles and Orlando, Florida.

Nation's Best & Brightest in Wellness

Fifth Third received a national category award and a state category award for Michigan. Both recognize the value of wellness not only within our business but also within the community.

Healthy Worksite Award

The Healthy Business Council of Ohio honored Fifth Third with this award that recognizes organizations that demonstrate a commitment to employee wellness through comprehensive worksite health promotion and wellness programs.

*State minimum wages: OH - $8.80, MI - $9.87, IL - $11

CARING FOR EMPLOYEE HEALTH AND WELLNESS

In addition to compensation, Fifth Third offers a holistic suite of benefits that demonstrates our commitment to our employees' physical, financial and personal health and well-being.

We offer competitive and comprehensive traditional benefits including medical, dental and vision insurance (benefits packages and eligibility vary for full-time and part-time employees who are scheduled to work 20 hours or more per week). Medical plans cover preventive screenings at 100% because we know early detection provides the best outcomes. Preventive screening rates at Fifth Third for breast cancer and prostate-specific antigen exceed industry benchmarks.

Our myWellness program offers employees the opportunity to earn up to $1,800 per year for participating in financial and physical wellness activities, ranging from completing annual preventive screenings to engaging in step challenges to attending financial planning webinars. Employees are supported in their wellness journey by a network of 200 Fifth Third employees who volunteer as wellness champions.

Memberships to fitness facilities as well as programs like WW (formerly Weight Watchers) also are subsidized.

Helping employees improve and maintain their mental well-being is supported by our **employee assistance program**. Employees and family members can receive up to six confidential counseling sessions annually and also can take advantage of a user-friendly app with a variety of wellness-related tools. Personalized coaching and resources from program partners that support our employees and their families are also available.

Like our customers, our employees seek guidance in achieving their financial goals. **Our financial wellness program provided by Ayco offers employees and their spouses/partners personal financial coaching, educational tools and resources**. Student debt educational tools and refinancing options were recently launched to employees through our partnerships with **Empower Retirement**, our 401(k) provider, and **CommonBond**, a leading financial technology company.

Fifth Third offers a 401(k) retirement plan that pays a match up to 7% of an employee's compensation. Employee participation in the plan increased from 80% to 83% in 2020, and all employees may contribute up to the maximum allowable by law. A variety of investment options is available to employees through the plan's core funds and a self-directed brokerage feature.

When employees require a leave of absence from work, our programs are ready to assist. **Parental bonding leave enables all full- and eligible part-time employees welcoming a new child to receive four weeks of time away with full pay to bond with their child.** The leave is for both mothers and fathers and includes new family additions through birth, adoption, foster care and surrogacy. This is in addition to the six-week to eight-week maternity leave benefit.

Our **enhanced paid military leave policy** provides 20 days of leave per year; by comparison, the federal government offers 15 days of paid military leave annually. This benefit provides paid leave for any kind of military duty, including drills and training. The policy enables employees to serve our country while continuing to support their families and stay on their career path.

To help employees navigate work and personal priorities, **Fifth Third partners with Best Upon Request to offer a free, virtual or on-site concierge for employees**. The service helps employees manage a variety of personal tasks such as shopping, coordinating travel and more while meeting work obligations. Our Maternity Concierge offers unique and innovative support for expectant parents, women on maternity leave, adoptive parents and guardians with children up to 1 year of age. The service helps with a number of services including researching child care options, scheduling wellness visits and planning birthday parties.

Our Back-up Care program, offered by Bright Horizons, provides access to high-quality back-up care for children, adult and elderly family members of employees during a lapse or breakdown in normal care arrangements. Both in-home and center-based options are available depending on location.

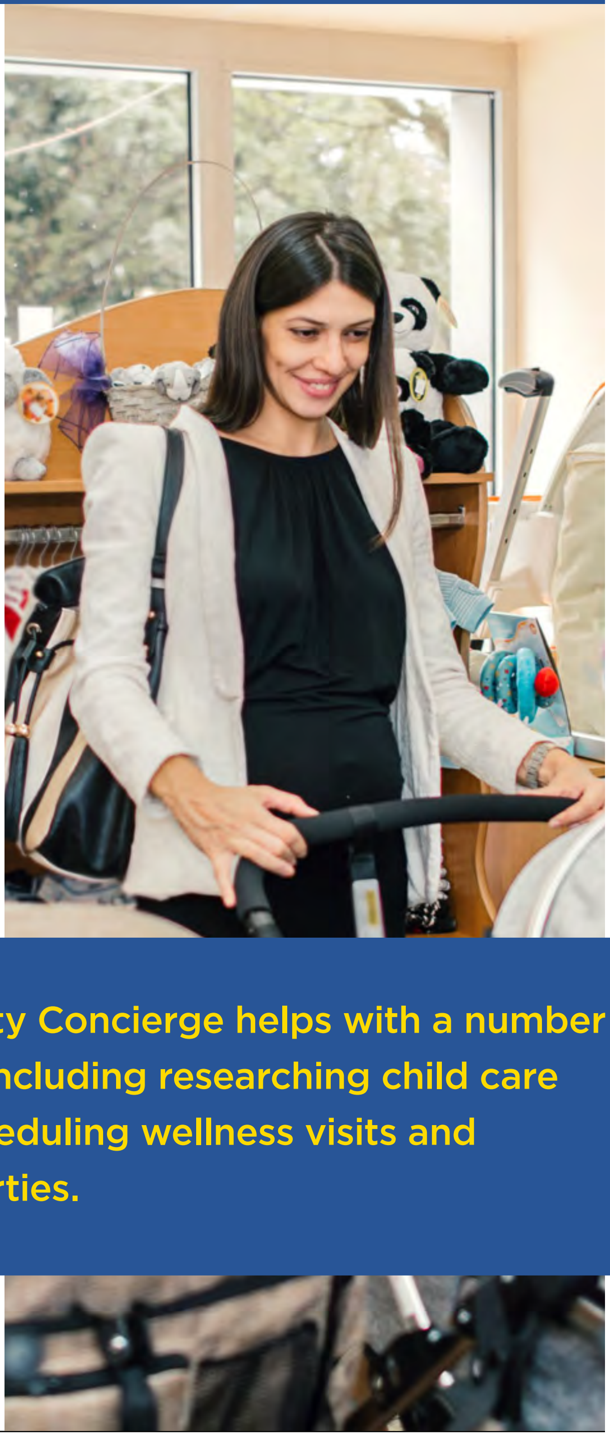
All employees are eligible for 15 days of back-up care per calendar year with nominal copays. In 2020, employees were given double the number of days—up to 30—available to help manage the uncertainty that persisted in the face of the pandemic. We also waived the copay in March and April of 2021. This back-up care program, together with the maternity concierge program, our virtual and on-site concierges, our parental bonding leave, adoption reimbursement policy and other family-friendly benefits, helps support employees and their families as they navigate the obligations of their personal and professional lives.

Since the Back-up Care program launched in June 2020, 585 employees registered to get care for 809 children, adults or elders. More than 1,100 days of care were used, saving nearly 682 workdays for employees.

Employees in Cincinnati can take advantage of the Bright Horizons at Madisonville Childcare Center which opened in March 2020 and cares for infants and children through kindergarten. Due to the pandemic, the center closed shortly after opening, then reopened in July. Once COVID restrictions are lifted, the center can accommodate 80-90 children.

CARING FOR EMPLOYEES THROUGH CRISIS

Please refer to the **Social** section of this report for the significant measures Fifth Third took to provide employees with a sense of safety, security and certainty during the COVID-19 pandemic.



Our Maternity Concierge helps with a number of services including researching child care options, scheduling wellness visits and planning parties.

Attract

RECRUITING THE BEST AND BRIGHTEST

Attracting diverse and bright talent is essential to our success. The combination of competitive compensation, best-in-class benefits, innovative programs that foster work-life balance, financial rewards for physical and financial wellness activities and the Bank's reputation for being a business and community leader forms an attractive value proposition for prospective employees.

We invest significant resources into finding the best possible candidates and to ensuring that the diversity of our workforce reflects the communities we serve. Our talent acquisition strategy works to:

- **Help source and hire effectively and efficiently.**
- **Use advanced technology to identify, influence and attract top talent.**
- **Advise and consult with leaders** to develop strong recruiting strategies.
- **Offer a robust pipeline of qualified and diverse candidates** to decision-makers.

For several decades, the Bank has worked closely with colleges and universities across our footprint to recruit and hire the best and brightest students. Our strategy also emphasizes internships and long-term employment through various early career roles that provide a talent pipeline for professional roles across the organizations.

DIVERSE RECRUITING AND HIRING

Our diversity recruiting outreach strategy enables us to build strong relationships with a qualified diverse applicant pool that reflects the demographics of our markets through a focus on women, minority and LGBTQ populations, individuals with disabilities and veterans.

Part of this strategy includes relationships with key regional and community-based organizations and connections with diverse student organizations on campuses in our local markets.

The pandemic prompted the need to enhance virtual relationships and outreach. **In 2020, we established virtual relationships with organizations like Cincinnati State Technical and Community College, the Cincinnati Diversity & Inclusion Career Fair, Ohio Means Jobs, University of Illinois-Chicago and the University of Toledo.** We also fostered a virtual relationship with the Urban Financial Services Coalition and held information sessions via Zoom so coalition members could more easily network with potential recruits.

Our strong partnership with **People Scout Talent Solutions**, a recruitment process outsourcing provider, ensures that we engage with a diverse candidate population, specifically for our call center, banking center and select regional positions. This partnership provides talent acquisition services for professional and nonprofessional positions that solve compliance, scalability, cost, quality and other recruiting challenges.

We also introduced a partnership with **Diversityjobs.com** to engage with a target market of diverse candidates, established a relationship with the Virginia Employment Commission, shared new mortgage employment opportunities within a new market in Richmond, Indiana and advertised our virtual career fairs.

Other multicultural recruiting strategies and initiatives are detailed beginning on page 63 of this report.

FEATURE

Collaborative Partnerships Fuel the Pipeline

Collaborative partnerships like the one we have with the University of Cincinnati support our recruiting strategy. Fifth Third opened space in UC's 1819 Innovation Hub to strengthen our collaboration with the university and its students as well as other regional companies.

The 1819 Hub is regarded as the university's front door to the region, where businesses can connect directly with UC faculty and students. This relationship inspires new ways of working and enables us to partner with thought leaders and research capabilities within UC, while building deeper relationships with students, leading to potential hiring.

In 2020, we strengthened our talent pipeline as Fifth Third University Relations partnered more closely with 1819 Corporate Relations. The partnership led to two new virtual student-engagement events that focused on women in technology and diversity and inclusion, respectively.

Connecting with student organizations in the computer and data sciences space led to the hiring of our Enterprise Data Office's first co-op from UC. This co-op relationship was a success and will expand in 2021, with our data office employing multiple UC co-op students.

In November 2020, Fifth Third's Innovation team conducted a first-of-its-kind joint corporate innovation challenge. Partnering with fellow 1819 building partner Kroger Technology, this virtual event brought together 39 UC students from six different colleges and 50 employees from the two companies to innovate at the intersection of banking and grocery retailing, two key pillars of consumers' lives.

Our Innovation team also participated in two separate five-week Innovation Studios, led by UC faculty. Students from multiple disciplines worked in teams on specific business challenges provided by Fifth Third. In a debrief after the studios, one student noted that the experience "turned my view around about the banking world" and another stated that, "I always assumed banking was a one-way conversation where a customer asks for help. I didn't picture the bank reaching out to customers proactively. Knowing the bank has an innovation department is really cool."

> "Knowing the bank has an innovation department is really cool."
>
> -1819 INNOVATION STUDIO UC STUDENT PARTICIPANT

Fifth Third's 1819 Innovation Hub at the University of Cincinnati.

INTERNSHIPS

Fifth Third typically hosts 50 to 100 summer interns each year. These **internships allow students to gain valuable experience in the financial services industry and help train them for a future career** with Fifth Third. In 2020, due to quarantine and social distancing restrictions, we pivoted to allow 86 interns across 15 departments to work with us remotely.

In addition to assigned work, we introduced a 10-week learning plan to enable our interns to learn about banking and develop foundational knowledge and skills important for leaders at Fifth Third Bank. Interns also got the opportunity to hear from our executives and learn about each other through virtual networking and capstone projects. One intern said, **"We are so lucky to have our full internship continue during this pandemic. The managers and leadership committee have been extremely helpful."**

> We introduced a 10-week learning plan to enable our interns to learn about banking and develop foundational knowledge and skills important for leaders at Fifth Third Bank.

Workplace Safety and Security

Fifth Third is committed to ensuring the safety of our customers, employees and the physical security of our banking centers and workplace. It is a responsibility we take very seriously.

Our integrated security program includes:

- **Process** for physical security assessments.
- **Methodology** for determining physical security needs.
- **Deployment** of necessary and appropriate physical security countermeasures.
- **Procedures** for reviewing and evaluating physical security.

The chief security officer is responsible for the physical security of all Bank employees, customers and facilities. Our Physical Security team manages on-site security guards and also manages the Bank's security operations center, which maintains a 24/7 call center and monitors over 20,000 cameras and alarms across Bank facilities, emergency notification channels to employees and serves as a centralized response group for all security issues.

Additionally, Fifth Third uses the **American Bankers Association's Toolbox on Bank Robbery Deterrence** to conduct periodic risk and security assessments at its banking centers. This industry evaluation tool defines a standard scoring methodology that results in an overall physical security risk score for a location. Fifth Third implements consistent and appropriate physical security steps based upon a calculated security risk score.

Physical Security also regularly reviews the external and internal influences that impact its physical security program. These influences include the overall security environment, applicable laws and regulations and emerging technology.

Fifth Third security uses open source intelligence gathering systems to identify early signals of high-impact events and emerging risks to respond with confidence and manage crises more effectively. These reviews provide information for Fifth Third to adjust its security program as needed to ensure that it meets its strategic goal of ensuring a safe and secure environment for our customers and employees that enhances our business objectives.

Communities

Fifth Third is committed to helping people achieve their best lives through responsible financial solutions that are right for individuals and the community.

Experience has taught us that **we are capable of improving lives and making generational, transformative impacts** in the communities we serve.

COMMUNITY COMMITMENT

Fifth Third closed out 2020 by celebrating the successful conclusion of our five-year, $32 billion Community Commitment. The Bank exceeded the financial commitment made to our communities by investing $41.6 billion—30% above our goal—in mortgage, small business and community development lending and investments.

We also delivered **$378 million** in Fifth Third impact programming, surpassing our pledge to deliver $213.2 million in additional housing and small business technical assistance, financial empowerment programming, inclusion initiatives and supplier diversity, branches and staffing, and other programs and services. As part of our impact programming pledge, Fifth Third delivered **$112.9 million** in philanthropy.

The Community Commitment was announced in 2016 as a $27.5 billion plan over five years. Later that year, that amount was increased to $30 billion upon consultation with hundreds of community groups and the **National Community Reinvestment Coalition**. In 2018, the Bank expanded the commitment to $32 billion in consideration of its planned expansion in Chicago.

"The community benefits agreement we established with Fifth Third Bank in 2016 was one of our first and largest," said Jesse Van Tol, CEO of the National Community Reinvestment Coalition. "We are happy to see the agreement come to fruition over the past five years. We also look forward to continuing our work with Fifth Third to ensure low- and moderate-income communities and communities of color have access to the banking services they need to build wealth."

$32 BILLION COMMUNITY COMMITMENT

$41.6B
Delivered

$16.3B
LMI MORTGAGE LENDING

$12.6B
SMALL BUSINESS LENDING

$12.6B
CDLI

$112.9M
PHILANTHROPY

Total Bancorp Commitment (1/1/16 through 12/31/20)

FIFTH THIRD BANK NATIONAL COMMUNITY ADVISORY FORUM MEMBERS

Farad Ali, Asociar

Barbara Busch, Working in Neighborhoods

Catherine Crosby, City of Toledo

Kevin Dunlap, Rebound, Inc.

Mary Fran Riley, Accion Chicago

Eloisa Klementich, Invest Atlanta

Kate Little, Georgia STAND UP

Inez Long, Black Business Investment Fund

Mark McDermott, Enterprise Community Partners

Carolyn Mosby, Mid-States Minority Supplier Council

Keith Rachey, Community Reinvestment Fund, USA

Buzz Roberts, National Association of Affordable Housing Lenders

Aaron Seybert, Kresge Foundation

Jacob Sipe, Indiana Housing and Community Development Authority

Germaine Smith-Baugh, Urban League of Broward County

John Taylor, National Community Reinvestment Coalition

Chris Uhl, IFF

Jesse Van Tol, National Community Reinvestment Coalition

Eric Watson, The Kaleidoscope Group

Kala Gibson, chief enterprise corporate responsibility officer and head of business banking, said, "I salute our community partners as well as our employees whose tireless work these past five years has made all the difference. **The Community Commitment marked a major turning point for us in terms of how we approach economic development, neighborhood stabilization and revitalization, and delivery of financial empowerment, inclusion and supplier diversity initiatives.**"

COMMUNITY ADVISORY FORUM

To help guide our efforts in the communities we serve, Fifth Third operates a national Community Advisory Forum and five regional CAFs based in Chicago, Florida, Michigan, North Carolina and Ohio. **Comprised of community leaders working in a variety of industries, CAF members bring their unique talents, experience and diversity together to advise our Company as we work to improve lives where we operate.**

The national and regional CAFs have sponsors who are members of Fifth Third's executive team. Executive Vice President Kala Gibson and Senior Vice President Stefanie Steward-Young lead the national CAF. While we have had a CAF operating in a limited capacity for over a decade, we formalized our CAF strategy as part of our five-year $32 billion Community Commitment.

COMMUNITY REINVESTMENT ACT PERFORMANCE

Our Community Reinvestment Act rating from the Federal Reserve Bank of Cleveland is "Outstanding." This rating represents an evaluation of Fifth Third Bank's CRA activities from Jan. 1, 2014 through June 30, 2016. Due to the Bank's conversion in 2019 to a national bank chartered by the Office of the Comptroller of Currency, the next CRA exam is expected to occur in 2022.

> "We look forward to continuing our work with Fifth Third to ensure low- and moderate-income communities and communities of color have access to the banking services they need to build wealth."
>
> -**JESSE VAN TOL**, CEO OF THE NATIONAL COMMUNITY REINVESTMENT COALITION

FEATURE

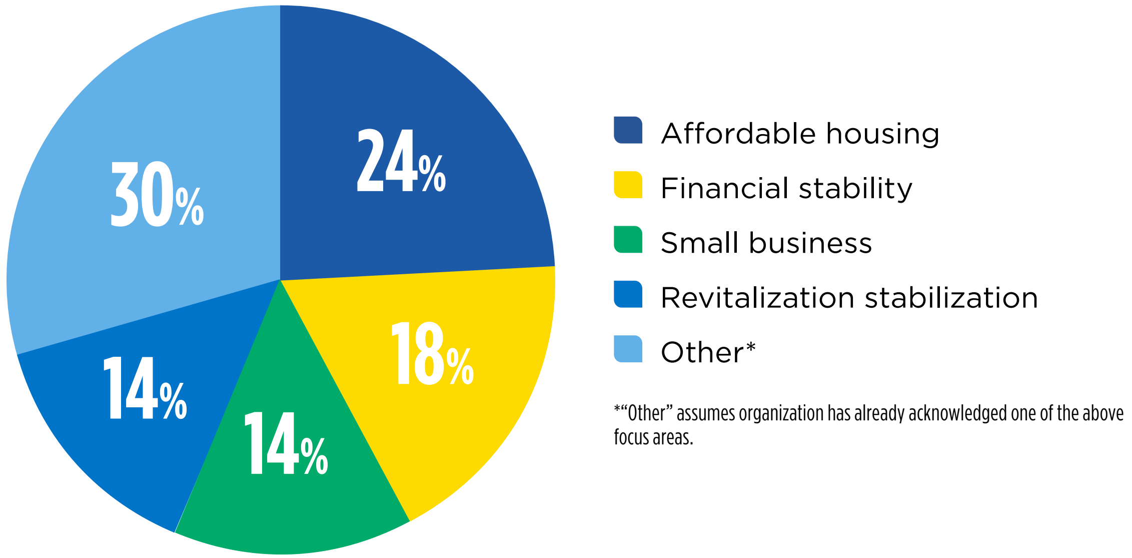
Community Needs Assessment

It is important that we partner with our communities so that we can serve them in the most effective, impactful and sustainable ways with the right combination of access to programs, products and services as well as philanthropy and volunteerism. We do this through our annual Community Needs Assessment.

The CNA is a standard method that helps us determine the needs of the communities that Fifth Third Bank serves. It is an annual collection and analysis of quantitative and qualitative data to help inform the Bank of opportunities in local and regional lending, and investments and service, particularly in low- and moderate-income areas. It also assists us in the development of responsive strategies to address the needs identified within the Bank's defined focus areas.

In 2020, we surveyed our community partners to **develop comprehensive solutions that address our community's most essential needs related to access to capital, workforce development and building capacity.** Fifth Third partnered with Maru/Matchbox, a global market research company, to survey approximately 140 community partners over a three-week period from Oct. 22 through Nov. 12, 2020.

COMMUNITY PARTNERS' PRIMARY FOCUS OF SERVICES (2020)



*"Other" assumes organization has already acknowledged one of the above focus areas.

The 2020 assessment demonstrated that the **top challenges for most communities continued to be affordable housing, poverty and the impact of the COVID-19 pandemic.** COVID-19, along with racial inequity and social injustice, highlighted and reemphasized needs that already existed in partner communities.

Critical needs were identified:

- **Access to capital**
- **Workforce development**
- **Building capacity**

Among the community's most essential needs, access to capital was the most urgent. **Community partners believe focused improvements in the areas of stringent capital requirements, policies that create inequality and the lack of initial funds would have a great impact.** For workforce development, our community partners suggested that more emphasis on education and job training would yield successful improvements for the community. For building capacity, community partners urged programs that will assist in funding staff and training.

The information gleaned from the CNA confirmed the direction of the work of our community and economic development offices throughout our Company.

Financial & Economic Inclusion

The more individuals, families and small businesses are empowered to achieve their best lives, the more communities thrive.

We want to help people reach their full potential. We believe this will have a long-lasting, generational impact in the neighborhoods, towns and cities we serve, especially among low- and moderate-income Americans, by reversing negative cycles and building strong foundations for the future.

We work to deliver comprehensive and innovative solutions to challenges facing the people who live in the communities we serve. We're tackling low homeownership rates in underserved communities, diminished access to capital for small businesses seeking to start or expand, and a gap in financial education and workforce development.

SMALL BUSINESSES

We are committed to small businesses because we know they are essential to strong and economically vibrant communities. Our direct support of small businesses includes loans and lines of credit as well as service products.

We are a **U.S. Small Business Administration Preferred Lender** that offers our clients several types of SBA loans, including 7(a), Express and 504 loans. SBA loans typically have more flexible borrowing amounts and repayment options than traditional loans, which usually leads to lower monthly payments. SBA loans are used for working capital, equipment financing and commercial real estate, and everything in between.

In 2020, Fifth Third increased staffing for its national SBA team, including eight full-time employees in the fourth quarter, to support our SBA lending and processing capabilities. The investment is part of the Bank's goal to become a leader in the delivery of SBA loan products. Fifth Third also invested in technology to assist in processing loans in both our Commercial and Retail channels.

SBA
U.S. Small Business Administration

U.S. SBA Preferred Lender

To become a leader in the delivery of SBA loan products, Fifth Third increased staffing for its national SBA team in 2020 to support our SBA lending and processing capabilities.

We expect increases in loan volumes as our investments in digital technology and people enable us to collaborate with more small businesses to help them expand operations. We are also actively growing SBA partnership lending through relationships with community development financial institutions and community development corporations.

Small Business Pandemic Support

Addressing the needs of small businesses during the pandemic was critical for Fifth Third Bank in 2020. **We had a No. 53 Small Business Administration ranking prior to the pandemic, and yet we became the No. 13 top Paycheck Protection Program lender in 2020.** This was a testament to our commitment to helping our existing customers secure necessary funding and provide financial assistance during their most challenging time.

In 2020, we provided $5.4 billion in PPP loans to our clients, 85% of which were for loans less than $150,000. Ninety-five percent of the companies that received loans had fewer than 50 employees.

> "I want to thank you sincerely for your help with the second PPP loan. Every time I speak with you, I can hear in your voice that you care and that you do your best every day for your customers. It means a lot."
>
> -**CY CAWTHORN**, OWNER OF SERRAS SENIOR TRANSITIONS IN FLORIDA, TO **JUAN GUEVARA**, SMALL BUSINESS COMMUNITY LENDER.

As part of our small business lending COVID-19 response, we reached out to clients for hardship support, guidance on hardship requests and loan modifications. We provided payment deferrals up to 90 days, waiving late fees and providing loan modification options for small businesses in need. We also waived select fees for 90 days on business banking deposit accounts and services.

Further, we worked with the SBA to ensure that qualified SBA borrowers of 7(a) and Express Loans were able to participate in the Loan Payment Relief Program. SBA committed to making monthly payments on their behalf for six months.

Coaching and Technical Assistance

In addition to lending, **we also place a high value on helping customers navigate the small business ecosystem, which can be complex and difficult, especially for Black-, women- and other minority-owned businesses.** We know that resources beyond Fifth Third's are available and see it as our duty to help them access those resources.

One of the more visible ways we do that is through our support of community development financial institutions. **CDFIs are private financial institutions that are committed to providing responsible, affordable capital** to those who might not be in a position to use traditional banking products or resources. CDFIs are often able to assist small businesses in taking the next step in their growth and development by providing business coaching and technical assistance.

We support CDFIs by providing capital to these organizations as well as working hand in hand with them in the communities that we serve. **We have strong partnerships with representative CDFIs in the majority of the markets in which we operate, including Accion**, a global nonprofit dedicated to helping small businesses.

In 2020, Accion received COVID-19 funding from the Fifth Third Foundation and the Fifth Third Chicagoland Foundation and the Bank partnered with the organization to reach 2,128 small business owners through a series of educational webinars in May and June. More about these partnerships can be found on pages 106 and 107 of this report.

We also developed **Fifth Third Fast Capital**, a new digital lending platform designed to help small businesses get quick access to needed capital. Phase 1 of the product was launched just prior to the COVID-19 pandemic and provided unsecured loans of $100,000 or less. The next generation of the product is expected to include robust mobile and digital capabilities. We are deeply committed to serving small businesses through our development and use of enhanced technology.

Capital Access Funds

Fifth Third significantly invests in capital access funds throughout its footprint. These funds, such as Entrepreneurs of Color funds in Detroit and Chicago, are designed as new sources of capital for businesses owned by entrepreneurs of color and businesses that hire primarily people of color. More about our work with these funds, including businesses helped, is on page 106.

FEATURE

Bank Announces Launch of Small Business Response and Recovery Initiative

To ensure the success of small businesses in its headquarters city, **Fifth Third announced the launch of the Greater Cincinnati COVID-19 Small Business Response and Recovery Initiative in December 2020.** The initiative provides pandemic-affected small businesses of 25 or fewer employees (with an emphasis on businesses with five or fewer employees) in low-to-moderate income communities with advice and pathways to gain access to capital via the initiative's loan and grant programs.

Fifth Third has invested an initial $700,000; the Greater Cincinnati Foundation invested $250,000.

The Greater Cincinnati and Northern Kentucky African American Chamber of Commerce and the Cincinnati USA Regional Chamber are founding business service organizations providing technical assistance to participating businesses. Additional business service organizations are the Urban League of Greater Southwestern Ohio and the Greater Cincinnati Microenterprise Initiative. Referral partners for the Initiative are the Hispanic Chamber Cincinnati USA and HCDC Inc.

The effort is powered by Next Street, an advisory firm that assists small businesses with access to capital and technical assistance. The National Development Council was involved in the initiative's planning and design, serves as the fiscal agent and is assisting with additional fundraising efforts.

> "This Initiative makes resources available to those who take care of our communities."
>
> -**MIKE SMITH**, HEAD OF BUSINESS BANKING FOR FIFTH THIRD'S CINCINNATI REGION

The Initiative's key components are:

- **Technical Assistance Program** that will assess applicant small business needs, match businesses with recommended assistance via one of the business service organizations participating in the initiative and provide online education and resources.
- **Small Business Liquidity Fund** to provide responsible loans to small businesses ready to receive capital.

"Small business owners open their doors every day, which allows their employees the opportunity to earn wages to take care of their families," said Mike Smith, head of business banking for Fifth Third's Cincinnati region. "Many of these employees live directly in the neighborhoods that those small businesses serve. This Initiative makes resources available to those who take care of our communities."

"The Initiative is a welcome respite for all small businesses, acknowledging that small minority-owned businesses have been inordinately impacted by the pandemic," said Eric Kearney, president and CEO of the African American Chamber. "The African American Chamber is happy to partner in this Fifth Third Bank initiative to help businesses reset, rebuild and recover."

Community Commitment

In 2020, Fifth Third reached the end of its five-year, $32 billion Community Commitment, which included a pledge of $11.1 billion in small business loans and other technical support for small businesses. **We delivered $12.6 billion in support from 2016-2020, exceeding our initial pledge by 14%.**

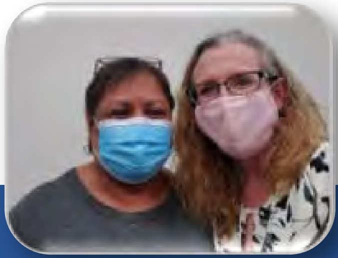
Out of the Community Commitment grew a **new team of small business community bankers** whose time and energy is focused as much on community leadership and volunteerism as on meeting the needs of small business clients. This translates directly to a better understanding of the local business environment and the tools—financial and otherwise—needed to start or expand small businesses. Our team of small business community bankers continues to grow and to find creative ways to support small businesses as they face a challenging and ever-changing economic climate.

AFFORDABLE HOUSING

Affordable housing, or the lack of it, continues to be a persistent problem in many communities within our footprint. Our suite of mortgage products and innovative programs like Down Payment Assistance have helped to address the gap.

Introduced in 2016, DPA has been a big boost to over 4,500 individuals attempting to achieve the American dream of homeownership. As a bank, we love helping people buy a home, but we also keenly understand the impact homeownership has on a community's health and sustainability.

In addition to the Bank's DPA program, our mortgage loan officers are always on the lookout for ways to combine it with other state and local programs so their customers can take advantage of grants and other resources for their home purchase.* **Since the program's inception, we've provided over $14.9 million through DPA.**



DPA Success Stories

Carrie Johnson, an MLO in Central Ohio, shared: "I met my customer during a homebuyer education event. **She put in the hard work of fixing an issue on her credit, qualified for the city of Columbus program and our down payment assistance and went into contract on a home.** I attended her closing to officially say 'welcome home.' She thanked me for never giving up on her and pushing her to fulfill this dream. We both cried happy tears!"

Natasha Sizemore, an MLO in Middletown, Ohio, shared that **her client was living in a barn when she set out to help him achieve homeownership at the age of 61.** She was successful, thanks in part to the availability of Fifth Third down payment assistance funds. "He was so appreciative that he hugged me and told me that he loved me at the closing table. This is the exact reason I love being a CRA unit officer!"

Victoria Neltner, an MLO in Cincinnati, **personally drove her customer to and from the Job and Family Services office multiple times to secure the paperwork** necessary to finish his mortgage loan. "It took six months," Neltner said, "but I was truly grateful and blessed to be able to assist him with his dreams. He is now officially a homeowner."

*Lending subject to credit review and approval. 2021: To be eligible for the down payment assistance, borrowers can qualify based upon income level and/or by purchasing property in a low income census tract. Down payment assistance up to $5,000 is available. The subject property must be in one of the following eligible states: MI, IN, IL, KY, TN, OH, WV, NC, GA, FL, SC and located in a low Income Census Tract or borrower must meet the low income limit threshold based on the qualifying income per FFIEC website. Down payment assistance may be taxable as income and reported to the IRS. Consult your tax advisor. Not available with all loan products. Fifth Third Bank, National Association. 38 Fountain Square Plaza, Cincinnati, OH 45263. NMLS# 402345. Equal Housing Lender. Fifth Third and Fifth Third Bank are registered service marks of Fifth Third Bancorp.

FEATURE

Bank Collaborates with NeighborWorks America

Fifth Third worked with NeighborWorks America in 2020 to ensure foreclosure mitigation, eviction prevention and financial coaching to low- and moderate-income individuals in response to emerging hardships related to the pandemic.

NeighborWorks received **$600,000 in COVID-19 relief funds** from the Fifth Third Foundation, which helped prevent foreclosures and evictions, respond to critical needs and provide emergency rental assistance for clients. NeighborWorks used the Fifth Third Foundation funding to distribute grants of either $25,000 or $50,000 to 18 organizations serving local communities within the Bank's footprint.

The funding allowed those organizations to allocate resources to address their communities specific challenges. **Services included supplying food, reducing isolation, providing cash for rental assistance, securing health and mental health resources, providing Internet access and devices, and childcare and education.**

2020 grant recipients included:

KENTUCKY
Community Ventures Partners

New Directions

FLORIDA
Wealth Watchers

GEORGIA
Atlanta Neighborhood Development Partnership Inc.

INDIANA
Pathfinder Services Inc.

MICHIGAN
Lighthouse Michigan

Southwest Solutions

NORTH CAROLINA
Charlotte Mecklenburg Housing Partnership

DHIC

OHIO
CHN Housing Partners

East Akron Neighborhood Development Corporation

Famicos Foundation

Home Ownership Center of Greater Cincinnati

Homeport

Neighborhood Housing Services of Hamilton Inc.

NeighborWorks Toledo

St. Mary's Development

TENNESSEE
Affordable Housing Resources

Between August and December 2020, these organizations provided critical support to their communities, including nearly 31,000 different services to families.

NEIGHBORHOOD REVITALIZATION

Since its inception in 1989, the Fifth Third CDC* has invested more than $5 billion in the communities Fifth Third serves, including funding over 900 projects that focus on affordable housing, commercial, retail, office and historic buildings; and the creation or preservation of over 62,250 units of housing. In 2020, the CDC funded $228 million in projects and closed $395 million.

These project investments are critical to neighborhood stabilization. Often these projects are anchors of their communities. **It is common for CDC projects to simultaneously preserve a historic building, provide affordable housing with embedded social services and also provide space for commercial, retail or office space.**

Notable CDC investments in 2020 included $12 million in Bridge Pointe Commons, a 62-unit permanent supportive housing complex in Elyria, Ohio and $4.4 million in the Martin Farrell House apartments in Chicago, which included 59 affordable housing units.

> Since 1989, the Fifth Third CDC has funded over 900 projects that focus on affordable housing, commercial, retail, office and historic buildings.

*Fifth Third Community Development Corporation and Fifth Third Community Development Company, LLC.

SPOTLIGHT

Cincinnati Neighborhood Adds Affordable Housing, Retail Space on City Block

A city block in Cincinnati's Over-the-Rhine neighborhood is getting a major boost—not to mention a significant face lift—with help from the Fifth Third CDC.

In July 2020, the Fifth Third CDC closed on a collaborative, complex and celebrated opportunity zone investment known as the Willkomen development, a large-scale redevelopment of multiple historic buildings and new infill construction. The project, in the heart of Cincinnati just a mile from iconic Fountain Square, comprises the renovation of 16 historic buildings and the building of four new ones. Altogether, the development will create 163 residential units and 19,300 square feet of commercial space. The project had been in the works for more than four years and will increase the availability of affordable housing in the community, commercial space for local businesses, and jobs.

Developed as joint venture between the Cincinnati Center City Development Corp., known as 3CDC, and the Model Group, the project **utilized new market tax credits, low income tax credits, and federal and state historic tax credit equity as primary capital sources**. Fifth Third CDC invested over $12 million in the project as the equity investor, and Fifth Third Bank provided construction and permanent financing.

Opportunity zones were created to spur economic development and create jobs in distressed communities. Fifth Third CDC is investing $100 million in opportunity zones through four development partners created as part of the Tax Cuts and Jobs Act on Dec. 22, 2017. For Willkomen, the Fifth Third CDC worked with longtime partner the National Equity Fund.

Logan Towers, an initiative of Talbert House, one of the largest social services organizations in Cincinnati, received $8.8 million from the CDC in 2019. Construction is expected to be complete in 2021. When it's done, a historic building in Cincinnati's Over-the-Rhine neighborhood will house 63 redesigned apartments, 33 of which will be permanent supportive housing units through Talbert House. The rest will be affordable rental units. Rents for the units will be set at 30%, 50% and 60% of the area median income. They also have accessibility features to allow people with disabilities to live independently.

The Dayton YWCA in Ohio also received CDC funds to assist with the redevelopment and reconfiguration of 65 apartment units. **The renovated building also will house a domestic violence shelter** and space where support services—including mental health and chemical dependency counseling, vocational programs, money management services, a food pantry, transportation assistance, emergency client assistance and a computer lab—will be available.

David Thompson, vice president for housing of the Model Group, the development construction management firm for the Logan Towers and Dayton YWCA projects, explained the importance of collaboration between Model Group and our CDC. "Bringing important community development and affordable housing projects like the Dayton YWCA or Logan Towers to fruition requires lots of financing and lots of partners," he said. "**Having Fifth Third CDC as a trusted and knowledgeable financing partner gives us confidence that we can get these types of complex projects done in a way that will benefit the communities they serve.** The Model Group has enjoyed working with the Fifth Third CDC on multiple high-impact developments and looks forward to working with the CDC team in the future."

The Fifth Third CDC invested $8.8 million in Logan Towers to restore an historic building and provide supportive housing.

SPOTLIGHT

Collaborations for Community Benefit: Operation Hope

Fifth Third has collaborated with Operation Hope since 2015. Operation Hope works to reduce poverty and empower inclusion for low- and moderate-income youth and adults. **In the wake of the COVID-19 pandemic, Operation Hope worked to provide financial dignity and economic empowerment programming for small businesses and low- and moderate-income individuals.**

Operation Hope responded quickly to help the most vulnerable by focusing on financial recovery, dignity and inclusion of all Americans. **In 2020, Operation Hope received a $100,000 COVID-19 relief grant from the Fifth Third Foundation, a $75,000 investment from the Bank and 1,640 hours of financial education from Fifth Third.** This is in addition to years of support dating back to 2016. Overall, we have provided over 7,000 hours of financial education services to Operation Hope and nearly $800,000 in investments.

Operation Hope works out of a Hope Inside Financial Empowerment Center located in the Northwest Activities Center in Detroit. Over the years, Fifth Third has provided millions in capital and operating investments to NWAC, including helping the organization secure a $95,000 loan through the U.S. Small Business Administration's Paycheck Protection Program so it could retain nine employees during the COVID-19 pandemic. At the Hope Inside Financial Empowerment Center, Fifth Third offers one-on-one financial counseling and financial workshops for credit and money management and small business. There's also an Ideation Computer Lab that, before the pandemic, saw 50 visitors per week for adult and youth computer classes and summer programs.

We provided virtual counseling in 2020 through Operation Hope that benefited 806 individuals—boosting credit scores of the people served by an average of 16 points and savings balances by an average of $252. We also helped reduce debt by an average of $1,883.

FINANCIAL EDUCATION

Success as an adult is often dependent upon the opportunities and advantages individuals have when they are young. That's why we developed a suite of programs that offer financial education starting in elementary school. **Our Fifth Third LIFE (Lives Improved through Financial Empowerment®) programs are offered at no charge and are designed to educate people in personal finance at every age and stage of life.** Since 2004, Fifth Third has helped educate **2.6 million people**.

The **Fifth Third Bank Young Bankers Club®**, developed in 2004, is our signature program. Over the past 16 years, more than 30,000 fifth-grade students have graduated from YBC. Traditionally, lessons have been taught by Fifth Third volunteers who visited elementary school classrooms to teach students. In February 2021, we launched a digital version of the program.

In addition to being redesigned to accommodate virtual learning environments, the digital program incorporates greater flexibility for teachers. In only 30-45 minutes per week over an eight-week period, teachers can help students learn all the basics of finance online at any time. The flexibility of the digital platform enables Fifth Third to offer the program to more schools and across its 11-state footprint.

Fifth Third Bank | life — Lives Improved *through* Financial Empowerment®

Financial Empowerment eBUS

495,000

visitors to the Fifth Third Financial Empowerment eBus since 2004

Young Bankers Club

461,000

students educated through Young Bankers Club and $mart Path since 2004*

Finance Academy

1,523,000

high school students educated in financial literacy** since 2010

Empower U®

161,000

adults educated through Empower U® since 2012

Over 2.6 million people educated
through Fifth Third Bank's L.I.F.E. programs

*30,000 students educated through Young Bankers Club since 2004 and 430,000 students in grades 1-8 educated through $martPath in 2017-2020.
**523,000 students educated since 2017 via Finance Academy, a Fifth Third Bank partnership with EverFi. One million students educated via the Ramsey's Foundations in Personal Finance from 2010-2017.

FEATURE

Meet Maximillion Money

The most innovative feature in the new digital format of Fifth Third Young Bankers Club® is the introduction of Maximillion Money™. The character is the 10-year old president of Young Bankers Club and the richest kid in America.

Maximillion Money guides the participants and his friends on a journey that takes them to the New York Stock Exchange, the U.S. Mint and to a Fifth Third financial center. Students discover hidden clues, win rewards and badges, unlock avatars, level up to new adventures each week, test their knowledge through weekly trivia questions and challenge themselves to be first on the class leaderboard.

Each lesson represents a "level" that focuses on the following aspects of personal finance:

- **Budgeting**
- **Banking and Payment Methods**
- **Overspending and Lending to Others**
- **Borrowing Money**
- **Jobs and Income**
- **Saving and Investing**
- **Protecting Money—Risk and Insurance**

"**After-School All-Stars is thrilled to partner with Fifth Third to launch the Digital Young Bankers Club program**," said Hayley Blomquist, program coordinator of Chicago Public Schools' After-School All-Stars. "Our schools and students have benefited greatly from the financial literacy curriculum in the past and many instructors specifically requested to run the program again this year. In these uncertain times, it's wonderful to have adaptive technology to serve our students and we're excited to offer a virtual space to engage students."

The Bank is expected to reach 25,000 students in the first year of the new digital version of Young Bankers Club.

"In these uncertain times, it's wonderful to have adaptive technology to serve our students and we're excited to offer a virtual space to engage students."

-HAYLEY BLOMQUIST, PROGRAM COORDINATOR, AFTER-SCHOOL ALL-STARS, CHICAGO PUBLIC SCHOOLS

The new digital format features a comprehensive curriculum that meets national and state educational standards for fifth-grade mathematics. Each lesson in the eight-unit curriculum, which is presented through a game, provides a unique, engaging approach to financial literacy that helps students apply their knowledge gradually as they work toward more complex scenarios. The program incorporates different facets of banking, while clearly identifying relevant math standards within each unit and outlining what students should know and how to use the information. More about the digital YBC is available online at 53.com/ybc.

Fifth Third Finance Academy offers two courses, foundational finance and entrepreneurship, to high school students in the Bank's footprint states. The program is focused on high-need students and schools, with 52% of the students coming from underserved communities. **In the 2019-20 school year, over 140,000 students completed more than 304,000 hours of learning** through more than 2,200 Finance Academy courses. To date, more than 523,000 students have taken Finance Academy courses and completed over one million hours of learning.

Across both the financial literacy and entrepreneurship courses, students knew considerably more at the end of the course than they did when they started, as measured by pre- and post-course assessments. On average, scores increased by 60% after participating in the financial education course and 90% after the entrepreneurship program.

Finance Academy Highlights

Since the beginning of the 2017-18 academic year, Fifth Third has brought engaging financial and entrepreneurship education to more than 523,000 students across the bank's footprint.

THE HIGHLIGHTS:

- Finance Academy reached over **140,000 students** in the 2019-20 school year. More than half the students who utilized the program came from high need communities.
- On average, **scores increased by 60%** after financial education program participation **and 90%** after entrepreneurship program participation.
- Students reported **increases in self-confidence,** feeling prepared to manage their financial and entrepreneurial lives, after participating in Finance Academy.
- Self-reported levels of **engagement with the financial system** (such as having a savings account or planning to open a checking account) increased among students after taking Finance Academy.
- A total of **$70,000 in 529 College Savings Gift Cards** was awarded to 28 Finance Academy students. The winners participated in a Scholarship Contest, detailing how Finance Academy helped them prepare for their future.

When schools were closed due to the COVID-19 pandemic, Fifth Third worked to make all of its Finance Academy courses available for free to students throughout our Consumer Bank footprint—regardless of whether or not they were previously Finance Academy schools. This offering ensured that financial education could continue during the pandemic. Additionally, **courses designed for adult learners, typically offered on our Financial Empowerment Mobile, known as the eBus, were made available to the public at no cost**, as was the Job Seeker's Toolkit, job training services from NextJob typically available only to Fifth Third online banking customers and community partners.

Fifth Third Empower U®

Our financial education course offering for adults is called **Fifth Third Empower U®**. These courses are taught by our bankers on-site at various companies, and with our community partners. In 2020, the program also was offered virtually to accommodate learning needs during the pandemic. **Courses include a financial wellness checkup, as well as classes that teach financial health, investments and planning, insurance planning, homeownership and college savings.** This program began to address a specific need of a commercial client and has since expanded throughout our footprint. We have reached over 123,000 people through the program since 2012.

Retirement University®

Retiring well is about more than accumulating assets. It's about living the life people want and getting the most from the years ahead. Providing a holistic approach to retirement planning, **Retirement University is a free educational program to help consumers prepare for all aspects of retirement—from income needs to second careers.** Lessons include planning and investments, retirement income, health care needs, life-stage planning and more. Fifth Third financial professionals also are available to answer questions.

Fifth Third worked to make all of its Finance Academy courses and courses designed for adult learners available for free to our Consumer Bank footprint to ensure that financial education could continue during the pandemic.

"I have always dreamed of becoming a successful Latina entrepreneur and Finance Academy gave me the opportunity to feel like one. The course allowed me to think outside the box when identifying my target market, considering who can best fit in my business category and what skills I need for my business to be successful. These skills will help my future business and my career."

-EMILY SANCHEZ, STUDENT, GEORGIA SCHOLARSHIP WINNER

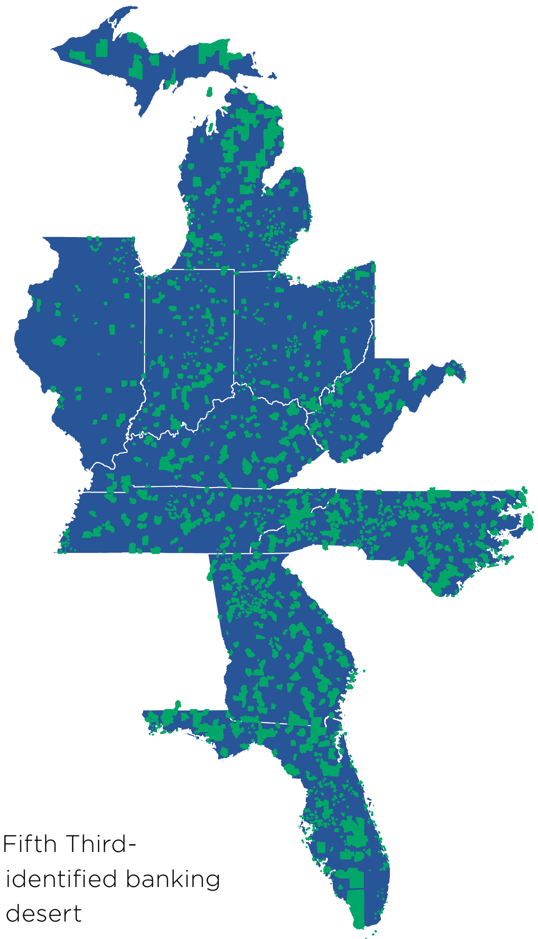
ECONOMIC INCLUSION AND BANKING DESERTS

Research has shown the negative impact that banking deserts can have on a community. When a bank consolidates and leaves a community, small business and mortgage lending can decrease for a devastating period of time.

To better understand the problem and tackle it appropriately, the Bank's Decision Sciences team researched and refined the Federal Reserve's definition of banking deserts so we could best determine how to address them, including looking at blockgroups instead of full census tracts, distance requirements and total population thresholds. **The result was a more precise look at banking deserts within our footprint, representing 5.9 million people compared to the old definition, which identified just 237,000.** With this intelligence, our Consumer Bank, Community Development and Social Responsibility team and market leaders could develop strategies on how we can best serve communities.

We are committed to opening Fifth Third financial centers to serve as many desert areas as possible, and have made significant progress over the past five years. Our Financial Empowerment Mobile strategy helps us fill the gaps. The strategy focuses on offering an alternative retail delivery format, such as our eBus and Banking To Go popup, that supports accessibility to financial services in underserved communities and on providing products that these communities need. Since 2004, Fifth Third has served nearly 500,000 visitors in underserved communities.

BANKING DESERTS IN FIFTH THIRD FOOTPRINT



- Fifth Third-identified banking desert
- Fifth Third footprint

SPOTLIGHT

New Branches Serve 11 LMI Neighborhoods

The Bank's Financial Empowerment Mobile strategy is just one way we address banking deserts—**we also work to identify opportunities to open Fifth Third Bank financial centers** in low- to- moderate income neighborhoods. Over the past five years, Fifth Third has opened branches to serve 11 different LMI neighborhoods through nine full-service financial centers.

Those financial centers are Summit in Chicago; Palmetto in Sarasota, Florida; Marietta Cobb in Atlanta; Michigan City in Michigan City, Indiana; 15 Mile & Gratiot, in Detroit; Brookhaven in Atlanta; Sardis and South End in Charlotte, North Carolina; and West End in Greenville. All the new branches feature the Bank's "next generation" concept of space and design to deliver a superb customer experience.

The Bank also has plans to open at least nine additional branches in LMI neighborhoods in 2021.

The Marietta Cobb Financial Center in Atlanta opened in 2017.

Since 2004, the eBus has made over 3,000 tour stops and Banking To Go has been present at 67 events since its debut in 2019.

FINANCIAL EMPOWERMENT
eBUS
FIFTH THIRD BANK

Fifth Third also uses its eBus to serve as a mobile financial classroom. **Both the eBus and the new Banking To Go kiosk are equipped with computers and Wi-Fi to serve our communities with banking services and products.** Community members are greeted by Fifth Third employees and community partner representatives when they arrive and are consulted to see how we can help. They are assisted with **financial education, obtaining their credit report, opening a bank account, homebuyer and small business resources, and job search assistance**. They are often introduced to Fifth Third's online banking and mobile app.

Yolanda Parker, pastor of the Open Door Church in Cleveland, said the church has enjoyed partnering with Fifth Third and LINKS Community and Family Services to bring banking solutions to the community. "We just marked our third year partnering with the Fifth Third eBus. Last year, we helped to serve more than 500 residents. Most don't have transportation so bringing the Bank to them makes a huge difference."

Since 2004, the eBus has made over 3,000 tour stops, and Banking to Go has been present at 67 events since its debut in 2019. More than 490,000 people, the majority in unbanked or underserved communities, have received access to financial services via the FEM strategy. Fifth Third employees logged 1,517 volunteers hours in 2020 and approximately 83,500 volunteer hours over the past 16 years.

In response to the COVID-19 pandemic, **the Financial Empowerment Mobile program pivoted from its typical route and became a virtual, web-based program**. The Virtual eBus program launched in June and hosted nearly 200 events. It reached 7,279 individuals providing financial education, credit, workforce development, banking and hardship supportive services.

We continue to partner with nonprofit and community organizations, municipalities, financial counseling agencies and other banking partners to identify communities where the eBus, Banking to Go mobile kiosk and virtual programming can help meet banking accessibility needs.

INCLUSIVE PRODUCTS

Financial products available at Fifth Third are designed be inclusive so that we can best serve all community members. **Fifth Third Express Banking is one example; it gives customers who are not typically eligible for a checking account the convenience and security of a banking relationship** and immediate access to their funds via 52,000 fee-free ATMs. There is no monthly service charge, balance requirement or overdraft fees.

Credit, when used responsibly, can make a real difference. It can help enhance a consumer's credit report and increase their chances of acquiring a future loan, including a mortgage to achieve homeownership. **The Fifth Third Secured Card* is a credit card designed to help customers build or rebuild their credit.** It is a secured card, meaning it is secured by the customer placing a $300 refundable deposit into a new **Fifth Third Momentum**® account. This deposit funds the account and is used to determine the borrower's credit limit to help prevent spending beyond the customer's means.

WORKFORCE DEVELOPMENT

Helping our customers reach their financial goals often means looking beyond bank accounts. That's why we collaborate with organizations like **NextJob** and **Steady** to ensure our customers have the resources they need to succeed. A strong workforce is the key to healthy, sustainable communities. **Since 2012, we have worked with NextJob, a national reemployment company, to provide personalized job coaching and training to out-of-work individuals or those who are looking to advance their careers.** We have also offered the **Job Seeker's Toolkit**, a series of online training modules, at no cost to Fifth Third customers; during the pandemic, we made the service available to anyone. NextJob coaches often accompany our bankers to community events to provide personal job training. They are an integral part of services offered through our eBus and Banking To Go popup.

Steady, a leading technology platform and on-demand pairing app connects our customers to part-time, on-demand jobs in their communities. Extra income can make a big difference in people's financial lives by helping to ease budget strains and adding peace of mind. When customers download the app, they can build a profile with their skills and work preferences like geography and work hours. This enables them to use the app to find and apply for local hourly, part-time and work-from-home jobs.

As part of our Accelerating Racial Equality, Equity and Inclusion commitment (see p. 57), **Fifth Third committed in 2020 to invest $1 million in a new signature workforce development program with the National Urban League**, a civil rights organization long dedicated to economic empowerment, equality and social justice. The Bank will invest in an expansion of the league's Urban Apprentices Jobs Program, Urban Tech Jobs Program, Urban Youth Empowerment Program or similar locally-funded job training programs in target markets in our retail footprint. Our investment will allow these programs to offer career counseling, training, certification or credential attainment, and positive employment outcomes. The Bank is working with the National Urban League to launch this program formally in 2021.

A strong workforce is the key to healthy, sustainable communities.

NextJob Success Stories

- **Riggins**, who was working as an on-call bus driver, wanted a government job with benefits and had a good foundation of skills to get her where she wanted to be. She worked with a NextJob coach to build her resume and search for job leads. In September 2020, she was hired for her dream job working for the state.
- **Vazquez**, an attendee at the Veteran's Career Fair in Augusta, Georgia, was seeking a customer service position in an office environment. She was enrolled in online training for a degree in business management and HR, but found it challenging to express herself in interviews. She worked with a NextJob coach to build her resume, practice with mock interviews and utilize the interviewing skills tools and webinars offered within the Job Seeker's Toolkit. In February 2020, she accepted a position at an appliance rental company.
- **Dudley** met with a NextJob coach at the Tennessee State University Job Fair. She is attending school to become a dental hygienist and sought help building a resume. She was able to land a part-time job and also has an upcoming job shadow experience at a local dentist's office that may lead to a desired internship.

*Full terms and conditions for all of Fifth Third Bank's products are published at 53.com.

Corporate Citizenship & Philanthropy

Fifth Third is an integral part of the communities we serve—not just for the access and financial products and services we provide, but because our employees live, work and play in the same cities, towns and neighborhoods that our customers do. We want to be the best corporate citizen we can be.

VOLUNTEERISM

Nothing shows how much we care about our communities more than the willingness of our hard-working team members to donate their time to the causes they care about. They become our hands and feet, and, in many cases they help maximize the financial resources we allocate in communities through grants, donations and sponsorships. **In 2020, in a year challenged by the COVID-19 pandemic and resulting economic shutdowns, employees logged 59,727 hours of community service**, the equivalent of $1,624,574.

An October 2020 report from the Center for Civil Society Studies at Johns Hopkins University stated that nearly one million nonprofit jobs lost during the COVID-19 pandemic had yet to be recovered. Not only was that a challenge for the professionals themselves but it also meant diminished capacity to meet the increasing needs of the community. **Our virtual volunteer program, instituted in June 2020, enabled employees to search and sign-up for volunteer opportunities via computer or smartphone.** We collaborated with community organizations to provide **527 virtual volunteer opportunities** for our employees in Florida, Georgia, Illinois, Kentucky, Michigan, Ohio and Tennessee.

Employees volunteered in the areas of affordable housing, economic development, education, food programs, health and wellness and services for the underserved. Our employees acted as educational tutors, organized and contributed to book and supply drives, taught financial literacy and assembled patient activity kits.

Further, the Bank ensured that our financial education programs for both adults and young people were made available online to a broad audience.

2020 HIGHLIGHTS

59,727 hours

COMMUNITY SERVICE

527

VIRTUAL OPPORTUNITIES

CITIZENSHIP

Citizenship requires more than simple residence in a place; it requires engagement, action and commitment. We exercise our citizenship in communities by being active members of them. We engage in regular Community Conversations within our footprint to ensure we have a pulse on what is happening in each community. Our employees serve on various boards—from major nonprofits to local school and church committees. **As a company, it is our job to support our employees' commitments to these organizations by allowing flexible work schedules and accommodations when necessary** so they can perform these essential duties. We do not view these commitments as separate from their roles, but as integral parts of our Bank's commitment to good citizenship. Our Human Capital policies, including our military leave guidelines, also support this effort.

UNITED WAY

In 2020, our employees and the Fifth Third Foundation combined to raise over $5 million for United Way agencies across our footprint. Our team members also engaged in virtual United Way activities such as walks to support health and wellness. **The Bank also was recognized again in 2020 as one of the top 25 United Way campaigns** in our headquarters city. We were No. 2 in 2020, up from No. 3 in 2019.

DISASTER RELIEF

When disaster strikes, Fifth Third is committed to responding strongly and swiftly. **When the COVID-19 pandemic hit in March 2020, we funded $8.75 million in grants to support relief, recovery and resiliency efforts**. We provided immediate impact grants to 147 organizations like food banks in many of our markets, and we launched major initiatives designed to provide support for adversely-affected small businesses and displaced workers.

Our Fifth Third Foundation also responded immediately when communities in our footprint were affected by severe weather and other events. **In 2020, the Fifth Third Foundation made a $200,000 grant to the American Red Cross after tornadoes ripped through central and western Tennessee** and a **$10,000 grant to the United Way of Midland County to support relief efforts for those affected by the floods that devastated Midland, Michigan**.

Fifth Third also works to ensure our employees have help when they are in need. **The Fifth Third Cares Fund provides short-term, emergency support to employees or eligible dependents who are facing serious financial hardship as a result of certain unforeseen and unpreventable circumstances**, including natural disasters, and who cannot afford housing, utilities and other basic living expenses. The Fund also allows Company employees the opportunity to participate in this effort by contributing to the Fund in support of colleagues who may experience such a hardship.

COVID-19 Relief

We funded $8.75 million in grants to support COVID-19 relief, recovery and resiliency efforts throughout the country.

$4,167,500
for small businesses

$800,000
for food pantries

$1,068,300
for nonprofit organizations

$379,584
for health care services

$1,770,000
for housing assistance

$564,616
for basic family needs

FEEDING THE HUNGRY

For more than 25 years, Fifth Third has set aside May 3 (five/three on the calendar or Fifth Third Day) as a time to acknowledge the contributions of our employees, thank our customers and give back to our communities. For the last several years, we've celebrated through month-long events and efforts to feed our communities.

According to **Feeding America**, 40 million Americans—including 12 million children—live in households lacking the means to get enough nutritious food on a regular basis. As a result, they struggle with hunger at some point during the year. Food-insecure families exist in every county in America—and the situation only worsened as unemployment rose during the pandemic.

In 2020, our event-based Fifth Third Day events were affected by the pandemic, but our commitment remained. **We provided over 2.2 million meals through Bank donations to various food organizations across our 11-state footprint and beyond.** We also highlighted an opportunity for employees to step up to help feed our community members through the Step Up for Hunger step challenge through Go365. If employees worked together to log 53 million steps between May 8-31, the Bank would donate an additional $53,000 to Feeding America, an amount that would provide 530,000 meals. Also, employees could donate their Go365 bucks to Feeding America, with every $1 donation providing 10 meals. Employee enthusiasm also dictated that we extend our efforts to fight hunger throughout the summer of 2020.

PHILANTHROPY

Our bank has a long history of philanthropic giving. The Fifth Third Foundation, established over 70 years ago, was the first U.S. corporate philanthropic foundation established by a financial institution. Today, **Fifth Third's philanthropy is a combination of foundations and Fifth Third Bank corporate giving. In 2020, total philanthropy from Fifth Third was $29.8 million.**

The Fifth Third Foundation supports communities served by Fifth Third Bank in the areas of health and human services, community development, arts and culture and education. The Fifth Third Chicagoland Foundation is the successor to the MB Charitable Foundation. Fifth Third Bancorp acquired MB Financial Inc. in May 2019. The Chicagoland Foundation serves the philanthropic needs of the Chicago area in housing and economic development, education, health and human services, and civic and community outreach.

Combined, the efforts of the Foundation Office at Fifth Third Bank as well as corporate donations and local community sponsorships enable us to respond to many community needs, including food and feeding programs, health and wellness, revitalization and stabilization, and services to the underserved.

Fifth Third 2020 Philanthropy	$29.8 million
Fifth Third Foundation	$15,196,367
Fifth Third Chicagoland Foundation	$3,660,002
Fifth Third Bank Corporate Giving	$10,997,000

Fifth Third's Strengthening Our Communities Fund has supported more than 220 organizations since 2017 as part of our $32 billion Community Commitment.

Community Initiatives

The important work of our Community Development and Social Responsibility team often includes major initiatives that enable us to hone in on our key priorities.

Our community initiatives focus on small business lending, affordable housing, neighborhood stabilization, financial education, economic inclusion and workplace development and are often subsets of other, larger initiatives that enable us to bring together all of our focus areas.

OPPORTUNITY ZONES

In early 2020, we announced an investment of $100 million in projects that support community development through four opportunity zone partners: the National Equity Fund, an affiliate of Local Initiatives Support Corp., known as LISC, Raymond James, the Decennial Group and Fallbrook Capital.

The money is being used to develop projects in low-income urban and rural communities across the Bank's footprint. **This investment represents one of the largest made by an institution with a social impact investment strategy in opportunity zones.**

Designed to spur long-term private sector investment into economic development and job creation in economically distressed communities, opportunity zones were established as part of the 2017 Tax Cut and Jobs Act to promote investment and development in a significant number of qualified low-income census tracts.

Investment projects must satisfy the following Fifth Third social impact criteria:

- Be located in a **qualified opportunity zone.**
- Be eligible for **public welfare investment.**
- Be developed by an **experienced sponsor.**
- Be located in a **metropolitan statistical area where Fifth Third has determined community need** under the Community Reinvestment Act.
- Be expected to **generate a positive economic return.**

HOPE MANOR VILLAGE IN CHICAGO:

The Fifth Third CDC invested $11 million in Hope Manor, the new construction of 36 affordable housing units for veterans, the disabled and homeless.

Rent for the units will be at or below 30%, 50% and 60% of the area's median income. The project includes a community center, career center and computer lab for residents. Volunteers of America of Illinois's True North Program will provide **high-level supportive services to residents to help improve residents' health, independence, self-sufficiency, healthy relationships, positive life skills and long-term stability.**

HARRISON CIRCLE IN MICHIGAN:

The Fifth Third CDC invested $11.3 million in Harrison Circle under the opportunity zone commitment.

Harrison Circle comprises 80 newly constructed housing units—64 of them for veterans, the disabled and the homeless—and ground-floor commercial and retail space in the Rivers Edge District of Kalamazoo, Michigan. It's a community experiencing a revival with a mix of businesses, shops, restaurants and affordable apartments, focused on becoming a fully walkable community.

FEATURE

Adopting Detroit's G7 Neighborhood

The Gratiot/7 Mile region, known as G7, is Fifth Third's adopted neighborhood of Detroit. **Fifth Third is investing $5 million into the community via Detroit's Strategic Neighborhood Fund and Affordable Housing Leverage Fund.**

Fifth Third was one of five companies to announce such an investment in December 2018. On Fifth Third Day—May 3, 2019—we announced that our neighborhood would be G7.

David Girodat, regional president of Fifth Third Bank in Eastern Michigan is proud of the Bank's work in G7.

The $5 million investment is funding physical improvements to parks, streetscapes, commercial corridors, single family housing and affordable housing.

In 2020, Fifth Third provided support to non-profit organizations like LifeBUILDERS, Forgotten Harvest and Gleaners in the emergency phase of the pandemic to ensure that our neighbors in G7 were protected against food insecurity. We also partnered with the local Osbourne Business Association to work with small business owners to help them apply for Paycheck Protection Program and grant funding.

"I grew up going to my grandfather's pharmacy at Devonshire and Mack Avenue, and my current office at Fifth Third faces Campus Martius," said David Girodat, regional president of Fifth Third Bank in Eastern Michigan. "I've experienced not only what Detroit was, but what it has become—and I know the potential for what it can be. **To be supporting this neighborhood rejuvenation is inspirational, both personally and professionally, and it is certainly foundational to Fifth Third's commitment to improving the well-being of the communities it serves.**"

Letty Azar, Detroit's District 4 neighborhood manager, said, "When neighborhoods have seen corporate projects in the past they have been small and not sustainable. This is different." It is different, Azar said, because Fifth Third and G7 have history with the Bank providing help during the mortgage crisis. "Fifth Third is not new here. They were here with the home mortgage program, and that's what helped stabilize the neighborhood."

Neighborhood revitalization in Detroit's G7.

Fifth Third has provided $12.6 million in small business loans since 2016 under our Community Commitment.

ENTREPRENEURSHIP & CDFI FUNDS

In addition to providing **$12.6 billion in small business loans since 2016** under the Community Commitment, we also made a promise to provide technical and other vital assistance to entrepreneurs, whether they're starting up or growing.

Entrepreneurship

We were initial investors in the Entrepreneurs of Color funds in Chicago and Detroit. **In 2018, we invested $2.5 million in the EOC Fund in Chicago.** As of December 2020, over $5 million had been disbursed. Sixty-seven percent of the borrowers were Black, 40% were female and 33% were Hispanic.

Among those who received help is Shanetha Pollnitz who started a home daycare 19 years ago in Chicago. Through strategy, grit and a loan through Accion, her business has grown, and she now owns Alpha Omega, a center caring for 36 children. Pollnitz plans to open another center to help ensure that low-income families have access to strong child care.

Forty-six percent of the borrowers from the Entrepreneurs of Color Fund in Chicago were women-owned businesses.

Fifth Third Executive Vice President Kala Gibson had the privilege of meeting with Shanetha Pollnitz, owner of Alpha Omega in Chicago. Pollnitz grew her business with help from the Entrepreneurs of Color Fund in Chicago.

In Detroit, the EOC Fund, in which we invested $3 million as it was established, has grown to $9.2 million and, as of May 2020, has an average loan size of about $88,000.

- Our $3 million investment in the Fund helped to spur loans to companies like **Power, Lighting & Technical Services LLC.**, owned by Angel Paris and her husband, Martin Paris, that provides electrical design services in Detroit.
- Our investment in the Fund also benefited an iconic men's clothing store in Michigan, Hot Sam's Detroit. Owned by two legendary Detroiters, Tony Stovall and Cliff Green, Hot Sam's has been in business since 1921. Funding from the Fund helped Hot Sam's weather the storm created by the COVID-19 pandemic and will enable them to celebrate 100 years in business in 2021.

Community Development Financial Institutions

Community development financial institutions, or CDFIs, are private financial institutions **dedicated to delivering responsible, affordable lending that helps low-income, low-wealth, and other disadvantaged people and communities join the economic mainstream**. By financing community businesses—including small businesses, microenterprises, nonprofit organizations, commercial real estate and affordable housing—CDFIs spark job growth and retention in hard-to serve markets across the nation. We share a common goal with CDFIs and, as such, have significantly invested with CDFIs to help make an impact.

Fifth Third Bank's Capital to Build Capacity program, dubbed C2BC, is a part of our $32 billion Community Commitment. We partnered with Community Reinvestment Fund, USA to **create the C2BC program to improve and increase lending opportunities as well as to provide operational support** for small business owners and small business resource providers.

The program is being powered by our customer focus to help small business owners with annual revenue of less than $1 million and businesses in low- and moderate- income census tracts in markets across the bank's footprint.

ACCION

We also have worked for several years with Accion, a global nonprofit dedicated to creating a financially inclusive world. We have provided nearly $1.4 million to the organization through our foundations to support the lending and technical assistance Accion provides to underserved small business owners in Illinois, Indiana, Florida, Michigan and Ohio. We also financially support Accion's in-person outreach with small business leaders and its online educational resources.

In 2020, the Fifth Third Foundation made a $200,000 grant to the Accion U.S. Network to disburse more than $3.78 million to more than 250 underserved entrepreneurs, predominantly minority, low- and moderate-income, and women in Florida, Michigan and Ohio. Half of the grant came from the Strengthening Our Communities Fund, while the remaining $100,000 was paid by the Foundation through the $8.75 million designated for COVID-19 relief, recovery and resiliency grants.

The grants helped Accion to counsel over 1,700 entrepreneurs through one-on-one technical assistance and workshops to provide personal financial coaching and mentoring. Finally, the grant reached 1,400 entrepreneurs online with several specialized Fifth Third and Accion webinars in May and June 2020. Both provided educational resources to help them address COVID-related concerns and support their success.

In addition, the **Fifth Third Chicagoland Foundation made a $195,000 grant to Accion Chicago** to support the organization's general operating expenses as it helped Chicago small businesses navigate the pandemic.

We have significantly invested in community development financial institutions to support our common goal to spark job growth and retention in hard-to-serve markets across the nation.

FEATURE

Fifth Third Boosts Black Women Entrepreneurs

In an effort to help Black, woman-owned businesses during the pandemic, **the Fifth Third Foundation made $1.2 million in grants available to them through a new Innovation Meets Main Street program**, a collaboration between Local Initiatives Support Corporation, known as LISC, and the Association of Enterprise Opportunity.

The foundation grants were part of a larger $8.75 million pandemic relief effort.

LISC

AEO Association for Enterprise Opportunity

Stefanie Steward-Young, Fifth Third's chief corporate social responsibility officer, said, "**Black-owned business owners often face challenges securing capital to start and maintain their business—even more so during these challenging times.** This initiative couldn't be more vital for Black communities in metropolitan areas like Atlanta, Charlotte, Cincinnati, Detroit, Louisville, Nashville and Orlando."

Through this program, LISC received **$1 million** from the Fifth Third Foundation. About **$630,000** was awarded to 63 small businesses, and **$250,000 was an investment in the Fearless Fund**, a venture capital firm that invests in businesses led by women of color that are seeking financing. The remaining funds are being used to support the delivery of technical assistance. As of February 2021, more than 60 Black women had received funding or technical assistance to help their businesses remain open.

Additionally, **AEO received $200,000 from the Fifth Third Foundation to provide business owners access to MainStreet RISE**, a suite of critical technology tools and resources to keep businesses alive during and after the pandemic. Through partnership with several industry partnerships, **MainStreet RISE empowers entrepreneurs with capabilities that enable revenue generation, accounting and bookkeeping, marketing and e-commerce.** These services, valued at a total of $6,000, were offered free to small businesses. The funding also enabled AEO to launch the Small Business Resource Navigator, an online interactive tool that directs small businesses to local resources.

> **"The Innovation Meets MainStreet grant has helped our business stay afloat during this trying time. It has helped with operational costs, supplies and more."**
>
> -**JACQUELYNN BYRF**, SWEET SISTAH SPLASH, CINCINNATI

Grant recipient TaTanysha Rosby of Art Houze Alive in Sandy Springs, Georgia, said, "**The grant was an amazing opportunity for us. It allowed our team to stabilize in many areas.** We were able to supplement our income and begin developing our new online applications."

Jacquelynn Byrf of Sweet Sistah Splash in Cincinnati agreed. "Due to Covid restrictions, Sweet Sistah Splash has only operated at minimum capacity for almost a year, significantly decreasing our profits. The Innovation Meets Mainstreet grant has helped our business stay afloat during this trying time. It has helped with operational costs, supplies and more."

ENVIRONMENT

CLIMATE STRATEGY

Fifth Third is committed to environmental leadership in the financial services sector and to leading the transition to a sustainable future.

Our commitment is rooted in our desire to build strong communities, to serve our customers well and our Vision to be the One Bank people most value and trust. We are driven by our understanding that integrating sustainability into all aspects of our Company creates long-term sustainable value and strengthens the communities we serve.

To advance our commitment and achieve our Vision, **Fifth Third is focused on three strategies**:

Reducing our environmental footprint

Managing our climate-related risk

Supporting a sustainable transition

ALIGNMENT WITH INTERNATIONAL EFFORTS

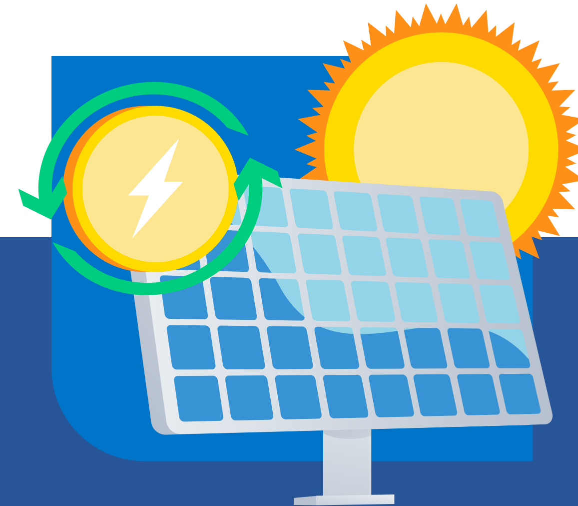
Our environmental sustainability efforts align with U.N. Sustainable Development Goals 7 (Affordable and Clean Energy) and 13 (Climate Action). These efforts also help address the risks documented by the Intergovernmental Panel on Climate Change's Special Report on Global Warming of 1.5 °C (October 2018) and the Paris Agreement's central aim to "strengthen the global response to the threat of climate change by keeping a global temperature rise this century well below 2 degrees Celsius above pre-industrial levels and to pursue efforts to limit the temperature increase even further to 1.5 degrees Celsius."

7 AFFORDABLE AND CLEAN ENERGY

13 CLIMATE ACTION

Operational Sustainability

Fifth Third is continuing to work hard to reduce the environmental impact from our operations through innovations to achieve our 2022 sustainability goals while continuing to report on our progress.



Fifth Third achieved **100% renewable power** in 2019 and **carbon neutrality** for our operations* in 2020.

Building upon this success, we will continue to reduce impacts in other areas, including reductions to water, waste, and energy usage.

ENERGY
23%
toward
25% goal

GHG
41%
ACHIEVED 25% GOAL

WASTE
14%
toward
20% goal

WATER
31%
ACHIEVED 20% GOAL

100%
RENEWABLE POWER ACHIEVED

*For Fifth Third's Scope 1, Scope 2 and business travel under Scope 3 emissions

Energy and water consumption KPI calculations are calculated per square foot for owned or ground-leased buildings where we receive a utility bill and are relative to a 2014 baseline. GHG KPI is location-based using national average emissions factors for all locations where we receive a utility bill and is relative to a 2014 baseline. Landfill waste is calculated per FTE using all locations where we receive waste data and is relative to a 2018 baseline. Consumption information from locations acquired as part of the merger with MB Financial are not included in energy, water and waste KPI. KPI results have been independently verified. Verification statements are available in the Additional Disclosures section of ir.53.com/esg.

We are proud to have achieved carbon neutrality for our operations* in 2020.

The Recast Energy Louisville biomass project in Louisville, Kentucky. Photo courtesy of Recast Energy Louisville. Used with permission.

Our success is built upon years of hard work, having **continued to reduce our own environmental footprint through efficiency investments and other projects, and by our strategy to purchase renewable power**, which began in 2014. The past year marked an exciting milestone for Fifth Third's sustainability journey, as we achieved carbon neutrality for our operations* for the first time. This was achieved by **reducing our corporate carbon footprint, purchasing 100 percent renewable power and buying carbon offsets** from a project within our Consumer Bank footprint to address our remaining emissions.

As an organization, we are now carbon neutral and removing as much carbon dioxide as we emit. This includes emissions related to all of our buildings (including data centers), corporate vehicles, and business travel. In terms of GHG accounting, this includes all Scope 1 emissions, all Scope 2 emissions, and Scope 3 business travel emissions. **Our carbon neutral achievement was the first among our banking peers, which demonstrates our continued environmental sustainability leadership.**

The carbon offsets were purchased from the Recast Energy biomass project, a thermal energy generation conversion project in Louisville, Kentucky. The project converted a coal-fired system to a biomass system using locally available forestry and agricultural cellulosic residues. **The project achieves GHG emissions reductions by displacing over 50,000 tons of carbon emissions per year in thermal energy generated from the biomass system** that would have been generated from the old coal-fired system. The project was implemented in accordance of the Verified Carbon Standard program and was independently verified by NSF Certification LLC.

Verified Carbon Standard
A VERRA STANDARD

The project was selected by Fifth Third based on its location within our retail footprint, conformity to an accepted standard, independently verified by third-party and its alignment with U.N. Sustainable Development Goals 7 and 13.

Our carbon neutrality achievement was the result of our commitment to lead in environmental sustainability. Now that we achieved carbon neutrality for our operations,* Fifth Third is making a long-term commitment to maintaining carbon neutrality into the future.

*For Fifth Third's Scope 1, Scope 2 and business travel under Scope 3 emissions

SPOTLIGHT

GHG Accounting: Scope 1, 2 and 3 Reporting

There are three categories of GHG emissions:

Scope 1 emissions are “direct GHG emissions” from emissions sources owned or controlled by the company, including natural gas used for heating, refrigerants, diesel, and fuels used in corporate vehicles. **In 2020, Fifth Third purchased carbon offsets for 100% of these emissions.**

> “PCAF is pleased that Fifth Third Bank has joined over 110 financial institutions globally that are committed to measuring and disclosing the emissions of their portfolios to support meeting the goals of the Paris Climate Agreement. Fifth Third’s drive to keep measuring and reducing its emissions across all scopes will make it a valuable collaborator in PCAF.”
>
> –**NICOLE LABUTONG**, PCAF NORTH AMERICA LEAD

Scope 2 emissions are “indirect GHG emissions” from purchased or acquired electricity and similar sources. In 2020, Fifth Third purchased RECs for 100% of these emissions. There are two accounting methods for Scope 2 emissions:

- The **location-based method** uses average emissions intensity for the electric power grids on which energy consumption occurs.
- The **market-based method** allows companies to account for power they have contracted for, including through the purchase of unbundled renewable energy certificates or through contractual agreements that lead to new renewable power plants and the bundled RECs they generate.

We report our Scope 2 emissions under both methods to illustrate the impact of our renewable energy commitment. **In 2020, Fifth Third had a 46% reduction in Scope 2 location-based emissions and a 100% reduction in Scope 2 market-based emissions** (compared to our 2014 baseline). Fifth Third is also reporting our GHG reduction KPI which is one of our bold sustainability goals. This KPI uses the location-based method but is limited to properties for which Fifth Third receives a utility bill. In 2020, our GHG KPI had a 41% reduction compared to 2014.

Scope 3 emissions include 15 categories of other indirect GHG emissions, such as business travel, capital goods and investments. Since 2019, Fifth Third has reported on Scope 3 emissions for business travel. **In 2020, Fifth Third purchased carbon offsets for 100% of business travel emissions.** We continue to evaluate methodologies to quantify other Scope 3 emissions, including for Category 15 (Investments), which are relevant for financial institutions.

PCAF Partnership for Carbon Accounting Financials

In April 2021, Fifth Third joined the Partnership for Carbon Accounting Financials (PCAF), an industry-led partnership of over 110 financial institutions worldwide that work together to develop and implement a consistent and transparent standard for financial institutions to assess and disclose client GHG emissions associated with loans and investments.

“We understand that our impact to the environment isn’t just what we do with Fifth Third’s operations, but also includes the impact of our customers’ operations that we finance,” said Jamie Leonard, executive vice president and chief financial officer.

In 2017, Fifth Third set five bold sustainability goals to help prioritize our environmental sustainability efforts. This included targeted goals to reduce our energy use and location based GHG emissions by 25%, to reduce our water consumption and waste sent to a landfill by 20%, and to purchase 100% renewable power. Three of these goals (water, GHG emissions, and renewable power) have now been achieved, and we are close to achieving our remaining goals (energy and landfill waste reduction).

ENERGY EFFICIENCY

We have taken significant steps to reduce our energy use, and achieve our 25% reduction goal. We invested in **LED lighting, HVAC upgrades and building controls**. We made improvements in space utilization and in the sustainability of our new construction, renovation and facility-related operations and maintenance practices.

Last year, we completed our phase one rollout of advanced building management controls to more than 230 locations across our portfolio. These new system controls help monitor and manage energy usage from our largest source (building heating and cooling). We will continue to assess this technology across our portfolio to better manage energy needs for our buildings.

50 Fifth Third locations are Energy Star certified

To gain more granular insight on the energy usage across our footprint, **we began benchmarking locations through the U.S. Environmental Protection Agency's Portfolio Manager tool.** In doing so, we identified a number of locations that qualified for ENERGY STAR® certification and had our first 50 locations Energy Star certified by a third party.

> **"EPA applauds Fifth Third Bank for its leadership position in the green power marketplace. Fifth Third is an excellent example for other organizations in reducing greenhouse gas emissions through green power investment and use."**
>
> -**JAMES CRITCHFIELD**, PROGRAM MANAGER, EPA GREEN POWER PARTNERSHIP

SPOTLIGHT

Bank Installs EV Charging Stations

Fifth Third recently installed electric vehicle charging stations at our headquarters in Cincinnati. We recognize the environmental benefits of electric transportation and the growth of the EV market.

Upon the opening of the EV stations, employees can charge their vehicles while they work at no incremental cost. Through the purchase of 100% renewable electricity for our operations, employees can now charge their vehicles in an environmentally responsible manner.

Moving forward, the Bank will continue to assess EV charging as an amenity for our employees and as an opportunity to expand the reach of our sustainability leadership.

100% RENEWABLE POWER

This past year marked the first calendar year for Fifth Third purchasing 100% renewable power. This milestone began with the opening of the 80 MWac/120 MWdc Aulander Holloman solar facility in 2019, which was facilitated through a virtual power purchase agreement (PPA) signed by the Bank. With this project, Fifth Third became the first bank and first Fortune 500 company to purchase 100% renewable power through a single, solar project. **In 2020, the solar generation from the project was more than 180,000 MWh**, enough to power over 21,000 homes or equivalent to reducing emissions from over 27,000 passenger vehicles.*

The signing of the PPA in March 2018 **facilitated the construction of this solar field by guaranteeing that Fifth Third would purchase all of the electricity generated at a stated price**, thereby enabling SunEnergy1 to secure funding and begin construction. In return for guaranteeing to purchase the energy produced, **Fifth Third receives all the environmental attributes**, or renewable energy certificates, generated from the project. In 2019, Fifth Third retired all of the RECs from the Aulander Holloman project in addition to RECs from other sources to achieve 97.4% of renewable energy for the year. Although we intended to retire the RECs received from this project towards our 100% renewable goal, in 2020 we completed a REC swap to offset some of the costs of the PPA due to the drop in energy prices. The purchased RECs are sourced from other renewable energy projects in the U.S. and have been Green-E certified. Today, 100% of Fifth Third's power is from renewable sources.

"We welcome Fifth Third's leadership in environmental sustainability by purchasing 100% of renewable energy and adding clean power to America's energy grid. They are demonstrating that renewables make business sense—more companies must do the same so we can accelerate a cleaner future for all of us."

-**AMY DAVIDSEN**, EXECUTIVE DIRECTOR – NORTH AMERICA, RE100

RE 100 °C

* Source: U.S. Environmental Protection Agency, Greenhouse Gas Equivalencies Calculate (last updated March 2020)

MANAGING WASTE

Fifth Third committed to reducing the amount of waste it sends to landfills by 20% by 2022. In just two years since the Bank began recording its annual waste totals in 2018, **we have reduced landfill waste by 14%**.

The Bank's waste activities typically involve standard office waste, with some waste being produced in building construction/renovation, disposal of electronic equipment, and from retail tenants where waste service is often combined. As a financial institution, Fifth Third uses paper through general office activities and in documenting and processing customer lending/finance activities. **Our focus on secure destruction and recycling of this paper remains a priority and included the recycling of more than 8 million pounds of paper in 2020.** Fifth Third has also continued to support digitization in office and customer-facing applications to reduce the need and use of paper.

With respect to construction and demolition activity, Fifth Third has established diversion requirements for partners to ensure material is being managed responsibly. In 2020, more than five million pounds were diverted from landfills for reuse, which included a diversion rate of more than 80%.

At our Madisonville campus in Cincinnati, we have instituted food waste composting as an additional waste mitigation strategy, resulting in more than 50,000 pounds of organic waste diverted.

WATER AS A RESOURCE

Fifth Third committed to reducing its water consumption 20% by 2022. This commitment was made with the understanding that water is a limited resource and requires significant energy (and in most cases, emissions) to manage. **To date, Fifth Third has reduced its total water consumption 31% compared to 2014.**

As a financial institution that operates office space, water usage (withdraw) typically involves the use of municipal water for sinks/bathrooms, office cleaning, landscape irrigation and some minimal mechanical uses. In a small number of cases, Fifth Third uses local on-site water wells as a water source. Water is discharged to municipal sewer systems or to the ground in the case of retail landscaping activity. Given its water usage and discharge activities, Fifth Third has not seen a need to establish independent standards for effluents. Reporting information on water usage is based on utility bills. The Bank has yet to assess upstream and downstream water impacts but will consider doing so in the future.

Much of Fifth Third's water consumption is driven by on-site irrigation that helps maintain landscapes at our retail locations. While we maintain a high standard for exterior spaces, we also aim to have responsible use of water resources. With this goal, a **smart irrigation program was launched in 2018 to help manage and control exterior water use**, giving the Bank remote visibility into irrigation schedules and controller functionality. The system also monitors real-time weather. When a rain event is set to overlap with an existing irrigation event, the system makes a real time correction, reducing the water used. These smart controls not only limit our overall water use but protect our sites and infrastructure from the hazards of over-watering.

Fifth Third has also adopted water efficiency standards for new equipment to ensure we are responsibly managing water use.

CDP™
DISCLOSURE INSIGHT ACTION

For over 10 years, Fifth Third has reported our environmental impacts through the climate change disclosure system run by CDP (formerly the Carbon Disclosure Project). **In both 2019 and 2020, Fifth Third received an "A-"** which is in the leadership band demonstrating we are implementing current best practices.

FEATURE

GREEN PROCUREMENT

In addition to pursuing our bold goals, Fifth Third looks for opportunities to drive sustainability into all aspects of our business.

GREEN CLEANING

In 2018, we implemented a new environmentally friendly cleaning standard in our building operations to help reduce the exposure of building occupants and maintenance personnel to chemical, biological and particulate contaminants that may adversely affect air quality, human health and the environment. The standard seeks both to protect local communities and to protect customers, employees and teams performing the cleaning.

Fifth Third follows the U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED) green cleaning recommendations to ensure that the majority of cleaning products meet national standards, including EPA Safer Choice, Eco Logo and Green Seal. These efforts also impact cleaning equipment, which is being changed to meet best practices on noise reduction, energy and water efficiency, and emissions. These standards contribute to corporate energy and water reduction goals.

ENVIRONMENTALLY SUSTAINABLE PRODUCTS AND MATERIALS

Continually increasing our use of environmentally sustainable products helps ensure we have a smaller environmental impact from the development and manufacturing of these products. It also improves occupant health and operational efficiencies associated with our buildings. Greener product selections are incorporated into design standards for fabrics, furnishings and flooring. **Building and renovation standards also establish energy and water efficiency requirements for building products, including wall insulation, windows, lighting, plumbing fixtures and mechanical equipment.** These products must meet enhanced standards such as the U.S. EPA's Energy Star® and WaterSense standards, specific efficiency ratings (SEER ratings) or other minimum criteria.

REDUCING EMBODIED CARBON IN CARPETING

We recently began evaluating the embodied carbon of specific products. Embodied carbon represents all the impacts related to the sourcing of raw materials, product manufacturing and transportation. Our collaboration with Interface, a company that offers a suite of carbon-neutral flooring products, has been a key success of our efforts. **In 2020, we purchased more than 13,000 square yards of Interface carbon neutral flooring.** The majority of these products are made from 100% recycled nylon, which makes use of a discarded material and avoids the need for virgin materials. According to Interface, the combined impact of these purchases includes reducing 121 metric tons of carbon dioxide from entering the atmosphere. We continue to assess opportunities to reduce the embodied carbon of the products we choose so that our operations and buildings are as sustainable as possible.

Environmental Risk Management

Effective risk management is critical to Fifth Third's ongoing success.

GOVERNANCE

Fifth Third's comprehensive processes for managing risks, including climate-related risks, are described in the Enterprise Risk Management section on page 37 of this report. **Oversight for climate-related risks includes both Board-level and senior management oversight.**

View Fifth Third's comprehensive processes for managing risks in the Enterprise Risk Management section of this report.

Board-Level Oversight

The Board of Directors is responsible for overseeing the corporate governance, strategy, and risks of Fifth Third, which include risks and opportunities relating to climate. In fulfilling its responsibilities, the Board has delegated responsibilities to the following Board-level committees:

- **The Risk and Compliance Committee** has been delegated the responsibilities to monitor and oversee risks, including climate risk, from the Board. The RCC's purpose is to oversee development and implementation of Fifth Third's Risk Management Framework, inclusive of risk appetite; review, approve, and oversee the development of effective policies, processes and programs to ensure risks are properly managed and controlled; and annually review risk management policies.
- **The Nominating and Corporate Governance Committee** has been delegated responsibilities to monitor and oversee governance matters from the Board. The NCG Committee is responsible for developing and recommending corporate governance policies and guidelines, recommending policies to enhance Board effectiveness, creating and reviewing corporate governance policies, reviewing and advising on the governance structure, and overseeing ESG-related commitments, issues and strategy (including climate strategy). Climate-related issues are addressed in this committee in the context of stakeholder concerns, including those articulated by institutional investors, employees, customers, and community advocacy groups.

The Board is supported by the chief executive officer who is also the Board chair, and well positioned to help the Board understand how climate change is integrated into the Bank's strategy and risk management, and to help the Board fulfill its oversight responsibilities related to climate change.

Senior Management Oversight

Our enterprise risk management framework includes a hierarchy of risk management committees to review and manage all major risk types that affect the Company. **Risk-related issues are communicated to risk management committees that are dedicated to specific risk types based on materiality and the most significant risks are communicated up to the Enterprise Risk Management Committee** and **RCC.** The **Corporate Responsibility and Reputation Committee** is one of these risk management committees in our governance framework, and reputational and other corporate risks relating to climate matters are reviewed and managed in this committee.

The CRRC is supported by the ESG Committee which provides guidance and feedback with respect to the assessment of environmental risks facing Fifth Third.

RISK IDENTIFICATION AND MANAGEMENT

In 2017, we began to look more closely at how to mature Fifth Third's integration of climate-related risks—including **physical risks** and **transition risks**—into our risk management framework.

Fifth Third's climate risk working group is led by the Enterprise Risk Team and comprised of experts from each of the applicable risk types as well as leadership from lines of business, investor relations, and legal. The group meets regularly to identify climate risks and analyze the potential impact of various climate scenarios on the Bank.

Physical Risks

Physical risks from a changing climate are already present and growing. **These risks can be acute (event-driven) or chronic longer-term shifts in the environment.** Examples of physical risks include, but are not limited to, extreme weather events such as hurricanes, floods, winter storms, heat waves and droughts, as well as chronic sea-level rise or deforestation.

Fifth Third's climate risk working group identifies climate risks and analyzes the potential impact of various climate scenarios.

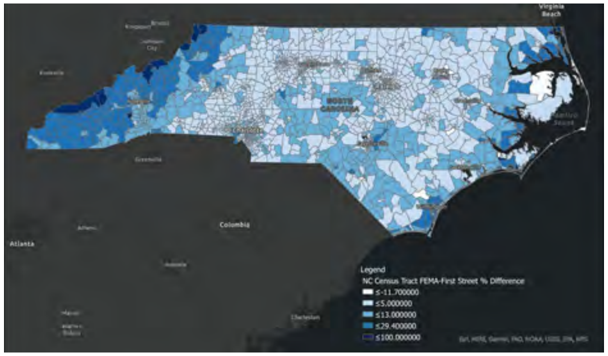
Physical risks may transmit into financial risks in the following ways:

- **Operational risk:** Fifth Third may be directly subject to operational risk by operating facilities, including over 1,100 full-service banking centers, across the midwest and southeast markets. These facilities may be vulnerable to acute weather events, such as hurricanes, floods and tornadoes, which could cause business disruptions.
- **Credit risk:** Fifth Third may be indirectly exposed to credit risk due to the potential impact of acute or chronic weather events which may weigh on our clients' financial health and their ability to meet their financial obligations.

An example of this is flood risk, which may impact our residential mortgage portfolio. Most mortgages originated and serviced by Fifth Third are guaranteed by either Fannie Mae or Ginnie Mae, however, Fifth Third does retain a smaller portfolio of mortgages that may be subject to flood risk. Although mortgages located in a flood zone designated by FEMA are required to have flood insurance, there are known limitations with the models used by FEMA in assessing flood risks, such as a focus on coastal and fluvial (river) risk and not flooding due to pluvial (rainfall) risk.

Therefore, **Fifth Third's Decision Science Group undertook a project to better understand our exposure to flood risk,** concentrating first on North Carolina mortgage exposures. The team partnered with First Street Foundation, a leading, non-profit research and technology company, who models the risks of flooding including pluvial, storm surge and tidal flooding, both now and in the future. Unlike the FEMA models that are not asset specific, the models used in the analysis considers factors such as the building footprint elevation, home value, height of the first finished floor, building materials and more.

FIRST STREET FOUNDATION



Map represents the difference between FEMA and First Street's risk assessment in North Carolina

The project resulted in identifying new properties that may be subject to flood risk that are not located in designated FEMA flood zones. The results were shared with the Mortgage line of business as well as the credit risk teams. Fifth Third is considering expanding the analysis beyond the original project scope in the future.

Transition Risks

Transitioning to a lower-carbon economy may present additional risks, including credit, strategic and reputational risks. Examples of transition risks facing Fifth Third and our clients include but are not limited to **energy transition policies, disruptive technological advancements including clean energy development and storage, shifts in consumer preferences or other disruptions to legacy business models.**

Transition risks arise from human efforts to address environmental risks from climate change and may be transmitted into financial risks such as:

- **Credit risk:** Fifth Third may be indirectly exposed to credit risk due to the potential impact of transition risks on our clients' financial health and their ability to service debt.
- **Strategic risk:** Fifth Third may face strategic risks from the potential industry transition to a low carbon economy as it relates to our lending and business strategies.
- **Reputational risk:** Fifth Third may be subject to reputational risk directly if key stakeholders do not agree with our meaningful public commitments on climate change or if we are not demonstrating substantial progress towards our commitments.

ENVIRONMENTAL CONSIDERATIONS IN COMMERCIAL DECISIONS

ENVIRONMENTAL & SOCIAL POLICY

Recognizing the heightened environmental risks inherent in the energy sector, we implemented an environmental risk assessment component for new lending opportunities in 2013. In addition to environmental risks such as the client's management of water and air emissions, we also evaluate social risks such as worker safety and community engagement. **In 2020, we published a new Environmental and Social Policy that identifies sectors that pose heightened environmental and social risks.** The policy provides guidance on clients in sectors and activities that are prohibited or that are subject to enhanced customer due diligence and may require escalated review and approval from senior leaders.

All commercial loans secured by commercial real estate are subject to environmental due diligence. **In accordance with our commercial loan policy, each collateral property is assessed for actual or potential environmental liabilities from the transaction.** Our Environmental Risk Group is responsible for working with our commercial lending partners to manage or mitigate any identified environmental risks. **The Bank's Environmental Risk Group is staffed with experienced environmental professionals to support commercial lending teams in managing environmental risks** and enabling prudent financing of environmentally impaired properties.

Managing environmental risks not only enables the Bank to avoid losses due to environmental liabilities, but also allows the Bank to finance the remediation and redevelopment of properties where the redevelopment or reuse is complicated by actual or potential presence of contamination (i.e., brownfields).

Living our Core Values

In times like these, it is just as important to note what Fifth Third **DOES NOT DO**:

- **Knowingly engage with businesses directly involved in bribery, child labor, illegal logging, and other prohibited activities** listed in our Environmental and Social Policy.
- **Business with debt collectors, high interest rate lenders, or manufacturers and distributors of military-style firearms** for nonlaw enforcement, non-military use without performing enhanced due diligence to ensure they are not in conflict with our Core Values and Code of Conduct.
- **Business with clients in sectors with elevated environmental and social risks** without enhanced due diligence, including forestry, palm oil, coal mining, nuclear power, and Arctic drilling.

Transition to a Sustainable Future

Fifth Third is committed to helping our customers and communities in the transition to a low-carbon, sustainable future.

Just as Fifth Third seeks to be an environmental leader in our industry, we want to help our customers and communities accelerate their own transition to a more sustainable future.

We seek to provide our customers with products and services that will help them meet their evolving needs, and we hope to inspire and support our communities to drive sustainability on a local, national and ultimately global scale.

The Bank's renewable energy finance practice has a deep understanding of clients' needs to help them reach their business goals.

RENEWABLE ENERGY LENDING AND FINANCING

Fifth Third began financing renewable energy in 2012 when the Bank financed the construction and operations of numerous solar projects in North Carolina. **In 2018, a national renewable energy finance center of excellence was established which drastically expanded our sustainability practice.**

We currently provide services to over 100 borrowers for 587 projects across 28 states. The Bank's renewable energy finance practice leverages resources from our energy vertical, who have a deep understanding of clients' needs to help them reach their business goals. We expect to expand the practice and maintain our leadership position in the renewable energy marketplace.

SPOTLIGHT

Bank Hosts Climate Risks and Opportunities Roundtable

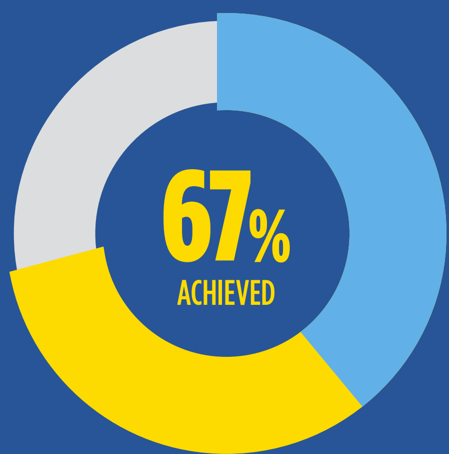
Fifth Third hosted a Climate Risks and Opportunities Roundtable to bring Bank executives and clean energy leaders together in a forum to discuss Fifth Third's climate strategy.

The roundtable featured two renowned renewable energy entrepreneurs, including Fifth Third Board Member Hal Harvey, who is CEO of Energy Innovation.

The discussion between our executives and the clean energy leaders centered around the foremost risks and opportunities related to the Bank's climate strategy, noting that the next 10 years will be transformative in the energy sector. The group agreed that the steps Fifth Third takes today to build our expertise in this area, coupled with our legacy of innovation, will position us to be the partner of choice for alternative energy providers seeking funding and solutions.

In 2020, we set our first sustainable finance goal of $8 billion to be achieved by 2025.

PROGRESS* (AS OF 12/31/2020)



- **$3B** in **Lending Commitments and Asset Finance:** Providing direct financing to companies and projects. This capital is provided by Fifth Third and is reported on our balance sheet.
- **$2.4B** in **Facilitation of Capital Raising:** Helping customers raise debt and equity financing from other investors.

*The methodology used to prepare these figures is available in the Additional Disclosures section of ir.53.com/esg.

$8 BILLION SUSTAINABLE FINANCE GOAL

In 2020, we set our first sustainable finance goal of $8 billion to be achieved by 2025. This goal includes lending and financing for renewable energy, which we define as solar, wind, geothermal, biomass, and hydropower. We decided to limit the scope of our public commitment to include only lending and facilitation of capital raising because these services contribute most directly to attracting new investments in renewable power.

Fifth Third has provided $5.4 billion in lending and capital raising services since 2012. These services have helped lead to the completion of more than 3.5 GW of renewable energy projects across 50+ clients. In addition, we have provided $1.5 billion in merger and acquisition advisory services.

OTHER SUSTAINABLE FINANCING INITIATIVES

Fifth Third helps clients in our leasing business reduce their own environmental impact by converting internal combustion (e.g. propane or diesel) forklifts to electric. As of December 31, 2020, Fifth Third leases over 1,500 electric assets to more than 18 clients across 38 states. For every 10,000 hours of use, internal combustion-powered forklifts emit 120,000 more pounds of carbon emissions than electric forklifts**. Electric forklifts with their zero local emissions ensure cleaner, more healthful air, indoors and out. This is not only good for the environment, it's good for employee health.

> "Fifth Third Bank continues to inspire change by seeking opportunities to help business leaders build a cleaner, more sustainable economy."
>
> -**SUSAN MUNROE**, DIRECTOR OF ECONOMIC DEVELOPMENT WITH THE CHAMBERS FOR INNOVATION AND CLEAN ENERGY

CHAMBERS FOR INNOVATION & CLEAN ENERGY

Fifth Third has participated in credit facilities with the concept of "green" or "sustainable" pricing, whereby the borrower is able to achieve reduced pricing by meeting certain sustainability metrics. These metrics can be a certain percentage of "green" assets in a portfolio for a real estate customer or GHG emission reductions for other corporate banking clients. Fifth Third believes incentivizing customers to achieve agreed upon sustainability or other ESG metrics will help support them through the transition to a low-carbon economy.

Fifth Third is also helping clients by underwriting sustainability bonds, where the proceeds are applied to finance either "green" or "social" projects. As of March 31, 2021, Fifth Third has underwritten six sustainability bonds (4 green, 2 sustainable) for over $4 billion for clients in the utilities, real estate and telecom sectors.

**"Electric Forklift Conversion Transforms Building Products Manufacturer" Electric Power Research Institute, article 3002000292, December 2013

FEATURE

Bank's Solar Lending Enables Beneficial Environmental Stewardship

Fifth Third's solar lending business is more than just the financing of renewable energy projects; **it also enables us to support the transition to a sustainable future and to encourage responsible stewardship of the land.** In 2020, the Bank served as administrative agent and left lead arranger for the **Trillium portfolio of solar assets** sponsored by Greenbacker Renewable Energy Company. Fifth Third financed $105 million for 45 projects through the facility.

The Trillium portfolio's solar assets produce reliable clean energy and engage the land beneath the solar panels to support native flora and fauna by introducing pollinator-friendly vegetation. Six of the portfolio's projects—totaling 8 MWdc of generating capacity across Arkansas, Vermont, and Washington, DC—are contracted to transition from turf grass under their solar arrays to a variety of perennial plantings.

Greenbacker has partnered with solar developer Encore Renewable Energy and pollinator-habitat installation organization Bee the Change on four of the six projects. Once completed, the roughly 35 acres of native grasses and flowering plants will provide habitats that support diverse and healthy pollinator populations, and increase the overall health and biodiversity of the area.

The vegetation will also have environmental benefits both below the surface of the ground and beyond the fence line of the facilities. The plantings reduce stormwater runoff, decrease frost heave potential, improve water quality and soil health, and sequester carbon through the biomass of deep-rooted perennial vegetation.

Two of the Trillium sites set to provide this valuable habitat have already completed construction and begun the critical phase of site preparation. Once established, the newly introduced greenery can offer additional operational advantages for the solar project's owner, as well. **These plants lower site maintenance costs—more than offsetting upfront planting expenses—as they require far less upkeep than turf grass.** Preliminary

data suggests new flora also generates a cooler microclimate beneath the solar equipment, which can help improve solar panel efficiency.

Greenbacker is excited for the many potential biological, geological, and operational benefits that pollinator-friendly vegetation will add to the Trillium projects. Through its collaborative relationships, the company will also ensure that pollinator habitat is successfully established and maintained on its sites, in service of **its mission to provide thoughtful, communal, and symbiotic stewardship of the land**.

> "When we can be thoughtful about our landscape design in order to improve our local ecology and community, while also driving down our overall costs, we consider this a win-win."
>
> –**MATT MURPHY**, GREENBACKER CHIEF OPERATIONS OFFICER

WEALTH & ASSET MANAGEMENT

Fifth Third's Investment Management Group recognizes **there is an increasing interest in and focus on investing in companies that promote and achieve sustainability, encourage and measure corporate responsibility, and lead through their positive impact on employees, clients and communities**. This is often referred to as ESG investing. We take these factors into consideration and, as a fiduciary, incorporate them into client portfolios as appropriate.

ESG investing seeks to identify risks inherent in all businesses and invest in those companies who are best suited to handle those risks. We believe in providing our clients with options to invest in strategies across asset classes, countries, sectors and market cap. **We provide both active and passive ESG and socially responsible investment strategies** and continue to research and provide new options as the market evolves.

As of December 31, 2020, Fifth Third had $1.5 billion in assets under management in various ESG and other socially responsible investments.

Our sustainability accomplishments were made possible through innovation and collaboration—it's now our responsibility to share.

Fifth Third held a compost bin event on its Madisonville Operations Center campus in Cincinnati.

SUPPORTING SUSTAINABILITY IN OUR COMMUNITIES

In our headquarters city of Cincinnati, **Fifth Third supports the Green Umbrella regional sustainability alliance through membership, conference sponsorship, volunteerism and board service.** In 2020, Fifth Third sponsored the Midwest Regional Sustainability Summit featuring Majora Carter, an award-winning urban revitalization strategist and consultant. Fifth Third also is a founding member of the Greater Cincinnati Green Business Council and the Cincinnati 2030 District.

We also support our employees and community in their own sustainability journeys. **In 2020, we hosted employee-focused electronic waste take-back events at our Madisonville and Grand Rapids campuses** which collected more than 17,269 pounds of obsolete electronics. These events kept these materials out of the landfill and ensured they were recycled. In June 2020, we hosted a city-wide compost bin sale to help citizens purchase the supplies needed to compost at home.

Fifth Third was proud to be the primary sponsor of Chicago's "Bike the Drive" in both 2019 and 2020. This event encourages the community to use active transportation modes and serves as a fundraiser for the Active Transportation Alliance which works to advance these transportation modes year-round.

Our sustainability accomplishments were made possible through innovation and collaboration across many teams at Fifth Third—it's now our responsibility to share our experience.

Environmental Data

The table below includes environmental data from 2017-2020. Environmental data prior to 2017 is available at **ir.53.com/esg**.

	Unit	2020	2019	2018	2017
Normalizing Metrics*					
Employee headcount	Full-time Equivalent (FTE)	19,872	19,869	17,437	18,125
Square footage	Square Feet (SF)	9,488,471	10,167,362	9,399,846	10,092,544
Greenhouse Gas Emissions[a]					
Scope 1 emissions	MT CO2e	12,995	13,233	14,046	12,116
Scope 2 emissions (Location-based)	MT CO2e	72,695	79,417	91,519	94,617
Scope 2 reduction (Location-based) compared to 2014 baseline	**%**	**45.8**	**40.8**	**31.8**	**29.5**
Scope 2 emissions (Market-based)	MT CO2e	0	2,108	61,380	58,315
Scope 2 reduction (Market-based) compared to 2014 baseline	**%**	**100.0**	**97.7**	**31.8**	**35.2**
Scope 3 emissions from employee business travel	MT CO2e	3,952	12,271	12,904	10,249
Total Scope 1, Scope 2 (Market-based), and Scope 3 emissions	**MT CO2e**	**16,947**	**27,612**	**88,330**	**80,680**
Carbon offsets	MT CO2e	16,947	0	0	0
Total carbon emissions	**MT CO2e**	**0**	**27,612**	**88,330**	**80,680**
Sustainability Goals[b,c,d,e] (Key Performance Indicators)					
Energy consumption per square foot	kBTU/SF	74.8	82.0	84.4	79.4
Water consumption per square foot	Gallons/SF	21.2	23.9	26.2	27.9
Landfill waste per FTE	Pound/FTE	464.0	493.4	540.9	N/A
Scope 1 & Scope 2 GHGs (Location-based)	MT CO2e	62,633	73,087	75,397	74,473
Percent of power from renewable sources[d]	%	100.0	97.4	32.2	37.7

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*As of December 31, 2020

	Unit	2020	2019	2018	2017
Renewable Power[f]					
Renewable Energy Certificates (RECs) retired	MWh	153,164	149,408	54,000	65,000
Energy Consumption[b]					
Electricity	MWh	153,163	153,334	167,541	172,619
Natural gas	MWh	60,613	59,619	66,900	59,129
Chilled water	MWh	0	98	175	306
Diesel	MWh	292	233	1,648	215
Gasoline	MWh	31	32	25	N/A
Jet fuel	MWh	2,241	5,303	5,130	4,864
Total energy use	**MWh**	**216,340**	**218,618**	**241,419**	**237,133**
Water Consumption[b,c]					
Water usage	Kilo Gallons	136,524	161,108	195,058	211,268
Waste[b,c,d]					
Recycled/composted material	Tons	1,823	1,894	1,723	N/A
Secure shred paper recycling	Tons	3,935	3,631	3,942	4,034
Municipal solid waste	Tons	4,257	4,526	4,716	N/A
Diversion rate	**%**	**57.5**	**55.0**	**54.6**	**N/A**
Other Metrics					
CDP Climate Change Survey Score		A-	A-	C	C
LEED certified square feet	Square Feet (SF)	150,943	150,943	146,766	137,997
ENERGY STAR® certified square feet	Square Feet (SF)	217,252	0	0	0

N/A = Not available.

Totals shown above may not foot due to rounding.

[a]Scope 1, 2, and 3 emissions have been independently verified. Verification statements are available in the Additional Disclosures section of ir.53.com/esg. For calendar year 2020, carbon offsets were obtained from Recast Energy biomass project (Louisville, KY). All carbon offsets have been NSF certified.

[b]Information has been independently verified. Verification statements are available in the Additional Disclosures section of ir.53.com/esg.

[c]Consumption information from locations acquired as part of merger with MB Financial are not included in energy, water, and waste KPIs and related calculations (except where noted), but will be included in future reporting.

[d]The 2018 municipal solid waste total has been revised from the previously reported total. The revised total has been independently verified.

[e]Energy and water consumption KPI calculations are calculated per square foot for owned or ground-leased buildings where we receive a utility bill. GHG emissions KPI is location-based using national average emissions factors for all locations where we receive a utility bill. Landfill waste is calculated per FTE and includes all locations where we receive waste bill and data. Verification statements are available in the Additional Disclosures section of ir.53.com/esg.

[f]For calendar year 2020, RECs were obtained from MS Solar 3 (MS) and Beacon Solar (CA). All RECs have been Green-E certified.

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GLOBAL REPORTING INITIATIVE (GRI) INDEX

The Index includes GRI indicators that are relevant for our business. Unless otherwise noted, all data and descriptions apply to our entire Company and are as of the year ended December 31, 2020. This report is intended to meet "Core" requirements of GRI Standards. In some instances, we have also included non-core GRI General Disclosures in this Content Index where we met all or a portion of the requirements of the disclosure within the report or other externally published documents.

Topic-specific disclosures determined to be "non-material" and for which we do not provide significant content in this report have been omitted from this table.

Certain information may not be disclosed within the index below if it is not considered material; privileged or confidential; could cause a competitive disadvantage to our business if publicly disseminated; or is not currently collected in a manner wholly correlative with the related GRI indicator.

Reporting status: ● Fully reporting ◐ Partially reporting ○ Not reported

Indicator	Reporting Status	Response	Source(s)
GRI 102: General Disclosures (2016)			
ORGANIZATIONAL PROFILE			
102-1 Name of the organization	●	Fifth Third Bancorp	
102-2 Activities, brands, products, and services	●	Refer to pgs. 12-15 of the 2020 Annual Report. Refer to the "Economic" (pgs. 15-28) section of the 2020 ESG Report.	2020 Annual Report 2020 ESG Report
102-3 Location of headquarters	●	38 Fountain Square Plaza, Cincinnati, Ohio 45263	
102-4 Location of operations	●	Refer to the "Markets Served" (pg. 20) sub-section of the 2020 ESG Report.	2020 ESG Report
102-5 Ownership and legal form	●	Refer to pg. 17 of 2020 the Annual Report.	2020 Annual Report
102-6 Markets served	●	Refer to the "Markets Served" (pg. 20) sub-section of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
102-7 Scale of the organization	●	Refer to pgs. 12-16 of the 2020 Annual Report. Refer to the "Economic" (pgs. **15**-28) section of the 2020 ESG Report.	**2020 Annual Report** 2020 ESG Report
102-8 Information on employees and other workers	◐	Refer to the "Employees" (pgs. **70**-83) sub-section of the 2020 ESG Report.	2020 ESG Report
102-9 Supply chain	◐	Refer to the "Third-Party Management" (pg. **46**-47) and "Strengthening Supplier Diversity" (pg. **67**) sub-sections of the 2020 ESG Report and the "Suppliers & Vendors" page on 53.com.	2020 ESG Report **53.com**
102-10 Significant changes to the organization and its supply chain	●	Refer to the "Overview of Management's Discussion and Analysis of Financial Condition and Results of Operations" (pgs. 52-56) of the 2020 Annual Report.	**2020 Annual Report**
102-11 Precautionary Principle or approach	◐	Refer to the Environmental and Social (E&S) Policy.	**E&S Policy**
102-12 External initiatives	◐	Refer to the "About this Report" (pg. **7**) and "Our Approach to ESG" (pgs. **8**-10) sub- sections of the 2020 ESG Report.	2020 ESG Report
102-13 Membership of associations	◐	Refer to the "About this Report" (pg. **7**) and "Our Approach to ESG" (pgs. **8**-10) sub- sections of the 2020 ESG Report.	2020 ESG Report
STRATEGY & ANALYSIS			
102-14 Statement from senior decision-maker	●	Refer to the "A Message from the Chairman & CEO" (pgs. **3**-4) and "Messages from the Board of Directors" (pgs. **5**-6) sub-sections of the 2020 ESG Report.	2020 ESG Report
102-15 Key impacts, risks, and opportunities	●	Refer to the "Letter to Shareholders from CEO Greg Carmichael" (pgs. 1-11) and "Risk Factors" (pgs. 30-43) sub-sections of the 2020 Annual Report. Refer to the "Messages from the Board of Directors" (pgs. **5**-6) and "Environmental Risk Management" (pgs. **118**-120) sub-sections of the 2020 ESG Report.	**2020 Annual Report** 2020 ESG Report
ETHICS & INTEGRITY			
102-16 Values, principles, standards, and norms of behavior	●	Refer to the "Our Approach to ESG" (pgs. **8**-10) and "Business Ethics" (pgs. **33**-35) sub-sections of the 2020 ESG Report and the Employee Code of Business Conduct & Ethics.	2020 ESG Report **Employee Code of Business Conduct & Ethics**
102-17 Mechanisms for advice and concerns about ethics	●	Refer to the "Business Ethics" (pgs. **33**-35) sub-section of the 2020 ESG Report and "Reporting Concerns" (pg. 7) sub-section of the Employee Code of Business Conduct & Ethics.	2020 ESG Report **Employee Code of Business Conduct & Ethics**

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Indicator	Reporting Status	Response	Source(s)
GOVERNANCE			
102-18 Governance Structure	●	Refer to the "Corporate Governance" (pgs. 30-32) sub-section of the 2020 ESG Report, 53.com (Corporate Governance page), and Investor Relations website (ESG page).	2020 ESG Report 53.com Investor Relations website
102-19 Delegating authority	●	Refer to the "Corporate Governance" (pgs. 30-32) sub-section of the 2020 ESG Report and Nominating and Corporate Governance (NCG) Committee charter.	2020 ESG Report NCG Committee charter
102-20 Executive-level responsibility for economic, environmental, and social topics	●	The Board of Directors is responsible for overseeing the corporate governance, strategy, and risks of Fifth Third, which include risks and opportunities relating to climate change. The Chief Financial Officer (CFO) has been appointed as the executive-level position with responsibility for economic, environmental, and social topics. The CFO is a member on the ESG Committee and provides reports periodically to the Nominating and Corporate Governance Committee and the Board of Directors.	
102-21 Consulting stakeholders on economic, environmental, and social topics	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Climate Strategy" (pg. 110) sub-sections of the 2020 ESG Report and "Shareholder Engagement" (pg. 42) of the 2021 Proxy Statement.	2020 ESG Report 2021 Proxy Statement
102-22 Composition of the highest governance body and its committees	●	Refer to the "Committees Composition" (pg. 27) sub-section of the 2021 Proxy Statement.	2021 Proxy Statement
102-23 Chair of the highest governance body	●	Refer to the "Committees Composition" (pg. 27) sub-section of the 2021 Proxy Statement.	2021 Proxy Statement
102-24 Nominating and selecting the highest governance body	●	Refer to the "Election of Directors" (pgs. 14-26) sub-section of the 2021 Proxy Statement.	2021 Proxy Statement
102-25 Conflicts of interest	●	Refer to the "Avoiding Conflicts of Interest" (pgs. 30-43) section of the Employee Code of Business Conduct & Ethics.	Employee Code of Business Conduct & Ethics
102-26 Role of highest governance body in setting purpose, values, and strategy	●	Refer to the Corporate Governance Guidelines and the "Joint Letter to Shareholders" in the 2021 Proxy Statement.	Corporate Governance Guidelines 2021 Proxy Statement

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Indicator	Reporting Status	Response	Source(s)
102-27 Collective knowledge of highest governance body	●	Refer to the "Director Skills Matrix" (pg. 25) of the 2021 Proxy Statement.	**2021 Proxy Statement**
102-28 Evaluating the highest governance body's performance	●	Refer to the "Corporate Governance" (pgs. **30**-32) sub-section of the 2020 ESG Report.	2020 ESG Report
102-29 Identifying and managing economic, environmental, and social impacts	◐	Refer to the "Our Approach to ESG" (pgs. **8**-10), "Stakeholder Engagement and Materiality Assessment" (pg. **11**) and "Corporate Governance" (pgs. **30**-32) sub-sections of the 2020 ESG Report and NCG Committee charter.	2020 ESG Report **NCG Committee charter**
102-30 Effectiveness of risk management processes	●	Refer to the "Enterprise Risk Management" (pgs. **37**-40) sub-section of the 2020 ESG Report and Risk and Compliance Committee (RCC) charter.	2020 ESG Report **RCC charter**
102-31 Review of economic, environmental, and social topics	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. **11**) sub-section of the 2020 ESG Report, NCG Committee charter, and RCC charter.	2020 ESG Report **NCG Committee charter** **RCC charter**
102-32 Highest governance body's role in sustainability reporting	●	Refer to the "Corporate Governance" (pgs. **30**-32) sub-section of the 2020 ESG Report.	2020 ESG Report
102-33 Communicating critical concerns	●	Refer to the NCG Committee, RCC, and Audit Committee charters.	**NCG Committee charter** **RCC charter** **Audit Committee charter**
102-34 Nature and total number of critical concerns	○	Not Disclosed.	
102-35 Remuneration policies	●	Refer to the "Corporate Governance" (pgs. **30**-32) sub-section of the 2020 ESG Report and the "Board of Directors Compensation" (pgs. 43-45) and "Compensation Discussion and Analysis" (pgs. 46-65) sub-sections of the 2021 Proxy Statement.	2020 ESG Report **2021 Proxy Statement**
102-36 Process for determining remuneration	●	Refer to the "Compensation Philosophy" (pg. **32**) and "Compensation" (pgs. **78**-80) sub-sections of the 2020 ESG Report and the "Board of Directors Compensation" (pgs. 43-45) and "Compensation Discussion and Analysis" (pgs. 46-65) sub-sections of the 2021 Proxy Statement.	2020 ESG Report **2021 Proxy Statement**
102-37 Stakeholders' involvement in remuneration	●	At Fifth Third's 2021 Annual Meeting, shareholders approved a non-binding advisory "Say-on-Pay" proposal with 87% of the votes cast voting in favor. Refer to the "Board of Directors Compensation" (pgs. 43-45) and "Compensation Discussion and Analysis" (pgs. 46-65) sub-sections of the 2021 Proxy Statement.	**2021 Proxy Statement**

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Indicator	Reporting Status	Response	Source(s)
102-38 Annual total compensation ratio	●	As of December 31, 2020, the ratio of the annual total compensation for our CEO to the median of the annual total compensation of our employees was 141:1. Refer to the "CEO Pay Ratio" (pgs. 67-68) section of the 2021 Proxy Statement.	**2021 Proxy Statement**
102-39 Percentage increase in annual total compensation ratio	●	The annual total compensation ratio increased from 132:1 as of December 31, 2019 to 141:1 as of December 31, 2020. Refer to the "CEO Pay Ratio" section of the 2020 Proxy Statement (pgs. 63-64) and the 2021 Proxy Statement (pg. 67).	**2020 Proxy Statement** **2021 Proxy Statement**
STAKEHOLDER ENGAGEMENT			
102-40 List of stakeholder groups	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-section of the 2020 ESG Report.	2020 ESG Report
102-41 Collective bargaining agreements	○	Not Disclosed.	
102-42 Identifying and selecting stakeholders	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-section of the 2020 ESG Report.	2020 ESG Report
102-43 Approach to stakeholder engagement	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-section of the 2020 ESG Report.	2020 ESG Report
102-44 Key topics and concerns raised	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-section of the 2020 ESG Report. The environmental, social, and governance topics included in the materiality assessment are discussed throughout the 2020 ESG Report.	2020 ESG Report
REPORTING PRACTICE			
102-45 Entities included in the consolidated financial statements	●	Refer to the "Corporate & Economic Profile" (pgs. 16-17) sub-section of the 2020 ESG Report and the "Business Segment Review" (pgs. 73-82) and Note 32 "Business Segments" (pgs. 230-233) of the 2020 Annual Report.	2020 ESG Report **2020 Annual Report**
102-46 Defining report content and topic Boundaries	●	Refer to the "About this Report" (pg. 7), "Our Approach to ESG" (pgs. 8-10) and "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-sections in the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
102-47 List of material topics	●	The following GRI topics were considered material for our reporting: • 102: General Disclosures (2016) • 201: Economic Performance (2016) • 202: Market Presence (2019) • 203: Indirect Economic Impacts (2016) • 204: Procurement Practices (2016) • 205: Anti-Corruption (2016) • 206: Anti-Competitive Behavior (2016) • 302: Energy (2016) • 303: Water & Effluent (2018) • 305: Emissions (2016) • 306: Waste (2020) • 307: Environmental Compliance (2016) • 401: Employment (2016) • 404: Training & Education (2016) • 405: Diversity & Equal Opportunity (2016) • 410: Security Practices (2018) • 412: Human Rights Assessment (2016) • 413: Local Communities (2016) • 415: Public Policy (2016) • 417: Marketing & Labeling (2016) • 418: Customer Privacy (2016) • 419: Socioeconomic Compliance (2016)	
102-48 Restatements of information	●	There were no material financial restatements since the prior report.	
102-49 Changes in reporting	●	2019 was the first year Fifth Third prepared a report in accordance with the GRI. In 2020, the following were added as material topics: • 202 - Market Presence (2019) • 410 - Securities Practices (2016)	
102-50 Reporting period	●	This report covers the period of January 1, 2020 through December 31, 2020, unless otherwise noted, and the narrative may include progress updates through March 31, 2021 where applicable.	

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Indicator	Reporting Status	Response	Source(s)
102-51 Date of most recent report	●	The most recent previous report was 2019.	
102-52 Reporting cycle	●	The ESG Report is expected to be reported on an annual basis.	
102-53 Contact point for questions regarding the report	●	Email Investor Relations at **IR@53.com**.	
102-54 Claims of reporting in accordance with the GRI Standards	●	This report has been prepared in accordance with the GRI Standards: Core option.	
102-55 GRI content index	●	GRI content index was included in the 2020 ESG Report (Section VI – pgs. **128**-148).	2020 ESG Report
102-56 External assurance	●	Certain contents in the following topics have were independently verified: • 302: Energy (2016) • 303: Water & Effluent (2018) • 305: Emissions (2016) • 306: Waste (2020) Verification statements are available in the Additional Disclosures section of **ir.53.com/esg**.	
GRI 201: Economic Performance (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. **11**) sub-section and the "Economic" (pgs. 15-28) section of the 2020 ESG Report.	2020 ESG Report
201-1 Direct economic value generated and distributed	●	Refer to pgs. 1-16 and 55-92 in 2020 Annual Report and the "Communities" section (pgs. **84**-108) of the 2020 ESG Report.	**2020 Annual Report** 2020 ESG Report
201-2 Financial implications and other risks and opportunities due to climate change	●	Refer to the "Environmental Risk Management" (pgs. **118**-120) and "Transition to a Sustainable Future" (pgs. **121**-124) sub-sections of the 2020 ESG Report. Fifth Third Bancorp received a Leadership Band score of A- from the CDP in the 2020 Climate Change scoring cycle. The Bank's CDP questionnaire responses are available on our Investor Relations website.	2020 ESG Report **CDP - Climate Change Questionnaire Responses**

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Indicator	Reporting Status	Response	Source(s)
201-3 Defined benefit plan obligations and other retirement plans	●	Fifth Third Bancorp recognizes the overfunded and underfunded status of its Retirement and Benefit Plans as an asset and liability, respectively, in Note 23 “Retirement and Benefit Plans” to Consolidated Financial Statements (pgs. 205-207) of the 2020 Annual Report. The Defined Benefit Pension Plan was frozen (participation and benefit accruals) in 1998. There is a trust fund that holds the assets that fund this plan. The plan’s liabilities (Projected Benefit Obligation under FASB Accounting Standards) as of December 31, 2020 were $184,929,815 versus the fair value of assets as of December 31, 2020 in the pension trust of $173,401,325. Assumptions used to value the plan’s liabilities: The Projected Benefit Obligation is based on a 2.26% discount rate. The mortality assumption used is as follows: For non-annuitants, PRI-2012 “Employees” table with generational projection using scale MP-2020. For annuitants, PRI-2012 “Non-Disabled” table with generational projection using scale MP-2020. Fifth Third Bank’s main ongoing retirement program is a 401(k) plan that will provide a match of up to 7% of eligible compensation. 83 percent of employees participate in this plan. Employees may contribute up to the maximum allowable by law and the Bank matches the employees’ contributions based on the following schedule: Employee contribution / Employer contribution • 1% of eligible pay / 1 .5% of eligible pay • 2% of eligible pay / 3% of eligible pay • 3% of eligible pay / 4% of eligible pay • 4% of eligible pay / 5% of eligible pay • 5% of eligible pay / 6% or eligible pay • 6% or more of eligible pay / 7% of eligible pay	2020 Annual Report
201-4 Financial assistance received from government	●	Applicable income tax expense for all periods includes the benefit from tax-exempt income, tax-advantaged investments, certain gains on sales of leveraged leases that are exempt from federal taxation and tax credits (and other related tax benefits). Refer to Note 22 “Income Taxes” to Consolidated Financial Statements (pgs. 203-204) of the 2020 Annual Report.	2020 Annual Report

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Indicator	Reporting Status	Response	Source(s)
GRI 202: Indirect Economic Impacts (2019)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Compensation" (pgs. 78-81) sub- sections of the 2020 ESG Report.	2020 ESG Report
202-1 Ratios of standard entry level wage by gender compared to local minimum wage	◐	In 2019, we increased our minimum hourly wage from $15 to $18. This benefited approximately 4,900 employees—nearly 25% of our workforce—primarily in retail branches and operations functions such as customer contact centers. In our Ohio, Michigan and Illinois regions, our minimum wage is up to 200% higher than the state minimum wage*. It represents an additional investment by the Bank of approximately $15 million per year to help our employees succeed at work and at home. *State minimum wages: OH - $8.80, MI - $9.87, IL - $11	
202-2 Proportion of senior management hired from the local community	○	Not disclosed.	
GRI 203: Indirect Economic Impacts (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11), " Economic" (pgs. 15-28), "Strengthening Supplier Diversity" (pg. 67), "Communities" (pgs. 84-108), "Environment" (pgs. 109-126) sections and sub-sections of the 2020 ESG Report Refer to the Supplier Code of Conduct.	2020 ESG Report Supplier Code of Conduct
203-1 Infrastructure investments and services supported	●	Refer to the "Communities" (pgs. 84-108) section of the 2020 ESG Report.	2020 ESG Report
203-2 Significant indirect economic impacts	●	Refer to the "Empowering Customers" (pgs. 25-27) and "Communities" (pgs. 84-108) sub-sections of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
GRI 204: Procurement Practices (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and the"Green Procurement" (pg. 117) sub-section of the 2020 ESG Report. Refer to the "Environmental Management and Sustainability" (pg. 7) section of the Supplier Code of Conduct.	2020 ESG Report Supplier Code of Conduct
204-1 Proportion of spending on local suppliers	◐	Refer to the "Strengthening Supplier Diversity" (pgs. 67) sub-section of the 2020 ESG Report.	2020 ESG Report
GRI 205: Anti-Corruption (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11), "Business Ethics" (pgs. 33-35) and "Third-Party Management" (pgs. 46-47) sub- sections of the 2020 ESG Report. Refer to the "Complying with Laws, Regulations and Policies" (pgs. 22-29) section of the Employee Code of Business Conduct & Ethics. Refer to the "Business Ethics" (pg. 3) section of the Supplier Code of conduct.	2020 ESG Report Employee Code of Business Conduct & Ethics Supplier Code of Conduct
205-1 Operations assessed for risks related to corruption	◐	Refer to the "Anti-Competitive Activities" (pg. 34) sub-section of 2020 ESG Report and the "Complying with Laws, Regulations and Policies" (pgs. 22-29) section of the Employee Code of Business Conduct & Ethics.	2020 ESG Report Employee Code of Business Conduct & Ethics
205-2 Communication and training about anti-corruption policies and procedures	◐	Refer to the "Business Ethics" (pgs. 33-35) sub-section of 2020 ESG Report.	2020 ESG Report
205-3 Confirmed incidents of corruption and actions taken	●	Refer to Note 20 "Legal and Regulatory Proceedings" to Consolidated Financial Statements (pgs. 198-200) in the 2020 Annual Report.	2020 Annual Report
GRI 206: Anti-Competitive Behavior (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Business Ethics" (pgs. 33-35) sub-sections of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	●	Refer to Note 20 "Legal and Regulatory Proceedings" to Consolidated Financial Statements (pgs. 198-200) of the 2020 Annual Report.	2020 Annual Report
GRI 302: Energy (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Environment" (pgs. 109-126) sections of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C4 .2) (C4 .2a) (C4 .2b) (C4 .3b) (C7 .9a) (C8).	2020 ESG Report CDP - Climate Change Questionnaire Responses
302-1 Energy consumption within the organization	●	Total energy use within the organization in 2020 was 216,340 MWh. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C4 .2) (C4 .2a) (C4 .2b) (C4 .3b) (C7 .9a) (C8).	2020 ESG Report CDP - Climate Change Questionnaire Responses
302-2 Energy consumption outside of the organization	○	Not Disclosed.	
302-3 Energy intensity	●	Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C6 .10).	2020 ESG Report CDP - Climate Change Questionnaire Responses
302-4 Reduction of energy consumption	●	Fifth Third has reduced energy consumption by 23% since 2014 based on per square foot owned or ground-leased buildings where we receive a utility bill. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C4 .2) (C4 .2b) (C4 .3b) (C7 .9a).	2020 ESG Report CDP - Climate Change Questionnaire Responses
302-5 Reductions in energy requirements of products and services	○	Not Disclosed.	

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Indicator	Reporting Status	Response	Source(s)
GRI 303: Water & Effluents (2018)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Environment" (pgs. 109-126) sections of 2020 ESG Report.	2020 ESG Report
303-1 Interactions with water as a shared resource	◐	Fifth Third tracks water purchased from local water utilities as tracked by utility water meters. Fifth Third committed to reducing its water consumption 20% by 2022. This commitment was made with the understanding that water is a limited resource and requires significant energy (and in most cases, emissions) to manage. To date, Fifth Third has reduced its total water consumption 31% compared to 2014. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report
303-2 Management of water discharge-related impacts	◐	Fifth Third tracks water purchased from local water utilities as tracked by utility water meters. Fifth Third committed to reducing its water consumption 20% by 2022. This commitment was made with the understanding that water is a limited resource and requires significant energy (and in most cases, emissions) to manage. To date, Fifth Third has reduced its total water consumption 31% compared to 2014. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report
303-3 Water withdrawal	◐	As a financial institution that operates office space, water usage (withdraw) typically involves the use of municipal water for sinks/bathrooms, office cleaning, landscape irrigation and some minimal mechanical uses. In a small number of cases, Fifth Third uses local on-site water wells as a water source. Water is discharged to municipal sewer systems or to the ground in the case of retail landscaping activity. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
303-5 Water consumption	◐	Fifth Third tracks water purchased from local water utilities as tracked by utility water meters. Fifth Third committed to reducing its water consumption 20% by 2022. This commitment was made with the understanding that water is a limited resource and requires significant energy (and in most cases, emissions) to manage. To date, Fifth Third has reduced its total water consumption 31% compared to 2014. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report
GRI 305: Emissions (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Environment" (pgs. 109-126) sections of 2020 ESG Report. Refer to our most recent CDP submission which is available on the Investor Relations website.	2020 ESG Report **CDP - Climate Change Questionnaire Responses**
305-1 Direct (Scope 1) GHG emissions	●	Scope 1 greenhouse gas emissions in 2020 were 12,995 MTCO2e. Fifth Third retired carbon offsets for 100% of Scope 1 emissions to achieve carbon neutrality in 2020. Carbon offsets were obtained from Recast Energy biomass project (Louisville, KY). All carbon offsets have been NSF certified. Scope 1 emissions have been independently verified. Verification statements are available in the Additional Disclosures section of **ir.53.com/esg**. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C5 .1) (C6 .1).	2020 ESG Report **CDP - Climate Change Questionnaire Responses**

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Indicator	Reporting Status	Response	Source(s)
305-2 Energy indirect (Scope 2) GHG emissions	●	Scope 2 greenhouse gas emissions in 2020 were 72,695 MTCO2e (location-based). Fifth Third retired renewable energy certificates (RECs) for 100% Scope 2 emissions to achieve carbon neutrality in 2020. RECs were obtained from MS Solar 3 (MS) and Beacon Solar (CA). All RECs have been Green-E certified. Scope 2 emissions have been independently verified. Verification statements are available in the Additional Disclosures section of **ir.53.com/esg**. Refer to the "Operational Sustainability" (pgs. **111**-117) sub-section and "Environmental Data" table (pg. **125**-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C5 .1) (C6 .3).	2020 ESG Report **CDP - Climate Change Questionnaire Responses**
305-3 Other indirect (Scope 3) GHG emissions	◐	Scope 3 Business travel greenhouse gas emissions in 2020 were 3,952 MTCO2e (business travel only). Fifth Third retired carbon offsets for 100% of Scope 3 Business travel emissions to achieve carbon neutrality in 2020. Carbon offsets were obtained from Recast Energy biomass project (Louisville, KY). All carbon offsets have been NSF certified. Scope 3 emissions have been independently verified. Verification statements are available in the Additional Disclosures section of **ir.53.com/esg**. Refer to the "Operational Sustainability" (pgs. **111**-117) sub-section and "Environmental Data" table (pg. **125**-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see section (C6 .5).	2020 ESG Report **CDP - Climate Change Questionnaire Responses**
305-4 GHG emissions intensity	●	Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C6 .10).	**CDP - Climate Change Questionnaire Responses**
305-5 Reduction of GHG emissions	●	In 2017, Fifth Third set five bold sustainability goals, including a reduction of location-based greenhouse gas (GHG) emissions of 25% from a 2014 baseline. In 2019, Fifth Third achieved this goal and by the end of 2020 had reduced location-based emissions by 41%. Using the market-based method of GHG accounting, which allows companies to account for power they have contracted for, Fifth Third reduced emissions by 100%, achieving carbon neutrality in 2020. Refer to the "Operational Sustainability" (pgs. **111**-117) sub-section and "Environmental Data" table (pg. **125**-126) of the 2020 ESG Report. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C4 .3) (C4 .3a) (C4 .3b) (C5 .1) (C7 .9a).	2020 ESG Report **CDP - Climate Change Questionnaire Responses**

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Indicator	Reporting Status	Response	Source(s)
GRI 306: Waste (2020)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Environment" (pgs. 109-126) sections of 2020 ESG Report.	2020 ESG Report
306-1 Waste generation and significant waste-related impacts	◐	Waste (tons) in 2020: • Recycled/composted material: 1,823 • Secure shred paper recycling: 3,935 • Municipal solid waste: 4,257 Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report
306-2 Management of significant waste-related impacts	◐	Our focus on secure destruction and recycling of paper remains a priority and included the recycling of more than 8 million pounds of paper in 2020. Fifth Third has also continued to support digitization in office and customer-facing applications to reduce the need and use of paper. With respect to construction and demolition activity, Fifth Third has established diversion requirements for partners to ensure material is being managed responsibly. At our Madisonville campus in Cincinnati, we have instituted food waste composting as an additional waste mitigation strategy. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report
306-5 Waste directed to disposal	◐	Fifth Third waste diversion rate in 2020 was 57.5%. Refer to the "Operational Sustainability" (pgs. 111-117) sub-section and "Environmental Data" table (pg. 125-126) of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
GRI 307: Environmental Compliance (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-section of 2020 ESG Report.	2020 ESG Report
307-1 Non-compliance with environmental laws and regulations	●	Any material non-compliance with environmental laws and regulations would be reported in the 2020 Annual Report.	2020 Annual Report
GRI 401: Employment (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11), "Inclusion and Diversity" (pgs. 54-69) and "Employees" (pgs. 70-83) sub-sections of the 2020 ESG Report. Refer to the "Careers" page on 53.com.	2020 ESG Report Careers.53.com
401-1 New employee hires and employee turnover	◐	In 2020: • Total number of new employees: 3,148. • Internal % Hires: 1,994 internal hires, 38.8% of all hires • Average number of open requisitions: 1,093 open requisitions • Total hires for the year: 5,142 employees • Employee turnover: 13.9% Refer to the "Employees" (pgs. 70-83) section of the 2020 ESG Report.	2020 ESG Report
401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	●	U.S. is the definition used for significant operations. The benefits are available to all full-time and part-time (20+hours) except long-term disability and adoption reimbursement benefits are for full-time employees only. Refer to the "Retain" (pgs. 78-80) sub-section of the 2020 ESG Report.	2020 ESG Report
401-3 Parental leave	◐	Refer to the "Retain" (pgs. 78-80) sub-section of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
GRI 404: Training & Education (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Develop" (pgs. 73-77) sub-section of the 2020 ESG Report. Refer to the "Careers" page on 53.com.	2020 ESG Report **Careers.53.com**
404-1 Average hours of training per year per employee	◐	Average training per employee in 2020 was 36.6 hours. Refer to the "Develop" (pgs. 73-77) sub-section of the 2020 ESG Report.	2020 ESG Report
404-2 Programs for upgrading employee skills and transition assistance programs	●	Refer to the "Develop" (pgs. 73-77) sub-section of 2020 ESG Report for listing of programs to upgrade and development employee skills. Employees are eligible for transition assistance when an organizational change results in termination of employment.	2020 ESG Report
404-3 Percentage of employees receiving regular performance and career development reviews	◐	Refer to the "Performance Management" (pg. 76-77) sub-section of the 2020 ESG Report.	2020 ESG Report
GRI 405: Diversity & Equal Opportunity (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11), "Corporate Governance" (pgs. 30-32) and "Inclusion and Diversity" (pgs. 54-69) of the 2020 ESG Report.	2020 ESG Report
405-1 Diversity of governance bodies and employees	●	Fifth Third's Board is 33% female, 20% ethnic diverse, and 40% either female or ethnic diverse. Refer to the "Governance Highlights" (pg. 5) of 2021 Proxy Statement and the "Corporate Governance" section (pgs. 30-32) and "Employee Demographics" table (pg. 60) of the 2020 ESG Report.	**2021 Proxy Statement** 2020 ESG Report
405-2 Ratio of basic salary and remuneration of women to men	◐	Refer to the "Compensation" sub section (pg. 78) of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
GRI 410: Security Practices (2018)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11), "Corporate Governance" (pgs. 30-32) and "Inclusion and Diversity" (pgs. 54-69) of the 2020 ESG Report.	2020 ESG Report
410-1 Security personnel trained in human rights policies and procedures	●	100% of Physical Security plus all contracted guards complete the required Fifth Third Annual Compliance courses. Refer to the "Workplace Safety and Security" (pg. 83) sub-section of the 2020 ESG Report.	2020 ESG Report
GRI 412: Human Rights Assessment (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to our Human Rights Statement, the "Human Rights" section in the E&S Policy and the "Human Rights" (pg. 35) sub-section of the 2020 ESG Report. Refer to the "Human Rights" (pg. 21) sub-section of the Employee Code of Business Conduct and Ethics. Refer to the "Labor, Human Rights, and Social Responsibility" (pgs. 5-6) of the Supplier Code of Conduct.	**Human Rights statement** **E&S Policy** 2020 ESG Report **Employee Code of Business Conduct & Ethics** **Supplier Code of Conduct**
412-1 Operations that have been subject to human rights reviews or impact assessments	◐	In 2020 and for the fifth consecutive year, Fifth Third has been awarded a score of 100% on the Corporate Equality Index (CEI), the nation's premier benchmarking survey and report on corporate policies and practices related to LGBT workplace equality, administered by the Human Rights Campaign (HRC) Foundation. Refer to the "Human Rights" (pg. 35) and "Inclusion and Diversity" (pgs. 54-69) sub-sections of the 2020 ESG Report.	2020 ESG Report

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Indicator	Reporting Status	Response	Source(s)
412-2 Employee training on human rights policies or procedures	◐	In 2020 and for the fifth consecutive year, Fifth Third has been awarded a score of 100% on the Corporate Equality Index (CEI), the nation's premier benchmarking survey and report on corporate policies and practices related to LGBT workplace equality, administered by the Human Rights Campaign (HRC) Foundation. Refer to the "Human Rights" (pg. 35) and "Inclusion and Diversity" (pgs. 54-69) sub-sections of the 2020 ESG Report.	2020 ESG Report
412-3 Significant investment agreements and contracts that include human rights clauses or that underwent human rights screening	◐	In 2020 and for the fifth consecutive year, Fifth Third has been awarded a score of 100% on the Corporate Equality Index (CEI), the nation's premier benchmarking survey and report on corporate policies and practices related to LGBT workplace equality, administered by the Human Rights Campaign (HRC) Foundation. Refer to the "Human Rights" (pg. 35) and "Inclusion and Diversity" (pgs. 54-69) sub-sections of the 2020 ESG Report.	2020 ESG Report
GRI 413: Local Communities (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11), "Strengthening Supplier Diversity" (pg. 67), "Communities" (pgs. 84-108) and "Environment" (pgs. 110-126) sections and sub-sections of the 2020 ESG Report.	2020 ESG Report
413-1 Operations with local community engagement, impact assessments, and development programs	●	Refer to the "Communities" (pgs. 84-108) sub-section of 2020 ESG Report.	2020 ESG Report
413-2 Operations with significant actual and potential negative impacts on local communities	●	Any significant actual or potential negative impacts of operations would be reported in the 2020 Annual Report..	2020 Annual Report

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Indicator	Reporting Status	Response	Source(s)
GRI 415: Public Policy (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11). "Public Policy and Government Relations" (pg. 36) sub-section of the 2020 ESG Report. Refer to the Governance Affairs Policy and our Political Contributions Reports that are available on the Investor Relations website.	2020 ESG Report Government Affairs Policy Political Contributions Reports
415-1 Political contributions	●	Our Political Contributions Reports are available on the Investor Relations website.	Political Contributions Reports
GRI 417: Marketing & Labeling (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Responsible Banking" (pgs. 21-24) sub-sections of the 2020 ESG Report. Refer to the "Fair and Honest Business Practices" (pg. 17) of the Employee Code of Business Conduct & Ethics.	2020 ESG Report Employee Code of Business Conduct & Ethics
417-1 Requirements for product and service information and labeling	●	Refer to the "Responsible Banking" (pgs. 21-24) sub-section of the 2020 ESG Report.	2020 ESG Report
417-2 Incidents of non-compliance concerning product and service information and labeling	○	Not Disclosed.	
417-3 Incidents of non-compliance concerning marketing communications	○	Not Disclosed.	

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Indicator	Reporting Status	Response	Source(s)
GRI 418: Customer Privacy (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Consumer Privacy and Information Security" (pgs. 41-45) sub-sections of the 2020 ESG Report Refer to the "Protecting Fifth Third and Our Customers" (pgs. 44-53) section of the Employee Code of Conduct.	2020 ESG Report **Employee Code of Business Conduct & Ethics**
418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	◐	Any material cybersecurity incidents would be reported in the 2020 Annual Report.	**2020 Annual Report**
GRI 419: Socioeconomic Compliance (2016)			
103-1 Explanation of the material topic and its Boundary **103-2** The management approach and its components **103-3** Evaluation of the management approach		Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) and "Enterprise Risk Management" (pgs. 37-40) sub-sections of the 2020 ESG Report.	2020 ESG Report
419-1 Non-compliance with laws and regulations in the social and economic area	●	Refer to the Legal Risks disclosures (pg. 35-38) of 2020 Annual Report.	**2020 Annual Report**

SUSTAINABILITY ACCOUNTING STANDARDS BOARD (SASB) INDEX

The index below includes SASB standards for the Financial Sector that are relevant for our business: Commercial Banks; Consumer Finance; and Mortgage Finance. Unless otherwise noted, all data and descriptions apply to our entire firm and are as of or for the year ended December 31, 2020. For additional information about the firm's financial performance, please refer to the firm's quarterly earnings materials as well as quarterly and annual reports on Form 10-Q and Form 10-K, respectively.

Certain information may not be disclosed within the index below if is not considered material; privileged or confidential; could cause a competitive disadvantage to our business if publicly disseminated; or is not currently collected in a manner wholly correlative with the related SASB metric.

Reporting status: ● Fully reporting ◐ Partially reporting ○ Not reported

SASB Code/Metric	Reporting Status	Response	Source(s)
Commercial Banks (2018)			
DATA SECURITY			
FN-CB-230a.1 (1) Number of data breaches, (2) percentage involving personally identifiable information (PII), (3) number of account holders affected	◐	Any material cybersecurity incidents would be reported in the 2020 Annual Report.	2020 Annual Report
FN-CB-230a.2 Description of approach to identifying and addressing data security risks	●	Refer to the "Consumer Privacy and Information Security" sub-section (pgs. 41-45) of the 2020 ESG Report.	2020 ESG Report
FINANCIAL INCLUSION & CAPACITY BUILDING			
FN-CB-240a.1 (1) Number and (2) amount of loans outstanding qualified to programs designed to promote small business and community development	●	(1) 117 loans (2) ~$33.1 million	

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SASB Code/Metric	Reporting Status	Response	Source(s)
FN-CB-240a.2 (1) Number and (2) amount of past due and non-accrual loans qualified to programs designed to promote small business and community development	●	(1) 167 loans (2) ~$24 million	
FN-CB-240a.3 Number of no-cost retail checking accounts provided to previously unbanked or underbanked customers	●	~98 thousand accounts *Note: Underbanked defined as $0 - $10 thousand balance.*	
FN-CB-240a.4 Number of participants in financial literacy initiatives for unbanked, underbanked, or underserved customers	●	~145 thousand participants *Note: Includes youth, adult, and small business financial literacy initiatives.*	
INCORPORATION OF ENVIRONMENTAL, SOCIAL, AND GOVERNANCE FACTORS IN CREDIT ANALYSIS			
FN-CB-410a.1 Commercial and industrial credit exposure, by industry	●	Refer to Table 36: Commercial Loan and Lease Portfolio (excluding loans and leases held for sale) (page 99) of the 2020 Annual Report for disclosure of our commercial loans and leases by industry classification (as defined by the North American Industry Classification Systems).	**2020 Annual Report**
FN-CB-410a.2 Description of approach to incorporation of environmental, social, and governance (ESG) factors in credit analysis	●	Refer to the "Environmental and Social Risk Management" section of the Environmental & Social (E&S) policy. Refer to our most current CDP - Climate Change questionnaire response available on Investor Relations website; see sections (C2 .2) (C2 .2a) (C-FS2 .2b) (C-FS2 .2c) (C2 .3) (C2 .3a) (C3 .1) (C3 .1b) (C- FS3 .6) (C-FS3 .6a).	**E&S Policy** **CDP - Climate Change Questionnaire Responses**
BUSINESS ETHICS			
FN-CB-510a.1 Total amount of monetary losses as a result of legal proceedings associated with fraud, insider trading, anti-trust, anti-competitive behavior, market manipulation, malpractice, or other related financial industry laws or regulations	●	Refer to Note 20 (pgs. 198-200) of the 2020 Annual Report for disclosure of material legal proceedings.	**2020 Annual Report**

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SASB Code/Metric	Reporting Status	Response	Source(s)
FN-CB-510a.2 Description of whistleblower policies and procedures	●	Refer to the "Business Ethics" sub-section (pgs. 33-35) of the 2020 ESG Report. Refer to the "Non-Retaliation" section (pg. 8) of the Employee Code of Business Conduct & Ethics. Refer to the Employee Non-Retaliation Policy.	2020 ESG Report Employee Code of Business Conduct & Ethics Employee Non-Retaliation Policy
SYSTEMIC RISK MANAGEMENT			
FN-CB-550a.1 Global Systemically Important Bank (G-SIB) score, by category	●	According to the Basel Committee on Banking Supervision's assessment methodology, Fifth Third is not considered to be a Global Systemically Important Bank (G-SIB) and, accordingly, does not have a G-SIB score.	
FN-CB-550a.2 Description of approach to incorporation of results of mandatory and voluntary stress tests into capital adequacy planning, long-term corporate strategy, and other business activities	●	Refer to 2018 Company-Run Stress Test Disclosure previously required under the Dodd-Frank Act. Additionally, refer to the following references of the 2020 Annual Report: • Capital Planning and Stress Testing (pg. 26) • Credit Risk Management (pg. 94-95) • Capital Planning (pg. 125-126)	2018 Company-Run Stress Test Disclosure 2020 Annual Report
ACTIVITY METRICS			
FN-CB-000.A (1) Number and (2) value of checking and savings accounts by segment: (a) personal and (b) small business	●	**(a) Personal** (1) ~3.1 million checking accounts; ~2.3 million savings accounts (2) $24.7 billion in checking accounts; $35.9 billion in savings accounts **(b) Small Business, relationships through financial center channel under $2 million in annual revenues:** (1) ~287 thousand checking accounts; ~69 thousand savings accounts (2) $7.8 billion checking accounts; $2.2 billion savings accounts	

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SASB Code/Metric	Reporting Status	Response	Source(s)
FN-CB-000.B (1) Number and (2) value of loans by segment: (a) personal, (b) small business, and (c) corporate	◐	**(a) Personal** (1) Not disclosed (2) Refer to pgs. 161-162 of the 2020 Annual Report for disclosure of loans and leases. **(b) Small Business** (1) ~8 thousand loans (2) $403 million **(c) Corporate** (1) ~1 thousand loans (2) ~$59 billion	2020 Annual Report
Consumer Finance (2018)			
CUSTOMER PRIVACY			
FN-CF-220a.1 Number of account holders whose information is used for secondary purposes	◐	We use our customer data for the secondary purposes of modeling data to improve our product and service offerings, evaluate the overall strength of our customer relationships and to predict customer behavior. We do not sell our customer data to third parties.	
FN-CF-220a.2 Total amount of monetary losses as a result of legal proceedings associated with customer privacy	●	Refer to Note 20 (pgs. 198-200) of the 2020 Annual Report for disclosure of material legal proceedings.	2020 Annual Report
DATA SECURITY			
FN-CF-230a.1 (1) Number of data breaches, (2) percentage involving personally identifiable information (PII), (3) number of account holders affected	◐	Any material cybersecurity incidents would be reported in the 2020 Annual Report.	2020 Annual Report
FN-CF-230a.2 Card-related fraud losses from (1) card-not present fraud and (2) card-present and other fraud	●	Refer to Note 20 (pgs. 198-200) of the 2020 Annual Report for disclosure of material legal proceedings.	2020 Annual Report

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SASB Code/Metric	Reporting Status	Response	Source(s)
FN-CF-230a.3 Description of approach to identifying and addressing data security risks	●	Refer to the "Consumer Privacy and Information Security" sub-section (pgs. 41-45) of the 2020 ESG Report. Refer to the "Operational Risk Management" section (pg. 122) of the 2020 Annual Report.	2020 ESG Report **2020 Annual Report**
SELLING PRACTICES			
FN-CF-270a.1 Percentage of total remuneration for covered employees that is variable and linked to the amount of products and services sold	◐	Refer to the "Responsible Banking" sub-section (pgs. 21-24) of the 2020 ESG Report.	2020 ESG Report
FN-CF-270a.2 Approval rate for (1) credit and (2) pre-paid products for applicants with FICO scores above and below 660	●	(1) For our TRIO Credit Card, Truly Simple Credit Card or Secured Card products, the approval rate for applicants with FICO scores: • >660 is 78% • <660 is 42% (2) Our Access 360° Reloadable Prepared Debit Card is not a credit product and therefore no credit bureau information is pulled.	
FN-CF-270a.3 (1) Average fees from add-on products, (2) average APR, (3) average age of accounts, (4) average number of trade lines, and (5) average annual fees for pre-paid products, for customers with FICO scores above and below 660	○	Not disclosed.	
FN-CF-270a.4 (1) Number of complaints filed with the Consumer Financial Protection Bureau (CFPB), (2) percentage with monetary or non-monetary relief, (3) percentage disputed by consumer, (4) percentage that resulted in investigation by the CFPB	●	(1) 917 complaints filed with the CFPB* (2) 9% monetary relief; 13% non-monetary relief (3) 8% disputed by the consumer (4) None resulted in investigation by the CFPB *The methodology for reporting the number of complaints filed with the CFPB was revised in 2020. Under the revised methodology, Fifth Third had 936 complaints in 2019.	
FN-CF-270a.5 Total amount of monetary losses as a result of legal proceedings associated with selling and servicing of products	●	Refer to Note 20 (pgs. 198-200) of the 2020 Annual Report for disclosure of material legal proceedings.	**2020 Annual Report**

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SASB Code/Metric	Reporting Status	Response	Source(s)
ACTIVITY METRICS			
FN-CF-000.A Number of unique consumers with an active (1) credit card account and (2) pre-paid debit card account	○	Not disclosed.	
FN-CF-000.B Number of (1) credit card accounts and (2) pre-paid debit card accounts	●	(1) ~1.3 million customer accounts with an active credit card account. (2) ~430 thousand customer accounts with an active Access 360° Reloadable Prepared Debit Card.	
Mortgage Finance (2018)			
LENDING PRACTICES			
FN-MF-270a.1 (1) Number and (2) value of residential mortgages of the following types: (a) Hybrid or Option Adjustable-rate Mortgages (ARM), (b) Prepayment Penalty, (c) Higher Rate, (d) Total, by FICO scores above or below 660	○	Not disclosed.	
FN-MF-270a.2 (1) Number and (2) value of (a) residential mortgage modifications, (b) foreclosures, and (c) short sales or deeds in lieu of foreclosure, by FICO scores above and below 660	◐	**(a) Residential mortgage modifications** (1) Owned: 435 Sold: 603 (2) Owned: $65 million Sold: $93 million **(b) Foreclosures** (1) Owned: 920 Sold: 698 (2) Owned $131 million Sold: $103 million **(c) Short sales or deeds in lieu of foreclosure** Not disclosed	

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SASB Code/Metric	Reporting Status	Response	Source(s)
FN-MF-270a.3 Total amount of monetary losses as a result of legal proceedings associated with communications to customers or remuneration of loan originators	●	Refer to Note 20 (pgs. 198-200) of the 2020 Annual Report for disclosure of material legal proceedings.	**2020 Annual Report**
FN-MF-270a.4 Description of remuneration structure of loan originators	●	Fifth Third's incentive programs for mortgage loan officers focus on payment for the origination of mortgage loans. Payment is based on the amount of the loan and does not take into account pricing or profitability. A minimum commission amount was established in order to ensure borrowers with small loan amounts are still served and our loan officers are appropriately incented for their efforts. Refer to the "Responsible Banking" sub-section (pgs. **21**-24) of the 2020 ESG Report.	2020 ESG Report
DISCRIMINATORY LENDING			
FN-MF-270b.1 (1) Number, (2) value, and (3) weighted average Loan-to-Value (LTV) ratio of mortgages issued to (a) minority and (b) all other borrowers, by FICO scores above and below 660	○	Not disclosed.	
FN-MF-270b.2 Total amount of monetary losses as a result of legal proceedings associated with discriminatory mortgage lending	●	Refer to Note 20 (pgs. 198-200) of the 2020 Annual Report for disclosure of material legal proceedings.	**2020 Annual Report**
FN-MF-270b.3 Description of policies and procedures for ensuring nondiscriminatory mortgage origination	◐	Refer to the "Responsible Banking" sub-section (pgs. **21**-24) of the 2020 ESG Report.	2020 ESG Report
ENVIRONMENTAL RISK TO MORTGAGED PROPERTIES			
FN-MF-450a.1 (1) Number and (2) value of mortgage loans in 100-year flood zones	○	Not disclosed.	

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SASB Code/Metric	Reporting Status	Response	Source(s)
FN-MF-450a.2 (1) Total expected loss and (2) Loss Given Default (LGD) attributable to mortgage loan default and delinquency due to weather related natural catastrophes, by geographic region	○	Not disclosed.	
FN-MF-450a.3 Description of how climate change and other environmental risks are incorporated into mortgage origination and underwriting	●	Refer to pgs. 101-102 of the 2020 Annual Report for disclosure of risk management regarding the residential mortgage portfolio.	2020 Annual Report
ACTIVITY METRICS			
FN-MF-000.A (1) Number and (2) value of mortgages originated by category: (a) residential and (b) commercial	◐	**(a) Residential** (1) Not disclosed (2) $15.9 billion Refer to Non-interest Income section (pg. 69) of 2020 Annual Report for value of mortgages residential mortgages originated. **(b) Commercial** Not disclosed	2020 Annual Report
FN-MF-000.B (1) Number and (2) value of mortgages purchased by category: (a) residential and (b) commercial	◐	**(a) Residential** (1) ~18 thousand (2) $5.2 billion **(b) Commercial** (1) Not Disclosed (2) Not Disclosed	2020 Annual Report

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) INDEX

The Task Force on Climate-related Financial Disclosures (TCFD) has developed a voluntary, consistent, climate-related financial risk disclosure framework for companies to provide information to stakeholders.

Certain information may not be disclosed within the index below if is not considered material; privileged or confidential; could cause a competitive disadvantage to our business if publicly disseminated; or is not currently collected in a manner wholly correlative with the related TCFD disclosure.

Reporting status: ● Fully reporting ◐ Partially reporting ○ Not reported

Disclosure	Reporting Status	Response	Source(s)
GOVERNANCE: Disclose the organization's governance around climate-related risks and opportunities.			
a) Describe the board's oversight of climate-related risks and opportunities.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C1.1) (C1.1a) (C1.1b). Refer to the "Environmental Risk Management" sub-section (pgs. 118-120) of the 2020 Environmental, Social, and Governance (ESG) Report. Refer to "ESG Governance" section of Environmental and Social (E&S) Policy. Refer to Nominating and Corporate Governance (NCG) and Risk and Compliance Committee (RCC) charters.	CDP - Climate Change Questionnaire Responses 2020 ESG Report E&S Policy NCG Committee charter RCC charter
b) Describe management's role in assessing and managing climate-related risks and opportunities.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C1.2) (C1.2a) (C1.3) (C1.3a) (C2.2) (C2.2a) (C-FS2.2b) (C-FS2.2c) (C-FS2.2f). Refer to the "Environmental Risk Management" sub-section (pgs. 118-120) of the 2020 ESG Report.	CDP - Climate Change Questionnaire Responses 2020 ESG Report

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Disclosure	Reporting Status	Response	Source(s)
STRATEGY: Disclose the actual and potential impacts of climate-related risks and opportunities on the organization's businesses, strategy and financial planning.			
a) Describe the climate-related risks and opportunities the organization has identified over the short, medium, and long term.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C2.1) (C2.1a) (C2.1b) (C2.2) (C2.2a) (C-FS2.2b) (C-FS2.2c) (C-FS2.d) (FS2.2e) (FS2.2f). Refer to the "Environmental Risk Management" sub-section (pgs. 118-120) of the 2020 ESG Report. Refer to "Risk Factors" (pgs. 30-43) in 2020 Annual Report.	CDP - Climate Change Questionnaire Responses 2020 ESG Report 2020 Annual Report
b) Describe the impact of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C2 .3) (C2 .3a) (C2 .4) (C2 .4a) (C3.1) (C3 .3) (C3 .4) (C3.4a) (C3 .6) (CFS3.6a). Refer to the "Environmental Risk Management" sub-section (pgs. 118-120) of the 2020 ESG Report.	CDP - Climate Change Questionnaire Responses 2020 ESG Report
c) Describe the resilience of the organization's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (3.2) (C-3.2a). Refer to the "Environmental Risk Management" sub-section (pgs. 118-120) of the 2020 ESG Report.	CDP - Climate Change Questionnaire Responses 2020 ESG Report
RISK MANAGEMENT: Disclose how the organization identifies, assesses and manages climate-related risks.			
a) Describe the organization's processes for identifying and assessing climate-related risks.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C2 .2) (C2 .2a) (C-FS2 .2b) (C-FS2 .2c). Refer to "Risk Factors" (pgs. 30-43) in 2020 Annual Report. Refer to the "Environmental and Social Risk Management" section of the E&S Policy. Refer to the "Enterprise Risk Management" sub-section (pgs. 37-40) and the "Environmental Risk Management" sub-section (pgs. 118-120) of the 2020 ESG Report.	CDP - Climate Change Questionnaire Responses 2020 Annual Report E&S Policy 2020 ESG Report

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Disclosure	Reporting Status	Response	Source(s)
b) Describe the organization's processes for managing climate-related risks.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C2 .2) (C2 .2a) (C-FS2 .2b) (C-FS2 .2c) (C2 .3) (C2 .3a) (C3 .1b) (C3 .3) (C3 .4) (C3 .4a) (C-FS3 .6) (C-FS3 .6a) (C-FS14 .1) (C-FS14 .1a) (C-FS14 .1b) (C-FS14 .3). Refer to "Risk Factors" (pgs. 30-43) in 2020 Annual Report. Refer to the "Environmental and Social Risk Management" section of the E&S Policy. Refer to the "Environmental Risk Management" sub-section (pgs. **118**-120) of the 2020 ESG Report.	**CDP - Climate Change Questionnaire Responses** **2020 Annual Report** **E&S Policy** 2020 ESG Report
c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organization's overall risk management.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C1 .1a) (C1 .1b) (C1 .2) (C1 .2a) (C2 .1) (C2 .2) (C2 .2a) (C-FS2 .2b) (C-FS2 .2c) (C2 .3a) . (C-FS2 .2c) (C2 .3) (C2 .3a) (C3 .1) (C3 .1b) (C3 .3) (C3 .4) (C3 .4a) (C-FS3 .6) (C-FS3 .6a) (C-FS14 .1) (C-FS14 .1a) (C-FS14 .1b). Refer to the "Environmental and Social Risk Management" section of the E&S Policy. Refer to the "Enterprise Risk Management" sub-section (pgs. **37**-40) and the "Environmental Risk Management" sub-section (pgs. **118**-120) of the 2020 ESG Report.	**CDP - Climate Change Questionnaire Responses** **E&S Policy** 2020 ESG Report
METRICS AND TARGETS: Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities.			
a) Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management process.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C2 .3a) (C4) (C5) (C6) (C7) (C8) (C-FS14 .1) (C-FS14 .1a) (C-FS14 .1b). Refer to the "Environment" section (pgs. **109**-126) of the 2020 ESG Report. Refer to independent GHG Verification and Environmental Key Performance Indicators (KPI) Assurance statements available on Investor Relations website.	**CDP - Climate Change Questionnaire Responses** 2020 ESG Report **2019 GHG Verification Statement** **2019 KPI Assurance Statement**
b) Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks.	◐	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C2 .3a) (C5) (C6 .1) (C6 .3) (C6 .5) (C6 .10) (C7). Refer to "Environmental Data" table (pgs. **125**-126) of the 2020 ESG Report. Refer to independent GHG Verification and Environmental Key Performance Indicators (KPI) Assurance statements available on Investor Relations website.	**CDP - Climate Change Questionnaire Responses** 2020 ESG Report **2019 GHG Verification Statement** **2019 KPI Assurance Statement**

CONTINUED ▶

Disclosure	Reporting Status	Response	Source(s)
c) Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets.	●	Refer to our most current CDP - Climate Change questionnaire responses available on Investor Relations website (C4) . Refer to the "Environment" section (pgs. **109**-126) of the 2020 ESG Report. Refer to independent GHG Verification and Environmental Key Performance Indicators (KPI) Assurance statements available on Investor Relations website.	**CDP - Climate Change Questionnaire Responses** 2020 ESG Report **2019 GHG Verification Statement** **2019 KPI Assurance Statement**

STAKEHOLDER CAPITALISM METRICS (SCM) INDEX

In September 2020, the World Economic Forum's International Business Council released the Stakeholder Capitalism Metrics. This report is intended to meet the "Core" metrics and disclosures. Unless otherwise noted, all data and descriptions apply to our entire firm and are as of or for the year ended December 31, 2020. For additional information about the firm's financial performance, please refer to the firm's quarterly earnings materials as well as quarterly and annual reports on Form 10-Q and Form 10-K, respectively.

Certain information may not be disclosed within the index below if it is not considered material; privileged or confidential; could cause a competitive disadvantage to our business if publicly disseminated; or is not currently collected in a manner wholly correlative with the related metric.

Reporting status: ● Fully reporting ◐ Partially reporting ○ Not reported

Code/Metric	Reporting Status	Response	Source(s)
Governance			
GOVERNING PURPOSE			
Setting purpose The company's stated purpose, as the expression of the means by which a business proposes solutions to economic, environmental and social issues. Corporate purpose should create value for all stakeholders, including shareholders.	●	Purpose: To improve the lives of customers and the well-being of communities Vision: To be the One Bank people most value and trust Core Values: Work as One Bank; Take Accountability; Be Respectful; Act with Integrity Refer to the "Approach to ESG" (pgs. 8-10) sub-section of the 2020 ESG Report for additional details.	2020 ESG Report

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Code/Metric	Reporting Status	Response	Source(s)
QUALITY OF GOVERNING BODY			
Governance body composition Composition of the highest governance body and its committees by: competencies relating to economic, environmental and social topics; executive or non-executive; independence; tenure on the governance body; number of each individual's other significant positions and commitments, and the nature of the commitments; gender; membership of under-represented social groups; stakeholder representation.	●	Eleven of our fifteen directors have expertise in ESG criteria and community affairs matters, including as part of a business and managing corporate social responsibility issues as business imperatives. Refer to the following sections of the 2021 Proxy Statement for additional details: • Director Nominee Overview (pg. 16) • Director Profiles (pgs. 17-23) • Director Skills Matrix (pg. 25) • Committee Composition (pg. 27)	2021 Proxy Statement
STAKEHOLDER ENGAGMENT			
Material issues impacting stakeholders A list of the topics that are material to key stakeholders and the company, how the topics were identified and how the stakeholders were engaged.	●	Refer to the "Stakeholder Engagement and Materiality Assessment" (pg. 11) sub-section of the 2020 ESG Report.	2020 ESG Report
ETHICAL BEHAVIOR			
Anti-corruption 1) Total percentage of governance body members, employees and business partners who have received training on the organization's anti-corruption policies and procedures, broken down by region. 2) a. Total number and nature of incidents of corruption confirmed during the current year, but related to previous years b. Total number and nature of incidents of corruption confirmed during the current year, related to this year. 3) Discussion of initiatives and stakeholder engagement to improve the broader operating environment and culture, in order to combat corruption.	◐	1) All employees and contractors are required to complete ethics training on an annual basis. In 2020, 99.7% of all required compliance training modules were completed by employees, including ethics training. Further, ethics training is incorporated in other employee training modules required of employees and contractors depending on specific roles and positions within the Bank. The Board of Directors also undergo ethics training. 2) Not disclosed. 3) Not disclosed. Refer to the "Business Ethics" (pgs. 33-35) sub-section of the 2020 ESG Report for additional details.	2020 ESG Report

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Code/Metric	Reporting Status	Response	Source(s)
Protected ethics advice and reporting mechanisms A description of internal and external mechanisms for: 1) Seeking advice about ethical and lawful behavior and organizational integrity; and 2) Reporting concerns about unethical or unlawful behavior and lack of organizational integrity.	●	Refer to the "Business Ethics" (pgs. 33-35) sub-section of the 2020 ESG Report.	2020 ESG Report
RISK AND OPPORTUNITY OVERSIGHT			
Integrating risk and opportunity into business process Company risk factor and opportunity disclosures that clearly identify the principal material risks and opportunities facing the company specifically (as opposed to generic sector risks), the company appetite in respect of these risks, how these risks and opportunities have moved over time and the response to those changes. These opportunities and risks should integrate material economic, environmental and social issues, including climate change and data stewardship.	●	Refer to the following sub-sections of the 2020 ESG Report: • Sustainable Financial Performance & Business Strategy (pgs. 18-19) • Corporate Governance (pgs. 30-32) • Enterprise Risk Management (pgs. 37-40) • Environmental Risk Management (pgs. 118-120)	2020 ESG Report

CONTINUED ▶

Code/Metric	Reporting Status	Response	Source(s)
Planet			
CLIMATE CHANGE			
Greenhouse gas (GHG) emissions For all relevant greenhouse gases (e.g. carbon dioxide, methane, nitrous oxide, F-gases etc.), report in metric tons of carbon dioxide equivalent (tCO2e) GHG Protocol Scope 1 and Scope 2 emissions. Estimate and report material upstream and downstream (GHG Protocol Scope 3) emissions where appropriate.	●	Fifth Third greenhouse gas emissions (MTCO2e) in 2020 were: • Scope 1: 12,995 • Scope 2: 72,695 (location-based) • Scope 3: 3,952 (employee business travel only) Fifth Third retired renewable energy certificates (RECs) and carbon offsets for the emissions listed above to achieve carbon neutrality in 2020. Refer to the "Environment" section and the "Environmental Data" table (pgs. 125-126) of the 2020 ESG Report for additional details. *Scope 1, 2, and 3 emissions have been independently verified. Verification statements are available in the Additional Disclosures section of ir.53.com/esg.* *For calendar year 2020, carbon offsets were obtained from Recast Energy biomass project (Louisville, KY). All carbon offsets have been NSF certified. RECs were obtained from MS Solar 3 (MS) and Beacon Solar (CA). All RECs have been Green-E certified.*	2020 ESG Report ir.53.com/esg/additional-disclosures

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Code/Metric	Reporting Status	Response	Source(s)
TCFD Implementation Fully implement the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD). If necessary, disclose a timeline of at most three years for full implementation. Disclose whether you have set, or have committed to set, GHG emissions targets that are in line with the goals of the Paris Agreement – to limit global warming to well below 2°C above pre-industrial levels and pursue efforts to limit warming to 1.5°C – and to achieve net-zero emissions before 2050.	◐	In 2017, Fifth Third set five bold sustainability goals, including a reduction of location-based greenhouse gas (GHG) emissions of 25% from a 2014 baseline. In 2019, Fifth Third achieved this goal and by the end of 2020 had reduced location-based emissions by 41%. Using the market-based method of GHG accounting, which allows companies to account for power they have contracted for, Fifth Third reduced emissions by 100%, achieving carbon neutrality in 2020. In 2019, Fifth Third released a climate-related financial disclosure report which is available at **ir.53.com/esg** in the additional disclosures section. In 2020, Fifth Third furthered our commitment to TCFD by becoming a supporter. In 2021, Fifth Third took the next step in our journey by joining the Partnership for Carbon Accounting Financials (PCAF), an industry-led partnership of financial institutions that work together to develop and implement a consistent and transparent standard to assess and disclose client GHG emissions associated with loans and investments. Refer to the "Environment" (pgs. **109**-126) section of the 2020 ESG Report for additional details.	2020 ESG Report **ir.53.com/esg/ additional-disclosures**
NATURE LOSS			
Land use and ecological sensitivity Report the number and area (in hectares) of sites owned, leased or managed in or adjacent to protected areas and/or key biodiversity areas (KBA).	●	Fifth Third does not own, lease or manage any sites in areas for protected biodiversity based on the U.S. Geological Survey's Protected Areas Database (PADUS). As of April 2021, Fifth Third owned 4 sites directly adjacent to PADUS areas, including two branches in Florida and two branches in Ohio. The total area of these buildings is 13,750 square feet.	

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Code/Metric	Reporting Status	Response	Source(s)
FRESHWATER AVAILABILTY			
Water consumption and withdrawal in water-stressed areas (1) Report for operations where material: megaliters of water withdrawn, megaliters of water consumed and the percentage of each in regions with high or extremely high baseline water stress, according to WRI Aqueduct water risk atlas tool. Estimate and report the same information for the full value chain (upstream and downstream) where appropriate.	◐	Fifth Third consumed 136,524 kilo gallons in 2020. In 2017, Fifth Third set five bold sustainability goals, including a reduction of water consumption by 20%. In 2019, Fifth Third achieved this goal and by the end of 2020 had reduced water consumption by 31%. Fifth Third has yet to assess upstream and downstream water impacts but will consider doing so in the future. Refer to the “Environmental Data” table (pgs. 125-126) of the 2020 ESG Report.	2020 ESG Report
People			
DIGNITY AND EQUALITY			
Diversity and inclusion (%) Percentage of employees per employee category, by age group, gender and other indicators of diversity (e.g. ethnicity).	◐	Fifth Third has published demographic diversity data as part of our commitment to inclusion and diversity since our 2016 Corporate Social Responsibility Report. In 2020, we expanded our EEO-1 ethnicity categories to improve transparency. Refer to the “Employee Demographics” table (pg. 60) of the 2020 ESG Report.	2020 ESG Report

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Code/Metric	Reporting Status	Response	Source(s)
Pay equality (%) Ratio of the basic salary and remuneration for each employee category by significant locations of operation for priority areas of equality: women to men, minor to major ethnic groups, and other relevant equality areas.	●	(1) We continuously analyze our pay, accounting for factors like employee role, tenure, time in position and geography. Our analysis shows that, on average, women are paid more than 99% of what men are paid, and minorities are paid more than 99% of what non-minorities are paid. We also continuously analyze our compensation programs and practices to help ensure that all employees have equal opportunity to maximize their potential. In the unlikely event we encounter a pay disparity that is not explained by job-related factors, an adjustment is made. Refer to the "Compensation" (pg. 78) sub-section of the 2020 ESG Report for additional details.	2020 ESG Report
Wage level (%) 1) Ratios of standard entry level wage by gender compared to local minimum wage. 2) Ratio of the annual total compensation of the CEO to the median of the annual total compensation of all its employees, except the CEO.	●	1) **In 2019, we increased our minimum hourly wage from $15 to $18. This benefitted approximately 4,900 employees**—nearly 25% of our workforce—primarily in retail branches and operations functions such as customer contact centers. In our Ohio, Michigan and Illinois regions, our minimum wage is up to 200% higher than the state minimum wage*. It represents an additional investment by the Bank of approximately $15 million per year to help our employees succeed at work and at home. *State minimum wages: OH - $8.80, MI - $9.87, IL - $11 Refer to the "Compensation" (pg. 78) sub-section of the 2020 ESG Report for additional details. 2) As of December 31, 2020, the ratio of the annual total compensation for our CEO to the median of the annual total compensation of our employees was 141:1. Refer to the "CEO Pay Ratio" (pgs. 67-68) section of the 2021 Proxy Statement for additional details.	2020 ESG Report 2021 Proxy Statement
Risk for incidents of child, forced or compulsory labor An explanation of the operations and suppliers considered to have significant risk for incidents of child labor, forced or compulsory labor. Such risks could emerge in relation to: a) type of operation (such as manufacturing plant) and type of supplier b) countries or geographic areas with operations and suppliers considered at risk	●	(1) In 2020, Fifth Third published our Human Rights Statement supporting the fundamentals principles of human rights across all our business activities. Fifth Third's respect for the protection and preservation of human rights is guided by the principles set forth in the United Nations Universal Declaration of Human Rights. (2) Our employee Code of Business Conduct and Ethics and Supplier Code of Conduct reinforces our commitment to human rights with our employees and suppliers.	Human Rights Statement Code of Business Conduct and Ethics Supplier Code of Conduct

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Code/Metric	Reporting Status	Response	Source(s)
HEALTH AND WELL-BEING			
Health and safety (%) The number and rate of fatalities as a result of work-related injury; high-consequence work-related injuries (excluding fatalities); recordable work-related injuries; main types of work related injury; and the number of hours worked. An explanation of how the organization facilitates workers' access to non-occupational medical and healthcare services, and the scope of access provided for employees and workers.	◐	1) This metric is not material for the banking industry. 2) Refer to the "Caring for Employee Health and Wellness" (pgs. 79-80) sub-section of the 2020 ESG Report.	2020 ESG Report
SKILLS FOR THE FUTURE			
Training provided (#,$) 1) Average hours of training per person that the organization's employees have undertaken during the reporting period, by gender and employee category (total number of hours of training provided to employees divided by the number of employees). 2) Average training and development expenditure per full time employee (total cost of training provided to employees divided by the number of employees).	◐	1) In 2020, our employees completed nearly 755,000 hours of training, an average of 36.6 hours per employee. 2) Fifth Third encourages employees to enroll in outside education programs to broaden their knowledge and help with their job performance. We provide assistance for external education in addition to our internal learning and development offerings to help employees hone existing skills and acquire new ones in areas that align with business goals. Fifth Third offers tuition reimbursement to full and part-time employees of up to $5,250 and $2,500 per calendar year, respectively Additionally, relationships with Western Governors University and the University of Phoenix mean employees can take advantage of discounted tuition rates as they work toward their degrees. Refer to the "Employees" (pg. 70-83) sub-section of the 2020 ESG Report for additional details.	2020 ESG Report

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Code/Metric	Reporting Status	Response	Source(s)
Prosperity			
EMPLOYMENT AND WEALTH GENERATION			
Absolute number and rate of employment 1) Total number and rate of new employee hires during the reporting period, by age group, gender, other indicators of diversity and region. 2) Total number and rate of employee turnover during the reporting period, by age group, gender, other indicators of diversity and region.	◐	1) 3,148 total number of new employees in 2020, with 38.8% internal hires. 2) Employee turnover was 13.9% in 2020. Refer to the "Employees" (pgs. 70-83) section of the 2020 ESG Report.	2020 ESG Report
Economic contribution 1) Direct economic value generated and distributed (EVG&D), on an accruals basis, covering the basic components for the organization's global operations, ideally split out by: a. Revenues b. Operating costs c. Employee wages and benefits d. Payments to providers of capital e. Payments to government f. Community investment 2) Financial assistance received from the government: total monetary value of financial assistance received by the organization from any government during the reporting period.	●	1a-d) Refer to pgs. 1-16 and 55-92 in 2020 Annual Report and the "Communities" sub-section (pgs. 84-100) of the 2020 ESG Report. 1e) Fifth Third paid $370 million in applicable income tax expense in 2020. Refer to Income Taxes Note to Consolidated Financial Statements (pgs. 203-204) in the 2020 Annual Report for additional details. 1f) Fifth Third total philanthropy was $29.8 million in 2020. Refer to the "Corporate Citizenship & Philanthropy" sub-section (pgs. 101-103) of the 2020 ESG Report for additional details. 2) Applicable income tax expense for all periods includes the benefit from tax-exempt income, tax-advantaged investments, certain gains on sales of leveraged leases that are exempt from federal taxation and tax credits (and other related tax benefits). Refer to the "Applicable Income Taxes' (pg. 72) sub-section of the 2020 Annual Report for additional details.	2020 Annual Report 2020 ESG Report

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Code/Metric	Reporting Status	Response	Source(s)
Financial investment contribution 1) Total capital expenditures (CapEx) minus depreciation, supported by narrative to describe the company's investment strategy. 2) Share buybacks plus dividend payments, supported by narrative to describe the company's strategy for returns of capital to shareholders.	●	1) Refer to "Management's Discussion and Analysis of Financial Condition and Results of Operations" (pgs. 52-128) and "Financial Statements and Supplementary Data" (pgs. 128-233) sections in 2020 Annual Report and the "Sustainable Financial Performance & Business Strategy" (pgs. 18-20) sub-section of the 2020 ESG Report. 2) Fifth Third's common stock dividend policy and stock repurchase program reflect its earnings outlook, desired payout ratios, the need to maintain adequate capital levels, the ability of its subsidiaries to pay dividends and the need to comply with safe and sound banking practices as well as meet regulatory requirements and expectations. The Bancorp declared dividends per common share of $1.08 and did not execute any open market or accelerated share repurchases in 2020. Refer to the "Capital Management' (pgs. 124-126) sub-section of the 2020 Annual Report for additional details.	2020 Annual Report 2020 ESG Report
INNOVATION OF BETTER SERVICES AND PRODUCTS			
Total R&D expenses ($) Total costs related to research and development.	◐	Fifth Third does not report research and development costs. Refer to the "Empowering Customers" (pgs. 25-26) sub-section of the 2020 ESG Report for details on innovative products and services.	2020 ESG Report
COMMUNITY AND SOCIAL VITALITY			
Total tax paid The total global tax borne by the company, including corporate income taxes, property taxes, non-creditable VAT and other sales taxes, employer-paid payroll taxes, and other taxes that constitute costs to the company, by category of taxes.	●	Fifth Third paid $370 million in applicable income tax expense in 2020 with an effective tax rate of 20.6%. Refer to Income Taxes Note to Consolidated Financial Statements (pgs. 203-204) in the 2020 Annual Report for additional details.	2020 Annual Report

Contact Fifth Third

INVESTOR RELATIONS
ir@53.com

ESG INFORMATION
ESG site

MEDIA RELATIONS
513-534-NEWS or Media Center

CUSTOMER SERVICE
1-866-671-5353

53.com

THIRD PARTY CUSTODIAN AGREEMENT
(Collateralized Municipal Deposits)

THIS AGREEMENT, made and executed as of __ ________ between ___________ ("Public Entity"), Fifth Third Bank ("Bank") and The Bank of New York Mellon ("Custodian").

W I T N E S S E T H

WHEREAS, Public Entity desires to maintain or continue to maintain public deposits with Bank;

WHEREAS, Bank desires to obtain such deposits and to provide security therefor as required by applicable law, regulation or statute;

WHEREAS, Custodian agrees to provide safekeeping services and to hold any securities pledged by Bank in a custodial account established for the benefit of Public Entity as secured party pursuant to this Agreement;

NOW, THEREFORE, in consideration of the mutual promises set forth hereafter, the parties hereto agree as follows:

1. <u>Security Requirements</u>

(a) Bank, to secure the timely payment of Uninsured Deposits heretofore or hereafter made by Public Entity, including any interest due thereon and any costs or expenses incurred by Public Entity and arising out of the collection of any deposits made with Bank, has deposited with Custodian certain securities more fully described in the initial confirmation or safekeeping receipt of such deposit delivered by Custodian to Bank and Public Entity respectively (which securities together with any additions thereto, substitutions therefor and the proceeds thereof, are hereinafter collectively called "Securities"), to be held by Custodian pursuant to the provisions hereof. Bank hereby grants to Public Entity a pledge and security interest in and to such Securities and shall deliver Securities to Custodian in the manner prescribed in Section 2 of this Agreement. The security interest of Public Entity in Securities shall terminate upon the transfer of such Securities from the Account.

(b) Bank may substitute Securities and/or cash for any Securities and/or cash previously provided pursuant to this Agreement so long as the Substitute Securities and/or cash have a Market Value equal to or greater than the Securities and/or cash which they will replace. Custodian has no obligation to determine whether the Market Value of Substitute Securities and/or cash in the Account is equal to or greater than the Securities and/or cash which they will replace. Bank is responsible at all times for ensuring that the Market Value of Substitute Securities and/or cash in the Account is equal to or greater than the Securities and/or cash they will replace. Except as set forth in Section 2(c)(i), Custodian shall have no obligations with respect to the determination of Market Value. Bank shall give Written or Oral Instructions to Custodian with respect to any proposed substitution. Custodian, shall act in accordance with Bank's Oral and Written Instructions with respect to the transfer the Securities out of the Account and delivery of Substitute Securities to the Account.

(c) Custodian assumes no responsibility to determine or monitor whether or not any such Securities or cash originally deposited hereunder or substitute or additional Securities or cash hereafter deposited are eligible for deposit under applicable law, rule or regulation or whether the Market Value of the Securities and/or cash thereof meets the requirements of any law, rule or regulation applicable to the deposit hereunder. The determination of eligibility and whether the Market Value of the Securities and/or cash satisfies statutory or regulatory requirements will be the responsibility of Bank. Custodian shall be fully protected in relying on Written or Oral Instructions of either Bank or Public Entity directing Custodian to release any of the Securities and/or cash to Bank. To the extent of any conflict in the instructions of Public Entity and Bank, the instructions of Public Entity shall control and Bank shall hold Custodian harmless for acting in accordance with Public Entity's instructions.

2. <u>Custody of Securities and Cash</u>

(a) Bank and Public Entity hereby appoint Custodian as custodian of all Securities and/or cash at any time delivered to Custodian pursuant to this Agreement. Custodian hereby accepts appointment as such Custodian and agrees to establish and maintain the Account and appropriate records identifying the Securities as pledged by Bank to Public Entity. Securities in the Account shall be kept separate and apart from the general assets of Custodian on Custodian's books and records and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or liability of Custodian or any other person or entity. Subject to the terms hereof, Custodian, in performing its duties and responsibilities pursuant to this Agreement, shall act as custodian for, and agent of, Public Entity.

(b) Bank and Public Entity agree that Securities delivered to Custodian for deposit in the Account may be in the form of credits to the accounts of Custodian at the Book Entry System or a Depository or by delivery to Custodian of physical certificates in a form suitable for transfer or with an assignment in blank to Public Entity or Custodian. Bank and Public Entity hereby authorize Custodian on a continuous and ongoing basis to deposit in the Book Entry System and/or the Depositories all Securities that may be deposited therein and to utilize the Book Entry System and/or Depositories and the receipt and delivery of physical Securities or any combination thereof in connection with its performance hereunder. Securities credited to the Account and deposited in the Book Entry System or Depositories or other financial intermediaries will be represented in accounts of Custodian that include only assets held by Custodian for its customers, including but not limited to accounts in which Custodian acts in a fiduciary, agency or representative capacity. Securities that are not held in the Book Entry System, Depositories or through another financial intermediary will be held in Custodian's vault and physically segregated from securities and other non-cash property belonging to Custodian.

(c)(i) Custodian shall provide Public Entity each month with a statement identifying all Securities and/or cash in the Account and the Market Value thereof as of the date of such statement. Custodian shall also provide to Public Entity and Bank upon request a written confirmation on any Business Day on which Securities and/or cash are transferred to and from the Account. Such confirmation shall identify the specific Securities which are the subject of the confirmation and the Market Value thereof.

(ii) Public Entity agrees that it shall promptly review all confirmation statements and shall promptly advise Custodian by Oral or Written Instruction of any error, omission or inaccuracy in such statements. In the event that Custodian receives such a Written or Oral Instruction identifying a specific concern with respect to the Market Value or any other matter connected with the Account, Custodian shall undertake to correct any errors, failures or omissions, provided that Custodian determines in its sole discretion that such error, failure or omission actually occurred. Any such corrections shall be reflected on subsequent confirmation statements.

(d) The Account shall not be subject to any security interest, lien or any right of set-off by Custodian.

(e) With respect to all Securities held in the Account, Custodian by itself, or through the use of the Book Entry System or the appropriate Depository, shall, unless otherwise instructed to the contrary by Bank: (i) collect all income and other payments reflecting interest and principal on the Securities in the Account and credit such amounts to the account of Bank; (ii) forward to Bank copies of all information or documents that it may receive from an issuer of Securities which, in the opinion of Custodian, is intended for the beneficial owner of the Securities including, without limitation all proxies and other authorizations properly executed and all proxy statements, notices and reports; (iii) execute, as Custodian, any certificates of ownership, affidavits, declarations or other certificates under any tax laws now or hereafter in effect in connection with the collection of bond and note coupons; (iv) hold directly, or through the Book Entry System or Depository, all rights issued with respect to any Securities held by Custodian hereunder; and (v) upon receipt of Written Instructions from Bank, Custodian will exchange Securities held hereunder for other securities and/or cash in connection with (A) any conversion privilege, reorganization, recapitalization, redemption in kind, consolidation, tender offer or exchange offer, or (B) any exercise, subscription, purchase or other similar rights.

3. <u>Events of Default</u>

In the event Bank shall fail to pay Public Entity any amount of the Uninsured Deposits by Public Entity covered by this Agreement in accordance with the terms of such Deposit, or should Bank fail or suspend active operations, the

Uninsured Deposits in such Bank shall become due and payable immediately and Public Entity shall have the right to unilaterally demand delivery of all Securities and/or cash in the Account by Written Instructions to Custodian and to sell such securities at public or private sale. In the event of such sale, Public Entity, after deducting all legal expenses and other costs, including reasonable attorneys fees, from the proceeds of such sale, shall apply the remainder towards any one or more of the liabilities of Bank to Public Entity and shall return the surplus, if any, to Bank.

4. Representation and Warranties

(a) Representations of Bank. Bank represents and warrants, which representations and warranties shall be deemed to be continuing, that:

(i) this Agreement has been legally and validly entered into, does not and will not violate any statute or regulation applicable to it and is enforceable against Bank in accordance with its terms;

(ii) it is the legal and actual owner, free and clear of all liens and claims, of all Securities pledged pursuant to this Agreement;

(iii) this Agreement was executed by an officer of Bank who was authorized by Bank's board of directors to do so and will at all times be maintained as an official record of Bank;

(iv) all Securities and cash held by Custodian hereunder are eligible to secure Public Entity's deposits at Bank under applicable statutes or regulations and the Market Value of the Securities held by Custodian hereunder at all times meet the requirements of such statutes or regulations;

(v) Bank is a bank or trust company duly authorized to do business in the state where it is located;

(vi) all acts, conditions and things required to exist, happen or to be performed on its part precedent to and in the execution and delivery of this Agreement exist or have happened or have been performed.

(b) Representations of Public Entity. Public Entity hereby represents and warrants, which representations and warranties shall be deemed to be continuing, that:

(i) this Agreement has been legally and validly entered into, does not and will not violate any statute or regulation applicable to it and is enforceable against Public Entity in accordance with its terms;

(ii) the appointment of Custodian has been duly authorized by Public Entity and this Agreement was executed by an officer of Public Entity duly authorized to do so;

(iii) it will not transfer, assign its interests in or the rights with respect to any Securities pledged pursuant to this Agreement, except as authorized pursuant to Section 3 of the Agreement;

(iv) all acts, conditions and things required to exist, happen or to be performed on its part precedent to and in the execution and delivery of this Agreement exist or have happened or have been performed.

5. Concerning Custodian

(a) Custodian shall not be liable for any loss or damage, including counsel fees, resulting from its action or omission to act or otherwise, except for any loss or damage arising out of its own negligence or willful misconduct, and shall have no obligation hereunder for any loss or damage, including counsel fees, which are sustained or incurred by reason of any action or inaction by the Book Entry System or any Depository. In no event shall Custodian be liable to Public Entity, Bank or any third party for special, indirect or consequential damages, or lost profits or loss of business, arising in connection with this Agreement. Custodian may, with respect to questions of law, apply for and obtain the advice and opinion of counsel and shall be fully protected with respect to anything done or omitted by it in good faith and conformity with such advice or opinion. Public Entity and Bank agree, jointly and severally, to indemnify Custodian and to hold it harmless against any and all costs, expenses, damages, liabilities or claims, including reasonable fees and expenses of counsel, which Custodian may sustain or incur or which may be asserted against Custodian by reason of or as a result of any action taken or omitted by Custodian in connection with operating under this Agreement, except those costs, expenses, damages, liabilities or claims arising out of the negligence or willful misconduct of Custodian or any of its employees or duly appointed agents. This indemnity shall be a continuing obligation of Public Entity and Bank notwithstanding the termination of this Agreement.

(b) Custodian shall not be responsible for, or considered to be custodian of, any Securities received by it for deposit in the Account until Custodian actually receives and collects such Securities directly or by the final crediting of Custodian's account on the books of the Book Entry System or the appropriate Depository. Custodian will be entitled to reverse any credits made on Public Entity's behalf where such credits have been previously made and the Securities are not finally collected.

(c) Custodian shall have no duties or responsibilities whatsoever except such duties and responsibilities as are specifically set forth in this Agreement and no covenant or obligation shall be implied against Custodian in connection with this Agreement.

(d) Public Entity's authorized officer, upon reasonable notice, shall have access to Custodian's books and records maintained with respect to Public Entity's interest in the Account during Custodian's normal business hours. Upon the reasonable request of Public Entity, copies of any such books and records shall be provided by Custodian to Public Entity or Public Entity's authorized officer at Public Entity's expense.

(e) In performing hereunder, Custodian may enter into subcontracts, agreements and understandings with third parties (including subsidiaries of The Bank of New York Mellon Corporation), whenever and on such terms and conditions as it deems necessary or appropriate. No such subcontract, agreement or understanding shall discharge Custodian from its obligations hereunder.

(f) Reliance on Pricing Services. Custodian is authorized to utilize any generally recognized pricing information service (including brokers and dealers of securities) in order to provide Market Values hereunder, and Bank and Public Entity agree that Custodian shall not be liable for any loss, damage, expense, liability or claim (including attorneys' fees) incurred as a result of errors or omissions of any such pricing information service, broker or dealer.

(g) Force Majeure. Custodian shall not be responsible or liable for any failure or delay in the performance of its obligations under this Agreement arising out of or caused, directly or indirectly, by circumstances beyond its reasonable control, including without limitation, acts of God, earthquakes, fires, floods, wars, civil or military disturbances, sabotage, epidemics, riots, loss or malfunctions of utilities, computer (hardware or software) or communications service, labor disputes, acts of civil or military authority, or governmental, judicial or regulatory action; provided however, that Custodian shall use its best efforts to resume normal performance as soon as practicable under the circumstances.

6. Termination

Any of the parties hereto may terminate this Agreement by giving to the other parties a notice in writing specifying the date of such termination, which shall be the earlier of (i) not less than 90 days after the date of giving such notice or (ii) the date on which the Deposits are repaid in full. Such notice shall not affect or terminate Public Entity's security interest in the Securities in the Account. Upon termination hereof, Custodian shall follow such reasonable Written Instructions of Bank and Public Entity concerning the transfer of custody of Securities and/or cash, collateral records and other items. Upon the date set forth in the termination notice, this Agreement shall terminate except as otherwise provided herein and all obligations of the parties to each other hereunder shall cease.

7. Miscellaneous

(a) Public Entity and Bank each agrees to furnish to Custodian a new Certificate in the event that any present Authorized Person ceases to be an Authorized Person or in the event that any other Authorized Persons are appointed and authorized. Until such new Certificate is received, Custodian shall be fully protected in acting upon Oral or Written Instructions or signatures of the present Authorized Persons.

(b) Custodian shall be entitled to rely upon any Certificate, Written or Oral Instruction actually received by Custodian and reasonably believed by Custodian to be duly authorized and delivered. Bank and Public Entity each agrees to forward to Custodian Written Instructions confirming Oral Instructions in such manner so that such Written Instructions are received by Custodian by the close of business of the same day that such Oral Instructions are given to Custodian. Bank and Public Entity each agrees that the fact that such confirming Written Instructions are not received or that contrary instructions are received by Custodian shall in no way affect the validity or enforceability of the transactions previously authorized and effected by Custodian.

(c) Any Written Instructions or other instrument in writing authorized or required by this Agreement shall be given to Custodian and shall be sufficiently given if sent to Custodian by regular mail to its offices at 101 Barclay Street, 4th Floor, New York, New York 10286, Attention: Manager, GCS Collateral Management, or at such other place as Custodian may from time to time designate in writing.

(d) Any notice or other instrument in writing authorized or required by this Agreement to be given to Bank shall be sufficiently given if sent to Bank by regular mail to its offices at 38 Fountain Square, Cincinnati, Ohio 45202, or at such other place as Bank may from time to time designate in writing.

(e) Any notice or other instrument in writing, authorized or required by this Agreement to be given to Public Entity shall be sufficiently given if sent to Public Entity by regular mail to its offices at ____, or at such other offices as Public Entity may from time to time designate in writing.

(f) In case any provision in or obligation under this Agreement shall be invalid, illegal or unenforceable in any jurisdiction, the validity, legality and enforceability of the remaining provisions or obligations shall not in any way be affected or impaired thereby and if any provision is inapplicable to any person or circumstances, it shall nevertheless remain applicable to all other persons and circumstances.

(g) This Agreement may not be amended or modified in any manner except by written agreement executed by all of the parties hereto.

(h) This Agreement shall extend to and be binding upon the parties hereto, and their respective successors and assigns; provided however, that this Agreement shall not be assignable by any party without the written consent of the other parties.

(i) This Agreement shall be construed in accordance with the substantive laws of the State of New York, without regard to conflicts of laws principles thereof. Bank, Public Entity and Custodian hereby consent to the jurisdiction of a state or federal court situated in New York City, New York in connection with any dispute arising hereunder. Bank, Public Entity and Custodian hereby irrevocably waive, to the fullest extent permitted by applicable law, any objection which it may now or hereafter have to the laying of venue of any such proceeding brought in such a court and any claim that such proceeding brought in such a court has been brought in an inconvenient forum. Bank, Public Entity and Custodian each hereby irrevocably waives any and all rights to trial by jury in any legal proceeding arising out of or relating to this Agreement.
.

(j) Waiver of Immunity. To the extent that in any jurisdiction any party may now or hereafter be entitled to claim, for itself or its assets, immunity from suit, execution, attachment (before or after judgment) or other legal process, each party irrevocably agrees not to claim, and it hereby waives, such immunity in connection with this Agreement.

8. Definitions

Whenever used in this Agreement, the following terms shall have the following meanings:

(a) "Account" shall mean the custodial account established with Custodian for the benefit of Public Entity as secured party in accordance with this Agreement.

(b) "Authorized Person" shall be any officer of Public Entity or Bank, as the case may be, duly authorized to give Oral Instructions or Written Instructions on behalf of Public Entity or Bank, such persons to be designated in a Certificate substantially in the form of Exhibit "A" attached hereto, as such Exhibit may be amended from time to time.

(c) "Book Entry System" shall mean the Federal Reserve/Treasury Book Entry System for receiving and delivering U.S. Government Securities.

(d) "Business Day" shall mean any day on which Custodian and Bank are open for Business and on which the Book Entry System and/or the Depositories are open for business.

(e) "Certificate" shall mean the Certificate attached hereto as Exhibit "A".

(f) "Depository" shall include the Depository Trust Company and any other securities depository and clearing agency (and their successors and nominees) registered with the Securities and Exchange Commission or otherwise regulated by appropriate federal or state agencies as a securities depository or clearing agency.

(g) "Deposits" shall mean all deposits by Public Entity in Bank that are available for all uses generally permitted by Bank to Public Entity for actually and finally collected funds under Bank's account agreement or policies.

(h) "Market Value" shall mean, with respect to any Security held in the Account, the market value of such Security as made available to Custodian by a generally recognized source selected by Custodian plus, if not reflected in the market value, any accrued interest thereon, or, if such source does not make available a market value, the market value shall be as determined by Custodian in its sole discretion based on information furnished to Custodian by one or more brokers or dealers; provided however that, if agreed in writing by the parties hereto, Bank may provide Custodian with such Market Values.

(i) "Nationally Recognized Statistical Rating Organization" shall mean Moody's, Standard and Poor's, Fitch, Duff and Phelps, BankWatch and IBCA.

(j) "Oral Instructions" shall mean verbal instructions actually received by Custodian from an Authorized Person or from a person reasonably believed by Custodian to be an Authorized Person.

(k) "Substitute Securities" shall have the meaning set forth in paragraph b of Section 1 of this Agreement.

(l) "Uninsured Deposits" shall mean that portion of Public Entity's Deposits with Bank which exceeds the insurance coverage available from the Federal Deposit Insurance Corporation.

(m) "Written Instructions" shall mean written communications actually received by Custodian from an Authorized Person or from a person reasonably believed by Custodian to be an Authorized Person by a computer, telex, telecopier or any other system whereby the receiver of such communications is able to verify by codes or otherwise with a reasonable degree of certainty the identity of the sender of such communication.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective officers thereunto duly authorized and their respective seals to be hereunto affixed, as of the day and year first above written.

______________________________	______________________________
	FIFTH THIRD BANK
By:___________________________	By:___________________________
Title:	Title:
	THE BANK OF NEW YORK MELLON
	By:___________________________
	Title:

EXHIBIT A
CERTIFICATE OF AUTHORIZED PERSONS
(Public Entity - Oral and Written Instructions)

The undersigned hereby certifies that he/she is the duly elected and acting ______________________ of ____ (the "Public Entity"), and further certifies that the following officers or employees of Public Entity have been duly authorized in conformity with Public Entity's ____________________ to deliver Oral and Written Instructions to The Bank of New York Mellon ("Custodian") pursuant to the Third Party Custodian Agreement between Public Entity, Fifth Third Bank ("Bank") and Custodian dated _______________, and that the signatures appearing opposite their names are true and correct:

Name	Title	Signature
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________
________________________	____________________	____________________________

This certificate supersedes any certificate of authorized individuals you may currently have on file.

[seal] ____

Title:

Date:

EXHIBIT B
SCHEDULE OF ELIGIBLE COLLATERAL

Third Party Custodian Agreement (Collateralized Municipal Deposits) dated as of ______________, among ______________________________ ("Local Gov't"),
Fifth Third Bank ______________________________ ("Bank") and The Bank of New York Mellon ("Custodian"),

	Yes/No	Margin
U.S. TREASURIES		
BILLS	YES	110
BONDS	YES	110
NOTES	YES	110
STRIPS	NO	
SYNTHETIC TREASURIES	NO	
(e.g.CATS,COUGRS,TIGRS)	NO	
AGENCY DEBENTURES		
FAMC (Fed Agriculture Mtge Corp)	YES	110
FCFAC (Farm Credit Finan. Asst.)	YES	110
FFCB (Farm Credit System Banks)	YES	110
FmHA (Farmers Home Admin.)	YES	110
FHLB (Federal Home Loan Banks)	YES	110
FHLMC (Federal Home Loan Mtge)	YES	110
FICO (Financing Corporation)	YES	110
FLBB (Federal Land Bank Bonds)	NO	
FNMA (Federal Nat'l Mtge Corp)	YES	110
REFCO (Resolution Funding Corp)	YES	110
SLMA (Student Loan Mtge Corp)	YES	110
TVA (Tennessee Valley Authority)	YES	110
USPS (U.S. States Postal Service)	NO	
AGENCY STRUCTURED NOTES	NO	
INTERNATIONAL AGENCIES		
ADBB (Asian Development Bank)	NO	
AFDB (African Development Bank)	NO	
IADB (Inter-American Dev. Bank)	NO	
IFCO (International Finance Corp)	NO	
WLDB (World Bank)	NO	
FDIC Guaranteed Debt under TLGP		
CASH	YES	100

	Yes/No	Margin
GNMA		
TRUST RECEIPTS	YES	110
GNMA I/II-SINGLE FAMILY	YES	110
GNMA I/II-OTHERS-FIXED RATE	YES	110
GNMA I/II OTHERS-ADJUST. RATE	YES	110
AGENCY MORTGAGE BACKS		
TRUST RECEIPTS	YES	110
PASS THROUGHS-FIXED RATE	YES	110
PASS THROUGHS-ADJUST. RATE	YES	110
MBS STRIPS (IO,PO,RECOMB)	YES	110
AGENCY REMICS/CMOS		
REMIC TYPES:		
RESIDUALS	YES	110
INVERSE IO FLOATERS	YES	110
IOETTES	YES	110
INTEREST ONLY (IO)	YES	110
PRINCIPAL ONLY (PO)	YES	110
INVERSE FLOATERS	YES	110
SUPER FLOATERS	YES	110
COMPANION FLOATERS	YES	110
SEQUENTIAL AND OTHER FLOATERS	YES	110
PAC & OTHER SCHEDULED FLOATERS	YES	110
Z BONDS	YES	110
COMPANION BONDS	YES	110
SEQUENTIAL BONDS	YES	110
TAC BONDS	YES	110
PAC & OTHER SCHEDULED BONDS	YES	110
MUNICIPAL BOND		
MUNICIPAL BONDS **(≥BBB-,Baa3,BBB-)**	NO	
MUNICIPAL BONDS **(≤ BB+,Ba1,BB+)**	NO	

PRIVATE LABELS CMOS	Yes/No	Margin
≥BBB-,Baa3,BBB-	NO	
≤ BB+,Ba1,BB+	NO	
CMO TYPES:		
RESIDUALS	NO	
INVERSE IO FLOATERS	NO	
IOETTES	NO	
INTEREST ONLY (IO)	NO	
PRINCIPAL ONLY (PO)	NO	
INVERSE FLOATERS	NO	
SUPER FLOATERS	NO	
COMPANION FLOATERS	NO	
SEQUENTIAL AND OTHER FLOATERS	NO	
PAC & OTHER SCHEDULED FLOATERS	NO	
Z BONDS	NO	
COMPANION BONDS	NO	
SEQUENTIAL BONDS	NO	
TAC BONDS	NO	
PAC & OTHER SCHEDULED BONDS	NO	
ASSET BACKED SECURITIES		
ASSET BACKED SECURITIES **(≥BBB-,Baa3,BBB-)**	NO	
ASSET BACKED SECURITIES **(≤ BB+,Ba1,BB+)**	NO	
CORPORATES		
CORPORATE BOND **(≥BBB-,Baa3,BBB-)**	NO	
CORPORATE BOND **(≤ BB+,Ba1,BB+)**	NO	
MEDIUM-TERM NOTE **(≥BBB-,Baa3,BBB-)**	NO	
MEDIUM-TERM NOTE **(≤ BB+,Ba1,BB+)**	NO	
MONEY MARKETS		
COMMERCIAL PAPER **(≥A1/P1/F1)**	NO	
COMMERCIAL PAPER **(≤A2/P2/F2)**	NO	
BANKERS ACCEPTANCE	NO	
CD (DOMESTIC & EURO)	NO	
BANK NOTES	NO	

BUYER ACKNOWLEDGES AND AGREES THAT IF A CLASS OF SECURITY CONTAINS NEW ISSUES OF SECURITIES, SUCH NEW ISSUES OF SECURITIES SHALL BE DEEMED TO BE ELIGIBLE COLLATERAL.

[LOCAL GOVERNMENT]

By:
Title:
Date:

[BANK]

By:
Title:
Date:

ACCEPTED:
THE BANK OF NEW YORK MELLON

By:
Title:
Date:

PUBLIC DISCLOSURE

November 28, 2016

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Fifth Third Bank
RSSD #723112

38 Fountain Square Plaza
Cincinnati, Ohio

Federal Reserve Bank of Cleveland

P.O. Box 6387
Cleveland, Ohio 44101-1387

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 the safe and sound operation of the institution. This evaluation is not, nor should it 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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INSTITUTION'S CRA RATING: Outstanding

The following table indicates the performance level of Fifth Third Bank with respect to the lending, investment, and service tests.

PERFORMANCE LEVELS	FIFTH THIRD BANK PERFORMANCE TESTS		
	Lending Test*	**Investment Test**	**Service Test**
Outstanding	X	X	
High Satisfactory			X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

* Note: The lending test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors supporting the institution's rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A leader in making community development loans;
- An extensive use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership role in providing community development investments and grants;
- Retail delivery systems that are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility (good) of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

DESCRIPTION OF INSTITUTION

Overview

Fifth Third Bank (Fifth Third) is a wholly owned subsidiary of Fifth Third Bancorp, a bank holding company headquartered in Cincinnati, Ohio. As of September 30, 2016, Fifth Third Bancorp reported total assets of $143.3 billion and Fifth Third reported total assets of $140.8 billion. As of June 30, 2016, Fifth Third had approximately 1,263 branches across its footprint in 12 states, including Florida, Georgia, Illinois, Indiana, Kentucky, Michigan, Missouri, North Carolina, Ohio, Pennsylvania, Tennessee, and West Virginia. During the evaluation period, Fifth Third exited both the St. Louis, Missouri and Pittsburgh, Pennsylvania markets; the branches were sold in these assessment areas by January 2016 and April 2016, respectively.

Nonbank Subsidiaries

Fifth Third requested to include lending by its nonbank subsidiaries in this performance evaluation. These subsidiaries include Fifth Third Mortgage Company, which processes and funds most purchase money and refinance mortgage lending for the corporation and services all mortgage lending for the corporation, and Fifth Third Mortgage MI LLC, which processes and funds purchase money and refinance mortgage lending primarily in Michigan.

Fifth Third Community Development Corporation (CDC) is a holding company nonbank subsidiary organized primarily for making investments in small business investment companies, other qualifying business ventures, and affordable housing tax credit deals. As of September 30, 2016, the CDC had assets of $1.7 billion. The CDC is a primary contributor to Fifth Third's investment test under CRA.

Business Lines

Fifth Third operates with three primary business lines. Consumer banking consists of branch banking, consumer lending, and real estate lending. Commercial banking provides loans, deposits, cash management, capital markets, leasing, and financing to small and large companies. The Investment Advisor area is comprised of five businesses:

- Private banking – provides financial services to affluent clients;
- Fifth Third Securities – offers retirement, investment, and brokerage services;
- Fifth Third Insurance – sells insurance products and services;
- ClearArc Capital, Inc. – provides asset management services to institutional clients; and,
- Fifth Third Institutional Services – offers consulting, investment, and recordkeeping services for profit and non-profit institutions.

Assessment Areas

The following summarizes Fifth Third's assessment areas evaluated as part of this CRA performance evaluation:

Multi-state

- Chicago-Naperville IL-IN-WI Combined Statistical Area (CSA) #176, consisting of the following three Metropolitan Statistical Areas (MSAs):
  - Chicago-Naperville-Elgin IL-IN-WI MSA #16980, consisting of the following four Metropolitan Divisions (MDs):
    - Chicago-Naperville-Arlington Heights IL MD #16974, consisting of Cook, DuPage, Kendall, McHenry, and Will counties (excluding Grundy County)
    - Elgin IL MD #20994, consisting of DeKalb and Kane counties
    - Gary IN MD #23844, consisting of Jasper, Lake, and Porter counties (excluding Newton County)
    - Lake County-Kenosha County IL-WI MD #29404, consisting of Lake County in Illinois (excluding Kenosha County in Wisconsin)
  - Kankakee IL MSA #28100, consisting of Kankakee County
  - Michigan City-LaPorte IN MSA #33140, consisting of LaPorte County
- Cincinnati OH-KY-IN MSA #17140, consisting of Brown, Butler, Clermont, Hamilton, and Warren counties in Ohio; Dearborn and Ohio counties in Indiana; and Boone, Campbell, Gallatin, Grant, Kenton, and Pendleton counties in Kentucky (excluding Union County in Indiana and Bracken County in Kentucky)
- Evansville IN-KY MSA #21780, consisting of Posey, Vanderburgh, and Warrick counties in Indiana and Henderson County in Kentucky
- Huntington-Ashland WV-KY-OH MSA #26580, consisting of Boyd and Greenup counties in Kentucky, Lawrence County in Ohio, and Cabell, Lincoln, Putnam, and Wayne counties in West Virginia
- Louisville/Jefferson County KY-IN MSA #31140, consisting of Clark, Floyd, and Harrison counties in Indiana and Bullitt, Jefferson, Oldham, and Shelby counties in Kentucky (excluding Scott and Washington counties in Indiana and Henry, Spencer, and Trimble counties in Kentucky)
- South Bend-Elkhart-Mishawaka IN-MI CSA #515, consisting of the following three MSAs:
  - Elkhart-Goshen IN MSA #21140, consisting of Elkhart County
  - Niles-Benton Harbor MI MSA #35660, consisting of Berrien County
  - South Bend-Mishawaka IN-MI MSA #43780, consisting of St. Joseph County in Indiana and Cass County in Michigan

Florida

- Cape Coral-Fort Myers FL MSA #15980, consisting of Lee County
- Jacksonville FL MSA #27260, consisting of Clay, Duval, and St. Johns counties (excluding Baker and Nassau counties)
- Lakeland-Winter Haven FL MSA #29460, consisting of Polk County
- Miami-Fort Lauderdale-West Palm Beach FL MSA #33100, consisting of the following two MDs (excluding Miami-Dade County[1]):
  - Fort Lauderdale-Pompano Beach-Deerfield Beach FL MD #22744, consisting of Broward County
  - West Palm Beach-Boca Raton-Delray Beach FL MD #48424, consisting of Palm Beach County
- Naples-Immokalee-Marco Island FL MSA #34940, consisting of Collier County
- Orlando-Deltona-Daytona Beach FL CSA #422, consisting of the following two MSAs:
  - Deltona-Daytona Beach-Ormond Beach FL MSA #19660, consisting of Volusia County (excluding Flagler County)
  - Orlando-Kissimmee-Sanford FL MSA #36740, consisting of Lake, Orange, Osceola, and Seminole counties
- North Port-Sarasota FL CSA #412, consisting of the following two MSAs:
  - North Port-Bradenton-Sarasota FL MSA #35840, consisting of Manatee and Sarasota counties
  - Punta Gorda FL MSA #39460, consisting of Charlotte County
- Tampa-St. Petersburg-Clearwater FL MSA #45300, consisting of Hillsborough, Pasco, and Pinellas counties (excluding Hernando County)

Georgia

- Atlanta-Sandy Springs-Roswell GA MSA #12060, consisting of Clayton, Cobb, DeKalb, Douglas, Forsyth, Fulton, Gwinnett, Paulding, Rockdale, and Walton counties (excluding Barrow, Bartow, Butts, Cherokee, Coweta, Dawson, Fayette, Haralson, Heard, Henry, Jasper, Lamar, Morgan, Meriwether, Newton, Pickens, Pike, and Spalding counties)
- Augusta-Richmond County GA-SC MSA #12260, consisting of Columbia and Richmond Counties in Georgia (excluding Burke, Lincoln, and McDuffie counties in Georgia and Aiken and Edgefield counties in South Carolina)

Illinois

- Carbondale-Marion IL MSA #16060, consisting of Williamson County (excluding Jackson County)

[1] Miami-Miami Beach-Kendall FL MD #33124

- Non-metropolitan Northern Illinois, consisting of Lee, Stephenson, and Whiteside counties
- Non-metropolitan Southern Illinois, consisting of Effingham and Jefferson counties
- Rockford IL MSA #40420, consisting of Boone and Winnebago counties

Indiana

- Bloomington IN MSA #14020, consisting of Monroe and Owen counties
- Fort Wayne IN MSA #23060, consisting of Allen County (excluding Wells and Whitley counties)
- Indianapolis-Carmel-Muncie IN CSA #294, consisting of following two MSAs:
  - Columbus IN MSA #18020, which encompasses all of Bartholomew County
  - Indianapolis-Carmel-Anderson IN MSA #26900, consisting of Boone, Brown, Hamilton, Hancock, Hendricks, Johnson, Madison, Marion, Morgan, Putnam, and Shelby counties
- Lafayette-W. Lafayette IN MSA #29200, consisting of Benton and Tippecanoe counties (excluding Carroll County)
- Non-metropolitan Northern Indiana, consisting of Adams and Steuben counties
- Non-metropolitan Southern Indiana, consisting of Decatur, Dubois, Fayette, Franklin, Gibson, Knox, Orange, Parke, Perry, Pike, Ripley, Rush, and Spencer counties
- Terre Haute IN MSA #45460, consisting of Clay, Sullivan, Vermillion, and Vigo counties

Kentucky

- Lexington-Fayette KY MSA #30460, consisting of Bourbon, Clark, Fayette, Jessamine, Scott, and Woodford counties
- Non-metropolitan Eastern Kentucky, consisting of Anderson, Franklin, Harrison, Madison, and Mercer counties
- Non-metropolitan Western Kentucky, consisting of Crittenden, Hopkins, Lyon, and Union counties
- Owensboro KY MSA #36980, consisting of Daviess County (excluding Hancock and McLean Counties)

Michigan

- Battle Creek MI MSA #12980, consisting of Calhoun County
- Detroit-Warren-Ann Arbor MI CSA #220, consisting of the following four MSAs:
  - Ann Arbor MI MSA #11460, consisting of Washtenaw County
  - Detroit-Warren-Dearborn MI MSA #19820, which encompasses the following two MDs:
    - Detroit-Livonia-Dearborn MI MD #19804, consisting of Wayne County

    - Warren-Farmington Hills-Troy MI MD #47644, consisting of Livingston, Macomb, Oakland, and St. Clair Counties (excluding Lapeer County)
  - Flint MI MSA #22420, consisting of Genesee County
  - Monroe MI MSA #33780, consisting of Monroe County
- Grand Rapids-Wyoming-Muskegon MI CSA #266, consisting of the following two MSAs:
  - Grand Rapids-Wyoming MI MSA #24340, which encompasses Barry, Kent, Montcalm, and Ottawa counties
  - Muskegon MI MSA #34740, consisting of Muskegon County
- Jackson MI MSA #27100, consisting of Jackson County
- Kalamazoo-Portage MI MSA #28020, consisting of Kalamazoo and Van Buren counties
- Lansing-East Lansing MI MSA #29620, consisting of Clinton, Eaton, and Ingham counties
- Non-metropolitan Northern Michigan, consisting of Antrim, Benzie, Charlevoix, Clare, Crawford, Emmet, Grand Traverse, Isabella, Kalkaska, Lake, Leelanau, Mason, Mecosta, Missaukee, Oceana, Oscoda, Otsego, Roscommon, and Wexford counties
- Non-metropolitan Southern Michigan, consisting of Allegan, Hillsdale, Ionia, Newaygo, St. Joseph, and Shiawassee counties
- Saginaw-Midland-Bay City MI CSA #474, consisting of the following three MSAs:
  - Bay City MI MSA #13020, consisting of Bay County
  - Midland MI MSA #33220, consisting of Midland County
  - Saginaw MI MSA #40980, consisting of Saginaw County

Missouri

- St. Louis MO-IL MSA #41180, consisting of St. Louis City, St. Louis County, and St. Charles County in Missouri (excluding Bond, Calhoun, Clinton, Jersey, Macoupin, Madison, Monroe, and St. Clair counties in Illinois and Franklin, Jefferson, Lincoln, and Warren Counties in Missouri)

North Carolina

- Asheville NC MSA #11700, consisting of Buncombe County (excluding Haywood, Henderson, and Madison counties)
- Charlotte-Gastonia-Concord NC-SC MSA #16740, consisting of Cabarrus, Gaston, Iredell, Lincoln, Mecklenburg, Rowan, and Union counties in North Carolina (excluding Chester, Lancaster, and York counties in South Carolina)
- Hickory-Lenoir-Morganton NC MSA #25860, consisting of Catawba County (excluding Alexander, Burke, and Caldwell counties)

- Non-metropolitan Western North Carolina, consisting of Alleghany, Ashe, Avery, Cleveland, Lincoln, McDowell, Rutherford, Transylvania, and Watauga counties
- Raleigh-Cary NC MSA #39580, consisting of Wake County (excluding Franklin and Johnston Counties)

Ohio

- Cleveland-Akron-Canton OH CSA #184, consisting of the following three MSAs:
  - Akron OH MSA #10420, consisting of Portage and Summit counties
  - Canton-Massillon OH MSA #15940, consisting of Stark County (excluding Carroll County)
  - Cleveland-Elyria OH MSA #17460, consisting of Cuyahoga, Geauga, Lake, Lorain, and Medina counties
- Columbus OH MSA #18140, consisting of Delaware, Fairfield, Franklin, Licking, Madison, Pickaway, and Union counties (excluding Hocking, Morrow, and Perry counties)
- Dayton-Springfield-Sidney OH CSA #212, consisting of the following two MSAs:
  - Dayton OH MSA #19380, consisting of Greene, Miami, and Montgomery counties
  - Springfield OH MSA #44220, consisting of Clark County
- Lima OH MSA #30620, consisting of Allen County
- Non-metropolitan Northwestern Ohio, consisting of Auglaize, Champaign, Darke, Defiance, Erie, Hancock, Huron, Logan, Marion, Ottawa, Sandusky, Seneca, Shelby, and Williams counties
- Non-metropolitan Southwestern Ohio, consisting of Adams, Athens, Clinton, Fayette, Highland, Pike, Preble, Ross, and Scioto counties
- Toledo OH MSA #45780, consisting of Fulton, Lucas, and Wood counties

Pennsylvania

- Pittsburgh PA MSA #38300, consisting of Allegheny County and portions of Washington and Westmoreland counties (excluding Armstrong, Beaver, Butler, and Fayette counties)

Tennessee

- Knoxville TN MSA #28940, consisting of Knox County (excluding Anderson, Blount, Campbell, Grainger, Loudon, Morgan, Roane, and Union counties)
- Nashville-Davidson-Murfreesboro-Franklin TN MSA #34980, consisting of Davidson, Rutherford, Sumner, Williamson, and Wilson counties (excluding Cannon, Cheatham, Dickson, Hickman, Macon, Maury, Robertson, Smith, and Trousdale counties)

West Virginia

- Charleston WV MSA #16620, consisting of Kanawha County (excluding Boone and Clay counties)

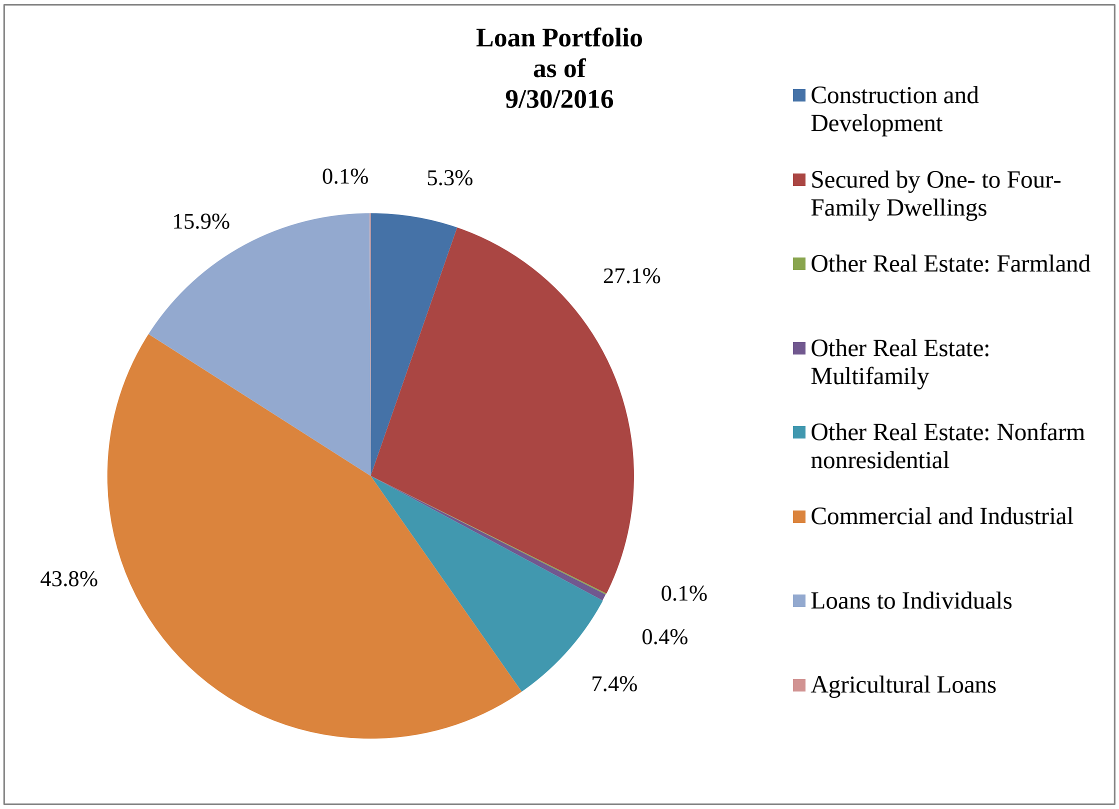
Financial Overview

Fifth Third offers a wide variety of consumer, residential real estate, commercial, and agricultural loan products to fulfill the credit needs of the residents and businesses in its assessment areas. Consumer loan products include auto loans, personal lines of credit, installment loans, home equity loans, mortgage loans, and credit cards. Fifth Third also offers construction lending and commercial loan products, including loans and lines of credit, business credit cards, and Small Business Administration (SBA) loans.

The following charts display Fifth Third's loan portfolio composition as of September 30, 2016.

COMPOSITION OF LOAN PORTFOLIO						
	9/30/2016		12/31/2015		12/31/2014	
Loan Type	$ (000s)	Percent	$ (000s)	Percent	$ (000s)	Percent
Construction and Development	4,465,600	5.3%	3,666,825	4.4%	2,565,345	3.2%
Secured by One- to Four- Family Dwellin	22,719,047	27.1%	22,027,731	26.5%	21,815,424	26.8%
Other Real Estate: Farmland	60,397	0.1%	57,637	0.1%	64,461	0.1%
Other Real Estate: Multifamily	344,062	0.4%	337,490	0.4%	338,622	0.4%
Other Real Estate: Nonfarm nonresidenti	6,248,301	7.4%	6,352,442	7.6%	6,784,396	8.3%
Commercial and Industrial	36,741,176	43.8%	36,010,773	43.3%	34,424,958	42.4%
Loans to Individuals	13,321,924	15.9%	14,680,522	17.6%	15,150,132	18.6%
Agricultural Loans	51,433	0.1%	84,606	0.1%	109,590	0.1%
Total	*$83,951,940*	*100.00%*	*$83,218,026*	*100.00%*	*$81,252,928*	*100.00%*

* This table does not include the entire loan portfolio. Specifically, it excludes loans to depository institutions, bankers acceptances, lease financing receivables, obligations of state and political subdivisions, and other loans that do not meet any other category. Contra assets are also not included in this table.



Fifth Third's loan portfolio includes products that provide flexible repayment terms to help meet the credit needs of low- and moderate-income borrowers and small businesses. Fifth Third also originates Federal Housing Administration (FHA) loans for home purchase and refinances and works with many state and local agencies that offer first-time homebuyer mortgages and/or down payment assistance for low- and moderate-income borrowers. Finally, Fifth Third developed a department to better align CRA and the CDC to achieve a comprehensive strategy for CRA lending performance and community connectivity.

For small businesses, Fifth Third made changes to streamline the financial document submission process to reduce duplicate requests to customers and reduce time from application submission to decision. Fifth Third is an active SBA lender. The SBA ranked Fifth Third the 36th highest volume lender nationwide by dollar volume for its 7(a) loan program through the fourth quarter of fiscal year 2016.[2] The 7(a) program is the SBA's most common loan program, offering funds to small businesses with flexible repayment terms for multiple purposes. Fifth Third improved the SBAExpress underwriting process in order to reduce the application to funding time by half and updated underwriting guidelines for the business line of credit on deals less than $100,000 to improve the number approved and remove the inconvenience of closing. Several community contacts expressed the need to streamline the small business application process and increase access to small-dollar loans up to $100,000.

[2] https://www.sba.gov/lenders-top-100

Fifth Third's investment portfolio as of September 30, 2016, was $34.2 billion, which represented 24.3% of total assets. Investments in U.S. Treasuries and Agency Securities accounted for 47.0% of investments, while interest-bearing bank balances comprised 8.8% of investments. The remaining 44.2% of total investments consisted of municipal securities, foreign debt securities, trading account assets, and all other securities.

No known legal impediments exist that would restrain Fifth Third from meeting the credit needs of its assessment areas.

Previous Public Evaluation

Fifth Third received a "Needs to Improve" rating as a result of the January 6, 2014 CRA Performance Evaluation completed by the Federal Reserve Bank of Cleveland. The lending test was rated "High Satisfactory," the investment test was rated "Outstanding," and the service test was rated "High Satisfactory." However, the rating was adjusted downward based on evidence of discriminatory and other illegal credit practices noted during the evaluation period and considered in assigning the overall rating.

SCOPE OF EXAMINATION

For the purpose of this evaluation, Fifth Third had a total of 57 CRA assessment areas across 12 states. Fifth Third is an interstate bank; therefore, the scope of this evaluation includes a full-scope review of at least one assessment area in each state where Fifth Third has branches. Each assessment area was reviewed for lending, investment, and service performance utilizing either full- or limited-scope examination procedures. Twenty-two assessment areas were chosen for full-scope review, including six multistate MSAs. Criteria used to select full-scope assessment areas include the volume of HMDA-reportable and CRA small business lending by number of loans and dollar amount as a percentage of statewide lending activity, deposit market share, number of branches, percentage of deposits, amount of community development activity, and other non-financial considerations. Full-scope assessment areas represent the most active markets in each state based on these criteria. Where comparable activity was noted, full-scope assessment areas were considered that were not selected at the previous examination.

The following assessment areas received full-scope reviews:

- ***Multi-state(s):*** Chicago-Naperville, Cincinnati, Evansville, Huntington-Ashland, Louisville-Jefferson County, and South Bend-Elkhart-Mishawaka
- ***Florida:*** Orlando-Deltona-Daytona Beach and Tampa-St. Petersburg-Clearwater
- ***Georgia:*** Atlanta-Sandy Springs-Roswell
- ***Illinois:*** Non-metropolitan area – Southern IL
- ***Indiana:*** Indianapolis-Carmel-Muncie and Non-metropolitan Southern IN
- ***Kentucky:*** Lexington-Fayette
- ***Michigan:*** Detroit-Warren-Ann Arbor and Grand Rapids-Wyoming-Muskegon
- ***Missouri:*** St. Louis
- ***North Carolina:*** Charlotte-Concord-Gastonia
- ***Ohio:*** Cleveland-Akron-Canton and Columbus
- ***Pennsylvania:*** Pittsburgh
- ***Tennessee:*** Nashville-Davidson-Murfreesboro-Franklin
- ***West Virginia:*** Charleston

Limited-scope reviews were completed for the remaining assessment areas.

Michigan, Ohio, and the Cincinnati and Chicago-Naperville multi-state assessment areas had the highest number of branches and largest concentration of lending and deposit activity. Together, these four areas represent more than half of Fifth Third banking centers, ATMs, lending activity, and market share of deposits in this evaluation period. Further, Fifth Third was among the ten largest institutions in each of these markets. As a result, performance in these areas received the greatest weight in determining the overall rating for each test and the institution overall.

Examination Evaluation Period and Products Reviewed

This evaluation included an analysis of HMDA-reportable loans and CRA-reportable small business loans originated between January 1, 2014 and June 30, 2016. HMDA-reportable home purchase, home refinance, and home improvement loans and CRA-reportable small business loans were the major lending products reviewed in this evaluation. HMDA-reportable multi-family loans and CRA-reportable small farm loans were not considered in the overall evaluation due to low activity levels. Fifth Third elected to include loan activity originated through affiliated mortgage companies and in its overall lending analysis, but only loans originated by these affiliates within its assessment areas were included. Other types of consumer loans that can be reported optionally were not included in the analysis.

Community development loans and investments funded between January 1, 2014 and June 30, 2016 were reviewed as part of the lending and investment tests, respectively. Investments funded by its affiliate CDC, the Foundation, and regional banking centers were included in the analysis. Also, investments with community development as a primary purpose that were funded during a prior evaluation period, but still outstanding as of June 30, 2016, were also considered. Finally, community development services that occurred during the evaluation period were included in the service test evaluation.

A summary of the scope of the examination is listed in Appendix A.

Examination Analysis

This evaluation of Fifth Third's lending record in individual assessment areas includes the utilization of and comparison to demographic characteristics. The primary sources for demographic data are the 2010 U.S. Census and 2015 Dun & Bradstreet data. Demographic characteristics of a particular assessment area are useful in analyzing a financial institution's lending record, since they provide a means of estimating loan demand and identifying lending opportunities. To understand small business demand, self-reported data on revenue size and geographic location from business entities are collected and published by Dun & Bradstreet. The demographic data should not be construed as defining an expected level of lending in a particular area or to a particular group of borrowers. The data, along with information about housing and economic conditions, is used to establish performance context and evaluate Fifth Third accordingly.

Loans are evaluated to determine the lending activity inside and outside Fifth Third's assessment areas. In addition, loans inside the assessment area are evaluated based on the geographic and borrower income distribution for each assessment area. The geographic distribution of HMDA loans is assessed by comparing the percentage of loans made in each geography type (low-, moderate-, middle-, and upper-income) to the percentage of owner-occupied units in each geography type. Small business loans are compared to the percentage of small businesses within each geographic income category.

The distribution of HMDA loans by borrower income is assessed by comparing the percentage of loans made to borrowers in each income category (low-, moderate-, middle-, and upper-income) to the percentage of families in each income category. The distribution of small business loans by borrower income is assessed by comparing the percentage of loans made to businesses in each revenue category (less than or equal to $1 million and greater than $1 million) to the percentage of total businesses in each revenue category.

Fifth Third's lending performance was also compared to the performance of aggregate lenders in 2014 and 2015; due to the timing of this evaluation, only 2014 and 2015 aggregate lending data was available. Aggregate lenders include all lenders required to report HMDA-reportable and CRA small business lending data within the respective assessment areas. Lending market share is also discussed to give a better understanding of where Fifth Third ranks within the respective areas. For retail services, Fifth Third's branch distribution analysis was conducted using data as of June 30, 2016.

Changes in the median family income level of branch locations that resulted from changes in census data were considered as part of this analysis. Community development activities were reviewed to determine whether they have community development as a primary purpose and meet the geographic requirements of CRA. The eligibility of a loan, investment, or service is based on demographic information available to Fifth Third at the time the community development activity was undertaken. Qualified community development activities were analyzed from both the quantitative and qualitative perspectives to better understand the volume of activity impacting a particular assessment area, the innovativeness of those activities, and the responsiveness to local community development and credit needs. When appropriate, peer comparisons were conducted using annualized metrics to gauge the relative performance of the institution in a particular assessment area.

In order to better understand assessment area community development and credit needs, several sources were utilized, including publicly accessible data, information submitted by Fifth Third, and plans that describe the community development environment in local markets. Community contact interviews were conducted with representatives from affordable housing, economic development, social service, community revitalization, and governmental organizations operating inside Fifth Third's assessment areas. These individuals have expertise in their respective fields and are familiar with the economic, social, and demographic characteristics and community development opportunities in the assessment area. Information obtained from these interviews helped establish a context for the communities in which Fifth Third operates and gather information on its performance.

In most of Fifth Third's markets, community contacts noted that affordable housing was the most significant concern. In urban communities, homeownership is unattainable for many low-wage workers due to significant housing price increases and many more low- and moderate-income renters are paying a significantly higher share of their income for rent. In rural communities, substandard housing is a significant concern. Community contacts also identified the need for more technical assistance and capital, particularly in the form of small-dollar loans up to $100,000 for small businesses.

Finally, a number of the community contacts stated that low- and moderate-income families and communities are still struggling financially and there is an ongoing need for programs to address financial stability and financial education. Contacts in each market identified opportunities in these key areas for bank participation. More detailed information obtained from individual community contacts is included in the "Description of the Institution's Operations" sections for each full-scope assessment area.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

Lending Test

Fifth Third's lending test performance is rated "Outstanding." Lending performance is excellent in the Chicago-Naperville and Cincinnati multi-state assessment areas and in Florida, Indiana, Michigan, and Ohio. Lending performance is good in the Evansville, Louisville-Jefferson County, and South Bend-Elkhart-Mishawaka multi-state assessment areas and in Georgia, Kentucky, Missouri, North Carolina, Pennsylvania, Tennessee, and West Virginia. Lending performance is adequate in the Huntington-Ashland multi-state assessment area and in Illinois. The geographic distribution of loans throughout the assessment areas is excellent. The penetration of loans among borrowers of different income levels is excellent, and the distribution of loans to businesses of different sizes is good. Additionally, Fifth Third made an excellent level of community development loans. Community development lending was excellent in the Chicago-Naperville and Cincinnati multi-state assessment areas and in Florida, Indiana, and Michigan; good in the Louisville-Jefferson County and South Bend-Elkhart-Mishawaka multi-state assessment areas and in Georgia, Missouri, North Carolina, Ohio, Pennsylvania, and Tennessee; adequate in the Evansville multi-state assessment area and in Illinois, Kentucky, and West Virginia; and poor in the Huntington-Ashland multi-state assessment area. As discussed earlier, Fifth Third's performance in Michigan, Ohio, and the Cincinnati and Chicago-Naperville multi-state assessment areas had the greatest impact on its overall lending performance.

While Fifth Third's lending distribution by geography and borrower income is referenced throughout this report, detailed information about HMDA-reportable and CRA small business loans can be found in Appendices E and F for full- and limited-scope assessment areas, respectively. In some assessment areas and product discussions, specific numbers are quoted from these tables to support relevant points; otherwise, general references are made about performance and the reader should refer to the appendices for specific data.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs of its assessment areas, taking into consideration Fifth Third's strategic objectives, economic conditions, and competitive factors.

While no substantial concentration of loans was identified in excluded counties within Fifth Third's delineated footprint, there were some small concentrations of lending noted in a few assessment areas. In addition to lending, Fifth Third modified existing loans to borrowers under the Home Affordable Modification Program (HAMP) and other real-estate secured modification programs. For example, the 53 Select product offers current Fifth Third borrowers the opportunity to refinance a maturing balloon into an amortizing refinance product. This product may benefit borrowers who do not qualify for another mortgage product due to insufficient equity. Fifth Third provided data about the number and dollar amount of loan modifications made to low- and moderate-income individuals and in low- and moderate-income geographies.

When there was sufficient volume to conduct a meaningful analysis, modified loans were evaluated in order to determine Fifth Third's ability to assist low- and moderate-income homeowners and homeowners in low- and moderate-income geographies avoid foreclosure.

The following table summarizes Fifth Third's lending activity for 2014, 2015, and the first half of 2016. As the data shows, Fifth Third originated more HMDA-related loans than small business loans by number and dollar amount. Due to the higher percentage of loans by number and dollar amount, HMDA-related lending typically had a greater impact on lending ratings. Lending was considered responsive to credit needs in all states and commensurate with deposits in each state and no conspicuous gaps in lending activity by income category were identified. Detailed information about lending activity can be found in each of the multi-state and state sections of this report.

Summary of Lending Activity				
Loan Type	**#**	**%**	**$(000)**	**%**
Home Improvement	4,658		336,995	
Home Purchase	52,874		9,252,623	
Multi-Family	69		150,645	
Refinancing	46,694		7,344,471	
Total HMDA related	**104,295**	**72.4**	**17,084,734**	**76.6**
Small Business	39,184		5,168,689	
Total Small Business related	**39,184**	**27.2**	**5,168,689**	**23.2**
Small Farm	509		48,796	
Total Small Farm related	**509**	**0.4**	**48,796**	**0.2**
TOTAL LOANS	**143,988**	**100**	**22,302,219**	**100**

Note: Affiliate loans include only loans originated or purchased within Fifth Third's assessment areas.

Assessment Area Concentration

The following table shows the number and percentage of loans located inside and outside of Fifth Third's assessment areas by loan type. As indicated below, Fifth Third originated a substantial majority of the total loans to borrowers and businesses located within its assessment areas. Originated affiliate loans are not included in the table below, but are considered as part of the lending test evaluation.

Lending Inside and Outside the Assessment Area

Loan Types	Inside				Outside			
	#	%	$(000s)	%	#	%	$(000s)	%
Home Improvement	3,629	95.6	$194,798	95.8	169	4.4	$8,557	4.2
Home Purchase - Conventional	133	93.7	$17,924	80.2	9	6.3	$4,433	19.8
Multi-Family Housing	22	84.6	$143,816	73.2	4	15.4	$52,610	26.8
Refinancing	10,505	96.3	$920,267	96.0	403	3.7	$37,888	4.0
Total HMDA related	**14,289**	**96.1**	**$1,276,805**	**92.5**	**585**	**3.9**	**$103,488**	**7.5**
Small Business	39,184	97.0	$5,168,689	94.9	1,204	3.0	$278,559	5.1
Total Small Bus. related	**39,184**	**97.0**	**$5,168,689**	**94.9**	**1,204**	**3.0**	**$278,559**	**5.1**
Small Farm	509	90.9	$48,841	90.0	51	9.1	$5,435	10.0
Total Small Farm related	**509**	**90.9**	**$48,841**	**90.0**	**51**	**9.1**	**$5,435**	**10.0**
TOTAL LOANS	**53,982**	**96.7**	**$6,494,335**	**94.4**	**1,840**	**3.3**	**$387,482**	**5.6**

Note: Affiliate loans not included

Fifth Third originated 96.1% of HMDA-related loans by volume and 92.5% by dollar amount and 97.0% of small business loans by volume and 94.9% by dollar amount to borrowers and businesses located inside its assessment areas. This indicates Fifth Third's willingness to originate loans that meet the credit needs of its delineated assessment areas.

Distribution of Lending by Geography, Borrower Income, and Business Revenue Size

The overall geographic distribution of HMDA and small business lending reflects an excellent penetration in low- and moderate-income geographies. Of the six multi-state and 16 full-scope assessment areas, 11 are considered excellent, ten are considered good, and one is considered adequate.

The overall distribution of loans among borrowers of different income levels is excellent and good to businesses of different sizes. HMDA-reportable lending to borrowers of different income levels is excellent. Of the six multi-state and 16 full-scope assessment areas, 14 are considered excellent, six are considered good, and two are considered adequate. Small business lending to businesses of different revenue sizes is good. Of the six multi-state and 16 full-scope assessment areas, four are considered excellent, 12 are considered good, and six are considered adequate.

HMDA-reportable and small business lending analyses within each assessment area are discussed in detail later in this report.

Community Development Loans

Fifth Third made an excellent level of community development loans during the evaluation period. Since the previous examination, Fifth Third originated or renewed 949 loans totaling approximately $6.0 billion. This volume of community development lending is considered excellent given the size and presence of the institution in its assessment areas and community development lending opportunities.

As noted earlier, performance in Michigan and Ohio and in the Cincinnati and Chicago-Naperville multi-state assessment areas had the greatest impact on the assessment. Responsiveness to community development needs at the assessment area level is also excellent. The community development loans originated or renewed during the evaluation period were for a variety of purposes, including affordable housing for low- and moderate-income individuals, community services targeted to low- and moderate-income individuals, the promotion of economic development by financing small businesses that resulted in permanent job creation and/or retention, and the revitalization/stabilization of targeted low- and moderate-income census tracts or other qualified geographies. The following table reflects the total number community development loans by purpose, number, and dollar amount.

Purpose of CD Loan	#	$
Revitalization & Stabilization	473	$3,669,590,982
Economic Development	258	$1,365,281,492
Community Services	161	$309,539,500
Affordable Housing	57	$648,980,512
Total	**949**	**$5,993,392,486**

Nearly 26.0% of Fifth Third's community development lending in the evaluation period took place in the Cincinnati and Chicago-Naperville multi-state assessment areas (representing $996.4 million and $586.3 million, respectively). Fifth Third's performance was considered excellent in these multi-states considering its size and presence in these areas, performance in the full-scope assessment areas, competition, and community development lending opportunities. The largest concentration of community development loans by state was in Michigan with $1.2 billion, accounting for 19.9% of bank-wide community development lending. Performance in Michigan was considered excellent. The second-largest concentration of community development loans by state was in Ohio with $823.9 million, accounting for 13.8% of bank-wide community development lending. Performance in Ohio was considered good. The remaining ten states and four multi-state assessment areas accounted for $2.4 billion (40.3%) in community development loans.

Finally, consideration was given to community development loans without a purpose, mandate, or function of serving any of Fifth Third's delineated assessment areas. Fifth Third made three qualified community development loans totaling $8.5 million. These loans supported economic development and revitalization projects that benefited counties within the state, but outside of Fifth Third's delineated assessment areas within Pennsylvania and Tennessee.

More information on individual community development loans can be found in the full-scope assessment area sections of this report.

Flexible Lending Programs

Fifth Third offers and participates in several flexible lending programs to provide borrowers with various options to obtain mortgage loans. These programs include government-guaranteed loans through the FHA, Veterans Administration (VA), and United States Department of Agriculture (USDA).

Other flexible lending programs include state loan programs, Fifth Third-specific products, and down payment assistance. Product offerings to promote low- and moderate-income lending include, but are not limited to, the following: no minimum FICO[3] scores for FHA streamline refinances, 97.0% financing and flexible down payment sources for underserved markets, and down payment and closing cost assistance. Fifth Third provided data on the number and dollar amount of loans made through these programs to low- and moderate-income individuals and in low- and moderate-income geographies. In 2015, Fifth Third launched the Community Reinvestment Mortgage Special, whereby all lender fees are waived for borrowers purchasing properties located in a low-income tract. Fifth Third's use of these programs was evaluated when there was sufficient volume necessary to conduct a meaningful analysis. Overall, Fifth Third made extensive use of flexible lending practices in serving low- and moderate-income needs within its assessment areas.

More information on individual flexible lending programs can be found in the full-scope assessment area sections of this report.

Investment Test

Fifth Third made an "Outstanding" level of qualified community development investments during the evaluation period. Fifth Third's performance was excellent in all six multi-state assessment areas and in Florida, Georgia, Indiana, Michigan, North Carolina, Ohio, Pennsylvania, and Tennessee. Investment performance was good in Illinois, Kentucky, and West Virginia; and adequate in Missouri.

Fifth Third had the highest volume of qualified community development investments in the Cincinnati and Chicago-Naperville multi-state assessment areas, followed by Michigan, Florida, Ohio, Indiana, North Carolina, Georgia, Evansville multi-state assessment area, Louisville-Jefferson County multi-state assessment area, Tennessee, South Bend-Elkhart-Mishawaka multi-state assessment area, Pennsylvania, Kentucky, Missouri, Huntington-Ashland multi-state assessment area, Illinois, and West Virginia.

Community development investments, grants, and charitable contributions are made from three sources: the CDC, Fifth Third Foundation (Foundation), and the Bank. The CDC is a nonbank subsidiary of Fifth Third Bancorp organized primarily for making venture capital investments in small business investment corporations (SBICs), other qualifying business ventures, and affordable housing tax credit deals. The CDC is the primary contributor of investments for Fifth Third and responsible for 53.0% of total qualified investments made during the evaluation period. The Foundation is a charitable trust funded by Fifth Third Bancorp and managed by Fifth Third Investment Advisors to provide funding for community development and other charitable purposes throughout Fifth Third's assessment areas.

[3] FICO: Fair, Isaac and Company (data analytics company that provided credit scoring services or a measure of consumer credit risk)

Qualified investments obtained during the current evaluation period totaled approximately $980.6 million (as shown in the table below). The majority of Fifth Third's qualified investments by dollar and number supported affordable housing through Low-Income Housing Tax Credits (LIHTCs), Historic Tax Credits (HTCs), New Markets Tax Credits (NMTCs), and Small Business Investment Companies (SBICs). Completed tax credit housing projects provide valuable affordable housing units and wraparound services and/or amenities for veterans, the elderly, and low- to moderate-income families and individuals. SBIC investments provide needed capital for business growth. Many of Fifth Third's tax credit projects, including HTC and NMTC, have sustained or been the catalyst for neighborhood revitalization projects. To a lesser extent, Fifth Third also makes investments in mortgage-backed securities through its Treasury department.

Qualified investments also took the form of contributions, grants, and donations (approximately 2.1% of total investments). Fifth Third partners with a wide array of organizations and non-profits to fund outreach activities, educational programs, and initiatives aimed at responding to community needs, improving the financial stability of individuals and families, and revitalizing underserved communities. These contributions help to support a multitude of priority needs such as youth education, homelessness, affordable housing, small business development, neighborhood development, financial services and education, and community services targeting low- and moderate-income individuals and communities.

Purpose of CD Investment	#	$
Affordable Housing	2,721	$931,983,601
Community Services	2,237	$12,860,857
Economic Development	660	$4,857,782
Revitalization & Stabilization	97	$30,843,482
Total	**5,715**	**$980,545,721**

From prior periods, Fifth Third holds outstanding LIHTC equity investments that have a current book value of approximately $643.1 million. Finally, consideration was given to investments without a purpose, mandate, or function of serving any of Fifth Third's delineated assessment areas. Fifth Third made $31.7 million in qualified investments, typically in the form of LIHTCs that benefited counties within the state, but outside Fifth Third's delineated assessment areas within Florida, Illinois, Indiana, Kentucky, North Carolina, and Ohio.

More information detailing specific investments and contributions can be found in the full-scope assessment area sections of this report.

Service Test

Fifth Third's performance under the service test is rated "High Satisfactory." Fifth Third had excellent performance the Huntington-Ashland multi-state assessment area and in Indiana, Michigan, North Carolina, Tennessee, and West Virginia. Service test performance is good in the Chicago-Naperville, Cincinnati, Evansville, Louisville-Jefferson County, and South Bend-Elkhart-Mishawaka multi-state assessment areas and in Florida, Georgia, Kentucky, and Ohio. Performance is adequate in Illinois, Missouri, and Pennsylvania.

Retail Services

Retail delivery systems are accessible to geographies and individuals of different income levels. Retail services are excellent in the South Bend-Elkhart-Mishawaka multi-state assessment area and West Virginia. Retail services are good in the Cincinnati, Evansville, Huntington-Ashland, and Louisville-Jefferson County multi-state assessment areas and in Florida, Georgia, Indiana, Kentucky, Michigan, North Carolina, Pennsylvania, and Tennessee. Finally, retail services are adequate in the Chicago-Naperville multi-state assessment area and in Illinois, Missouri, and Ohio.

Fifth Third has a total of 1,263 branches and 1,788 full-service ATMs. During the evaluation period, Fifth Third opened 15 new branches and closed 112 branches, including opening six branches in moderate-income tracts and closing five branches in low-income and 20 branches in moderate-income tracts. A specific listing of branches opened or closed during the evaluation period may be obtained by accessing Fifth Third's CRA public file. Overall, Fifth Third's record of opening and closing branches has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and/or for low- and moderate-income individuals. The geographic distribution of Fifth Third's branches as of June 30, 2016 is shown in the table below and is based on 2010 U.S. Census tracts.

Geographic Distribution of Branches & ATMS

Institution

Tract Category	Branches				ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	62	4.9%	0	5	Total	158	6.4%	101	5.6%	57	8.6%	1,433	9.5%	6.4%	4.6%
DTO	2		0	0	SA	158		101		57					
Moderate	261	20.7%	6	20	Total	557	22.7%	378	21.1%	179	27.0%	3,407	22.5%	21.5%	18.1%
DTO	8		0	0	SA	557		378		179					
Middle	515	40.8%	2	35	Total	973	39.7%	728	40.7%	245	37.0%	5,868	38.8%	41.7%	38.0%
DTO	7		0	0	SA	973		728		245					
Upper	421	33.3%	5	51	Total	734	29.9%	573	32.0%	161	24.3%	4,247	28.1%	30.4%	39.0%
DTO	3		0	0	SA	734		573		161					
Unknown	4	0.3%	2	1	Total	29	1.2%	8	0.4%	21	3.2%	180	1.2%	0.0%	0.3%
DTO	0		0	0	SA	29		8		21					
Total	1,263	100.0%	15	112	Total	2451	100.0%	1,788	100.0%	663	100.0%	15,135	100.0%	100.0%	100.0%
DTO	20		0	0	SA	2451		1,788		663					

2015 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total

Banking services do not vary in a way that inconveniences any portions of Fifth Third's assessment areas. Fifth Third banking centers are generally open six days a week, while Fifth Third Bank Marts, located inside certain grocery stores, are open seven days a week. Banking centers generally provide lobby and/or drive-thru services full days Monday through Friday and half days on Saturday. Bank Mart locations provide extended evening and weekend hours. Lastly, Fifth Third has three loan production offices within its delineated footprint located in the Chicago-Naperville-Elgin, Detroit-Warren-Ann Arbor, and Asheville assessment areas. None of these offices is located in low- or moderate-income tracts. Physical banking centers and ATMs represent 15.0% of customer interactions.

Alternative delivery systems primarily consist of digital online and mobile banking (53.com, mobile app, test alerts/notifications). Digital banking represents 75-80% of customer interactions. Call center or voice banking represents 5-10% of customer interactions. Fifth Third provided data showing non-branch sales (internet and call center) have become more meaningful over the evaluation period and that low- and moderate-income customers purchase through non-branch channels more frequently than middle- and upper-income customers.

In an effort to expand access to retail banking services, Fifth Third offers several no- or low-cost deposit products, including regular checking accounts, student checking accounts, goal setter savings accounts, military checking, and Express Banking. Express Banking is designed to meet the financial needs of the underbanked/low- and moderate-income customers by offering immediate access to deposits for purchases and bills; real-time deposits can be made at the branch or via the mobile app. Previous checking closures are accepted and there are no service charges for check writing or check deposits at ATMs, no credit score requirements, no overdraft capabilities, and no minimum balance requirements. Benefits include check cashing, direct deposit, and a Fifth Third debit card.

Community Development Services

Fifth Third is a leader in providing community development services throughout its assessment area with 118,861 hours of community development services supporting various service activities during the evaluation period. Community development services are excellent in the Chicago-Naperville, Cincinnati, and Huntington-Ashland multi-state assessment areas and in Florida, Georgia, Indiana, Michigan, North Carolina, Ohio, Tennessee, and West Virginia. Community development services are good in the Evansville, Louisville-Jefferson County, and South Bend-Elkhart-Mishawaka multi-state assessment areas and in Kentucky. Community development services are adequate in Illinois, Missouri, and Pennsylvania.

The following table provides a breakdown of qualified community development services by hours. Fifth Third employees had extensive involvement with organizations and activities that promote or facilitate community services targeted to low- and moderate-income individuals, economic development by financing small businesses, promote or facilitate affordable housing to low- and moderate-income individuals, and revitalization/stabilization of low- and moderate-income areas.

Purpose of CD Service	# Hours
Community Services	90,943
Economic Development	15,557
Affordable Housing	9,365
Revitalization & Stabilization	2,996
Total	**118,861**

Fifth Third's directors, officers, and staff members provided their financial expertise to the community by engaging in activities that promoted or facilitated affordable housing, services for low- and moderate-income individuals, economic development, and revitalization of low- and moderate-income areas.

The variety of community development services, the use of innovative techniques in delivering these services (e.g., E-bus), the impact and responsiveness to community development needs in various individual assessment areas, and the number of organizations and individuals that benefitted were the primary reasons for the overall assessment.

Community development services included, but were not limited to, the following:

E-bus

The institution continued its unique partnership with Freddie Mac and The Community College Foundation to sponsor the Homeownership Mobile, also known as the E-Bus. This bus is equipped with a satellite dish and computers to provide homeownership counseling, financial literacy, credit reports, volunteer income tax assistance (VITA), and lending services primarily to low- and moderate-income geographies and occasionally is used for marketing events, such as a new banking center location or community events. The E-Bus operated in 48 (84.2%) of Fifth Third's 57 assessment areas during the evaluation period. Communities served were primarily those identified as underserved and/or designated as one of Fifth Third's partner community organizations. Details regarding the bus's performance in individual assessment areas can be found in the individual assessment area sections.

Financial Education

Fifth Third continued its involvement in providing financial education programs through partnerships with schools, local organizations, government agencies, businesses, and local churches, including the following programs:

- The "Young Banker's Club," targeted to elementary schools located in low- and moderate-income tracts, is a proprietary program that educated students on the importance of financial responsibility over a five- to ten-week curriculum in money management and economics. The program meets local and state educational standards for both mathematics and social studies.
- Homebuyer training was provided either through onsite facilities of Fifth Third or the offices of community organizations conveniently located in or near low- and moderate-income communities.

- General financial education was provided to low- and moderate-income individuals covering topics such as saving money, credit repair, banking basics, banking products, and budgeting.

Board and Committee Memberships

Fifth Third officers and managers provided financial expertise through their involvement with community development organizations throughout the assessment areas by serving as board directors, loan committee members, or treasurers.

Technical Assistance

Fifth Third's employees provided technical assistance to community development and non-profit organizations. Technical assistance included fund raising, accounting and bookkeeping, applying for government grants, volunteer income tax assistance, and reviewing loan application requests.

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

Pursuant to the Dodd-Frank Act, the Consumer Financial Protection Bureau (CFPB) has examination and enforcement authority over insured depository institutions with total assets of more than $10 billion, including Fifth Third, when assessing compliance with the requirements of many federal consumer protection laws. The Federal Reserve, however, retains responsibility for certain consumer protection laws and regulations and for CRA. Pursuant to 12 CFR §228.28(c), a state member bank's CRA performance is adversely affected by evidence of discriminatory or other illegal credit practices in any geography by Fifth Third, or in any assessment area by any affiliate whose loans have been considered as part of Fifth Third's lending performance in connection with any type of lending activity described in §228.22(a). As part of the CRA evaluation process for state member banks with assets of more than $10 billion, the Federal Reserve considers information from the CFPB. The Federal Reserve also may consider information from other federal agencies that have enforcement responsibilities, such as the U.S. Department of Justice and the U.S. Department of Housing and Urban Development. The CRA evaluation and ratings process includes information that is public, as well as information that is made available to the Federal Reserve on a confidential basis.

The Federal Reserve Bank of Cleveland does not have public information regarding non-compliance with statutes and regulations prohibiting discriminatory or other illegal credit practices with respect to Fifth Third. In determining this institution's overall CRA rating, the Federal Reserve has considered information that was made available on a confidential basis during its consultations and has considered this information in conjunction with the factors in 12 CFR §228.28(c)(2) and thereby determined that an adjustment to the CRA Performance Evaluation rating is not warranted.

MULTI-STATE METROPOLITAN AREA
(Full-scope Review)

CRA RATING for Chicago-Naperville IL-IN-WI CSA #176: Outstanding
The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A leader in making community development loans;
- Use of flexible lending practices in serving assessment area credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are reasonably accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that generally has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Chicago-Naperville multistate assessment area. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE CHICAGO-NAPERVILLE IL-IN-WI CSA

The Chicago-Naperville IL-IN-WI CSA consists of the following three MSAs:

- Chicago-Naperville-Elgin IL-IN-WI MSA #16980, consisting of the following four metropolitan divisions (MDs):
  - Chicago-Naperville-Arlington Heights IL MD #16974, consisting of Cook, DuPage, Kendall, McHenry, and Will counties, but excluding Grundy County
  - Elgin IL MD #20994, consisting of DeKalb and Kane counties
  - Gary IN MD #23844, consisting of Jasper, Lake, and Porter counties, but excluding Newton County
  - Lake County-Kenosha County IL-WI MD #29404, consisting of Lake County in Illinois, but excluding Kenosha County in Wisconsin
- Kankakee-Bradley IL MSA #28100, consisting of Kankakee County
- Michigan City-La Porte IN MSA #33140, consisting of LaPorte County

The assessment area is comprised of 280 low-, 515 moderate-, 742 middle-, and 672 upper-income tracts. There are also 14 tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked eighth out of 193 institutions with 3.2% of the deposit market share. JPMorgan Chase Bank had the majority of the market share with 21.8% of deposits. The next three largest institutions, BMO Harris Bank N.A., Bank of America, and the Northern Trust Company, had 13.6%, 10.9%, and 7.7% of the market share, respectively. Deposits in this assessment area accounted for 11.3% of Fifth Third's total deposits. This was the second-highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 12,135 HMDA loans and 5,001 CRA loans, which represented 11.6% and 12.8% of the total loans originated during the evaluation period, respectively. This was the largest HMDA market and second-largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked tenth among 977 HMDA reporters in the assessment area, while Fifth Third ranked 98th. JPMorgan Chase Bank, Wells Fargo Bank, Guaranteed Rate, and U.S. Bank were the top four HMDA lenders in the assessment area. Fifth Third ranked 16th of 225 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express Bank, Chase Bank USA, Citibank, and U.S. Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Fifteen community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an affordable housing organization, indicated there has been an increased need for rental counseling services in the past two years, as foreclosed homeowners are forced to seek rental housing. The time to foreclose on a property has been significantly reduced over the past several years and this organization has seen a decline in the number of foreclosure counseling requests since 2012. This organization works with local community banks involved with first-time homebuyer programs and the contact indicated there continues to be a need for more affordable housing, since most residents are employed in minimum-wage jobs and housing and rental costs are dramatically increasing. The contact stated that banking consolidation has not hindered products and services being offered to low- and moderate-income individuals by the local financial institutions.

The second contact, representing an affordable housing organization, stated the cost of living remains high and there continues to be a need for more affordable housing, as evidenced by the organization's waiting list of individuals wanting to participate in the program. The contact also indicated that HUD is unable to provide the necessary level of funding required by the organization to adequately serve its clientele, but that financial institutions could assist by providing grant money.

The third contact, representing an organization that provides services to lower-income individuals, indicated there is a growing number of homeless individuals and families in need of immediate assistance. The contact mentioned that funding is very limited and there are only a few organizations to help all the individuals and families in need. The contact also stated there is a need for basic financial literacy, specifically understanding credit and developing long-term savings habits. The contact indicated that a few of the small banks have responded by volunteering time for financial literacy programs in the area, specifically West Suburban and Lisle Community Bank. The contact implied the larger banks have been uninterested in helping low- and moderate-individuals in the community.

The fourth contact, representing a community development agency, stated that foreclosures in the area have slowed significantly since lower-value market housing (homes <$300K) has started to stabilize and increase in value. The contact indicated while the rate of new housing construction is sluggish, it has improved in the past year and continues to improve slowly. The contact also stated that while poverty levels have stabilized, the community is concerned about possible increased poverty levels due to the upcoming layoffs of many manufacturers. Manufacturers are affected by the increased value of the U.S. dollar, which slows its exports. The contact mentioned that small businesses continue to be conservative and decide to not assume additional debt, as many are still feeling cautious about the local and world market economic conditions. The contact specifically mentioned that small businesses are not interested in seeking loans because they are not confident about the value of their commercial collateral remaining stable or increasing in value, as it was prior to the economic downturn. The contact believed that local bankers are looking to lend to businesses of all sizes, but these challenges would need to be overcome before area businesses would be willing to assume more debt. The contact specifically mentioned American Community Bank, WinTrust Bank, and Home State Bank as being active in the community.

The fifth contact, representing an affordable housing organization, stated that financial institutions need to better understand the needs of low- and moderate-income individuals within the county. For example, additional funding that supports housing development for seniors and disabled individuals would be helpful, as there is an increasing senior population in the area. The contact also stated that many financial institutions are not open to assist developers in constructing and/or rehabilitating housing for seniors and the disabled. The contact indicated that banks could help the community by developing a homeownership program to assist low- and moderate-income individuals buy homes. The contact believes financial institutions are unwilling to take a chance on these individuals because of low salaries, but financial institutions need to realize that many of these individuals could manage a mortgage payment with some assistance. Lastly, credit counseling programs would benefit lower-income individuals in the area.

The sixth contact, representing a community development agency, stated that banks are active in the community and have partnered with the organization to provide financial awareness and education. The contact mentioned HSBC, Citibank, Charter One, BMO Harris, ABC Bank, Republic Bank, TCF Bank, and Hinsdale Bank and Trust as being active in the community. The contact noted that some financial institutions are willing to tailor products for young adults and the unbanked. The contact believes large banks are more focused on national programs, rather than local communities.

The seventh contact, representing a community development agency, stated that a major economic factor affecting the community is the lack of jobs. The unemployment rates in some areas within the county are higher than the state's average and, according to the contact, there are various opportunities within the area for financial institutions to become involved. The contact stated that the organization partners with several local banks to provide services, including homebuyer education programs and financial literacy courses. Through these programs, consumers are educated on the importance of credit and basic money management. The contact believes banks are currently very active within the community and support the organization's mission. The contact specifically mentioned Marquette Bank, BMO Harris Bank, First Personal Bank, Citibank, and U.S. Bank as being active in the community.

The eighth contact, representing a community development and affordable housing agency, stated that although housing values have remained stable in the surrounding areas, they have not grown at the same rate as other regions around the country. The contact mentioned that many of the residents are over-mortgaged on the value of their property and believed that some home values may not return to pre-recession levels. While low property values continue to plague the community, foreclosure rates continue to improve and have stabilized to pre-recession levels. Additionally, the contact mentioned the significant need for affordable housing, both for sale and rental. However, these projects require some degree of self-financing and government financing and although the city and state are under serious financial constraints, the contact has seen development in the area. The contact also explained that unemployment rates, particularly for lower-income individuals in the area, are higher than Chicago and national averages.

The contact mentioned that opportunity exists for financial institutions to offer entry-level banking products and credit building products for the unbanked, in addition to access to small business capital (which remains a challenge for small and emerging business owners) and opportunities for commercial real estate projects. For neighborhood banks, providing service work, such as joining boards of community groups/organizations and providing financial expertise, would be helpful. The contact stated that the organization works closely with larger institutions, such as Bank of America, Wells Fargo, and Chase Bank USA. Overall, the contact believes that banks in the area are actively engaged, but additional opportunities exist for local banks to become more involved with community partners.

The ninth contact, representing a community development agency, stated that current economic trends in the area are improving and there is tremendous opportunity for Fifth Thirds to reach out and be more helpful to the small business community. The contact explained that growth in the area was limited because small business owners were unaware of how banks could help them. The south side of town is underserved and does not have a significant community bank presence. The contact specifically mentioned Village Bank, MB Financial, and Mount Prospect State Bank as being involved in the community and noted that national and larger regional banks like Fifth Third could increase its involvement in the community.

The tenth contact, representing an affordable housing organization, stated that current economic conditions are improving slightly, although several communities are improving at a slower rate than others. The contact also noted that foreclosures impacted rental rates, which, in turn, disproportionately impacted low-income communities. The contact also stated there is always the opportunity for more community involvement from local financial institutions, specifically regarding lending for first-time homeowners. The contact believed that not enough information was provided to these borrowers about condominium options, especially since the area has experienced significant growth in condominium development. Additionally, the contact felt that the aging population, especially minority seniors, required more assistance from local financial institutions and specifically mentioned that Fifth Third was a very helpful institution.

The eleventh contact, representing an organization that provides services to low-income individuals, stated that the economy has been on a slow, uphill climb, with an increase in jobs and construction projects. The contact stated that local financial institutions could assist the community by providing more construction loans and offering lines of credit to community organizations. Otherwise, the contact believes that local financial institutions are providing needed services to the community, such as outreach activities in low- and moderate-income areas, and specifically mentioned Heartland and First Midwest Bank as institutions that have helped the community.

The twelfth contact, representing a community development organization, indicated that economic conditions are improving. Historically, there have been a lack of employment opportunities in the community that resulted from many people commuting to jobs in the Chicago suburbs. However, over the last several years, the area has attracted new businesses and retained businesses that are beginning to capitalize on some expansion opportunities. The contact explained there are a large number of employment opportunities in the area, but the local talent pool does not always have the appropriate skill set to fill available job openings.

In addition, this area has been impacted by a high amount of drug abuse, which contributes to the higher unemployment rates in the area. The contact explained that local banks have conducted several educational breakfasts to provide financial assistance and training and believes Fifth Thirds in the area are very active and provide assistance as much as possible. There are a number of entrepreneurs in the area who have not been able to secure bank loans due to a lack of credit. In these cases, Fifth Thirds often refer them to local organizations with which they have partnerships to assist these entrepreneurs in securing loans.

The thirteenth contact, representing a community development organization, felt that banks were making an effort to meet the credit needs of the community. The contact explained this organization serves a very low-income population; a large percentage of these residents have poor credit ratings and as a result, banks cannot always assist these individuals. According to the contact, there is insufficient affordable housing in the area and the housing that is affordable is often in disrepair. Generally, not many developers are interested in building low-income housing, but recently, more developers have been showing increased interest in developing mixed-income, mixed-use housing developments. The contact believes there are opportunities available to banks to begin to finance large blocks of land that can be sold for this type of mixed-use development. While this organization primarily works with community banks, the contact indicated that Fifth Third is also helpful and specifically mentioned the closing of several JP Morgan Chase branches in the area.

The fourteenth contact, representing a community development organization in Indiana, stated that housing and small business startups are experiencing difficulty in obtaining credit. For workforce housing, defined as poor working class, there is a gap where people looking for housing do not meet low-income qualifications. The contact indicated that not much first-time homeowner training is provided in the area. The contact also stated that small businesses have a difficult time meeting lending requirements because banks do not want to assume the risk and are much more cautious due to regulatory requirements. The contact noted that while there is affordable housing in the area, most of it is in disrepair. There is no money for rehabilitating the structures primarily because banks are more focused on funding loans for newer, move-in ready housing. Further, the contact explained that banks claim that construction loans pose too many challenges and tend to avoid these types of loans. The contact believes there are opportunities for banks to fund projects related to single- and multi-family housing, specifically condominium developments and home mortgages with down payment assistance. The contact stated Fifth Third is somewhat active, but Horizon and First Source are very active within the community.

The final contact, representing an organization that provides services to low-income individuals, stated there are numerous banks and credit unions in the area and many make an effort to attend outreach and community events. The contact indicated while more banks in the area have bilingual employees, there is a growing need for multilingual financial literacy and debt counseling programs to better assist the area’s diverse population.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 9.5 million. Slightly less than a third (31.4%) of the population lived in low- and moderate-income tracts. In addition, 74.9% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Chicago MSA remains the third largest in terms of population in the nation, while the Michigan City MSA is the 338th and the Kankakee MSA is the 339th largest. Cook County is by far the largest county in the assessment area and is the second-most populous county in the U.S.; however, Cook County experienced its first population decline since 2007 (a decline of 10,488 between 2014 and 2015) to 5.2 million residents. More than 40.0% of all residents in Illinois live in Cook County.[4]

Chicago is the largest city in Illinois and is the third-most populous city in the U.S., behind New York and Los Angeles. Although Chicago has 2.7 million residents, its population growth declined by 6.0% between 2000 and 2015. According to the Illinois Policy Center, the Chicago metropolitan area is failing to attract and maintain population. Compared to other major cities in the U.S., Chicago is the only city losing more people to other parts of the country than it gains from other parts of the world. In the Midwest from July 2014-July 2015, only Chicago and Cleveland decreased in population, with other Midwest cities in Fifth Third's delineated CRA footprint growing in population (e.g., Detroit, Fort Wayne, St. Louis, Louisville, Indianapolis, and Columbus).[5] According to Moody's Analytics in 2015, the Chicago metropolitan area lost 67,203 people in net domestic migration and gained only 27,840 people from international immigration. In contrast, the cities of Naperville, Illinois; Gary, Indiana; and Michigan City, Indiana only have 147,100, 77,909, and 31,487 residents, respectively.[6] According to 2015 U.S. Census data,[7] Naperville is the fifth largest city in Illinois. Lake County is the second-largest county in Indiana and the most populous county in Indiana in this assessment area. Gary is the eighth-largest city in Indiana is located in Lake Country.[8]

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[9] For the most part, the population within the CSA remained relatively stable between 2010 and 2015, with Kendall County experiencing the greatest growth and Kankakee County experiencing the greatest decline in population.

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[4] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov
[5] Illinois Policy Center: https://www.illinoispolicy.org/chicago-area-sees-greatest-population-loss-of-any-major-u-s-city-in-2015/
[6] City-Data.com: http://www.city-data.com/ (*main page – must enter city, county or zip code*)
[7] US Census Bureau: http://www.census.gov/quickfacts/table/PST045216/00 (*main page – must enter state, county, city, town or zip code*)
[8] City-Data.com: http://www.city-data.com/ (*main page – must enter city, county or zip code*)
[9] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Cook, IL	5,194,675	5,238,216	0.8%
DuPage, IL	916,924	933,736	1.8%
Kendall, IL	114,736	123,355	7.5%
McHenry, IL	308,760	307,343	-0.5%
Will, IL	677,560	687,263	1.4%
DeKalb, IL	105,160	104,352	-0.8%
Kane, IL	515,269	530,847	3.0%
Jasper, IN	33,478	33,470	0.0%
Lake, IN	496,005	487,865	-1.6%
Porter, IN	164,343	167,688	2.0%
Lake, IL	703,462	703,910	0.1%
Kankakee, IL	113,449	110,879	-2.3%
LaPorte, IN	111,467	110,884	-0.5%
Total	**9,455,288**	**9,539,808**	**0.8%**

Income Characteristics

The 2010 assessment area median family income was significantly higher ($72,527) than Illinois and Indiana at $68,236 and $58,944, respectively. As shown in the table below, since 2010, the median family income increased across all MDs and MSAs within the CSA, with the exception of the Lake County-Kenosha County MD. Between 2014 and 2015, the median family income increased in all areas except for the Elgin MD and Michigan City MSA. However, between 2015 and 2016, the median family income increased in the Elgin MD and Michigan City MSA and decreased in all other areas within the CSA.

FFIEC Estimated Median Family Income	2010	2014	2015	2016
Chicago-Naperville-Arlington Heights IL MD	$72,196	$76,300	$77,700	$74,700
Elgin IL MD	$76,576	$76,300	$75,400	$82,500
Gary IN MD	$62,512	$63,700	$66,400	$63,900
Lake County-Kenosha County IL-WI MD	$86,241	$84,200	$87,500	$85,000
Kankakee IL MSA	$59,998	$53,800	$68,100	$60,500
Michigan City-La Porte IL MSA	$56,679	$68,200	$55,100	$59,400

Poverty rates increased in each county in the assessment area from 1999 to 2015.[10] In 2015, Lake (IN), Cook, DeKalb, LaPorte, and Kankakee counties had the highest poverty rates compared to the same counties in 1999. In 2015, Cook, DeKalb, and Kankakee counties had poverty rates higher than Illinois and Lake and LaPorte counties had poverty rates higher than Indiana. However, McHenry, DuPage, and Porter counties experienced the largest increase in poverty rates during this period. Indiana experienced the biggest increase in its poverty rate compared to Illinois and the nation between 1999 and 2015. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[11] Nonetheless, poverty rates remain elevated in some of the most populous counties in the region. The following table shows the poverty rates for 1999[12] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Cook	13.5%	16.2%	20.0%
DeKalb	11.4%	16.2%	42.1%
DuPage	3.6%	7.1%	97.2%
Kane	6.7%	10.8%	61.2%
Kankakee	11.4%	15.2%	33.3%
Kendall	3.0%	4.8%	60.0%
Lake	5.7%	9.0%	57.9%
McHenry	3.7%	8.1%	118.9%
Will	4.9%	8.0%	63.3%
Illinois	**10.7%**	**13.6%**	**27.1%**
Jasper	6.7%	9.3%	38.8%
Lake	12.2%	16.6%	36.1%
LaPorte	8.7%	15.7%	80.5%
Porter	5.9%	11.6%	96.6%
Indiana	**9.5%**	**14.4%**	**51.6%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics
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According to 2010 U.S. Census data, there are 3.8 million housing units and 2.3 million families in the assessment area. From an income perspective, 31.3% of housing units, 21.2% of owner-occupied units, and 28.9% of families are located in low- or moderate-income tracts.

[10] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[11] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[12] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Nearly three-quarters of the housing units in the low-income census tracts are either rental or vacant (74.8%) and 25.2% are owner-occupied. In the moderate-income census tracts, over half (51.5%) of the housing units are either rental or vacant and nearly half (48.5%) are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 46 years old, with 29.5% of the stock built before 1950. The oldest housing stock was in Cook County with a median age of 53 years, while the newest was 12 years in Kendall County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 57 years in moderate-income tracts, which indicates that there is ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $249,828, with an affordability ratio of 24.15. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. The median housing value decreased between 2010 and 2011-2015 and, as a result, housing became more affordable across the assessment area. According to Moody's Analytics, single-family housing price growth is on the upswing. During the evaluation period, the most affordable housing was in Kendall County, with the least affordable in Cook County. Median gross rents increased at a substantial rate across the assessment area, with renters in Will County experiencing the largest increase in rental rates and renters in LaPorte County experiencing the smallest increase. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area, Illinois, and Indiana.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Cook	$265,800	20.29	$218,700	25.26	$900	$980	8.9%
DeKalb	$192,300	28.08	$165,200	32.75	$797	$860	7.9%
DuPage	$316,900	24.17	$278,500	28.60	$1,008	$1,143	13.4%
Kane	$245,000	27.66	$213,200	33.16	$929	$1,011	8.8%
Kankakee	$148,400	34.02	$138,700	37.57	$721	$820	13.7%
Kendall	$248,300	32.18	$200,200	42.15	$1,099	$1,305	18.7%
Lake	$287,300	27.48	$245,300	31.81	$963	$1,069	11.0%
McHenry	$249,700	30.63	$208,200	37.09	$998	$1,074	7.6%
Will	$240,500	31.56	$209,800	36.27	$890	$1,039	16.7%
Illinois	**$202,500**	**27.52**	**$173,800**	**31.01**	**$834**	**$907**	**8.8%**
Jasper	$142,200	38.74	$148,300	37.34	$657	$733	11.6%
Lake	$135,400	35.98	$136,100	36.84	$748	$819	9.5%
LaPorte	$119,800	38.41	$123,300	38.01	$664	$701	5.6%
Porter	$164,500	37.01	$156,000	40.98	$791	$862	9.0%
Indiana	**$123,000**	**38.78**	**$178,600**	**30.17**	**$683**	**$753**	**10.2%**

According to Bankrate.com,[13] Illinois ranked seventh and Indiana ranked 15th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[14]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Cook	1:857
DeKalb	1:993
DuPage	1:1,314
Kane	1:1,033
Kankakee	1:1,517
Kendall	1:742
Lake	1;705
McHenry	1:734
Will	1:619
Illinois	**1:1,036**
Jasper	1:1,153
Lake	1:778
LaPorte	1:2,702
Porter	1:6,367
Indiana	**1:1,590**
U.S.	**1:1,533**

In November 2016, Will County had the highest rate of foreclosure and Porter County had the lowest foreclosure rate within the assessment area.

Building permits in the three MSAs, Illinois, Indiana, and the nation are included in the following table for 2014, 2015, and 2016.[15]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Chicago-Naperville-Elgin IL-IN-WI MSA	15,679	15,813	0.9%	19,469	23.1%
Kankakee IL MSA	127	89	-29.9%	17	-80.9%
Michigan City-La Porte IN MSA	125	159	27.2%	96	-39.6%
Illinois	**20,602**	**19,571**	**-5.0%**	**22,580**	**15.4%**
Indiana	**17,813**	**18,483**	**3.8%**	**18,317**	**-0.9%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

[13] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[14] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[15] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

The Chicago MSA experienced its greatest increase of housing permits between 2015 and 2016, while the Michigan City MSA experienced its greatest increase of housing permits between 2014 and 2015. Conversely, the Kankakee MSA experienced substantial decreases in the number of housing permits issued between 2014-2015 and 2015-2016. The rise in the number of permits could indicate the demand for home purchase loans increased in the Chicago MSA, but decreased dramatically in the Kankakee and Michigan City MSAs during the evaluation period.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Chicago area economy is making some progress (business cycle in recovery); however, manufacturing weaknesses, population losses, and Chicago's budget troubles are sapping momentum. Service industries are responsible for the majority of new jobs, with some from construction created the last half of 2016.

According to *World Business Chicago*,[16] the Chicago metropolitan area is home to 36 Fortune 500 headquarters, including 12 in Chicago. Seven of the 12 companies headquartered in Chicago held steady or improved over the last year. The only company to drop off the list since 2015 was Integrys Energy Group, Inc. which was acquired by Milwaukee-based WEC Energy Group.

[16] World Business Chicago: http://www.worldbusinesschicago.com/2016-fortune-500/

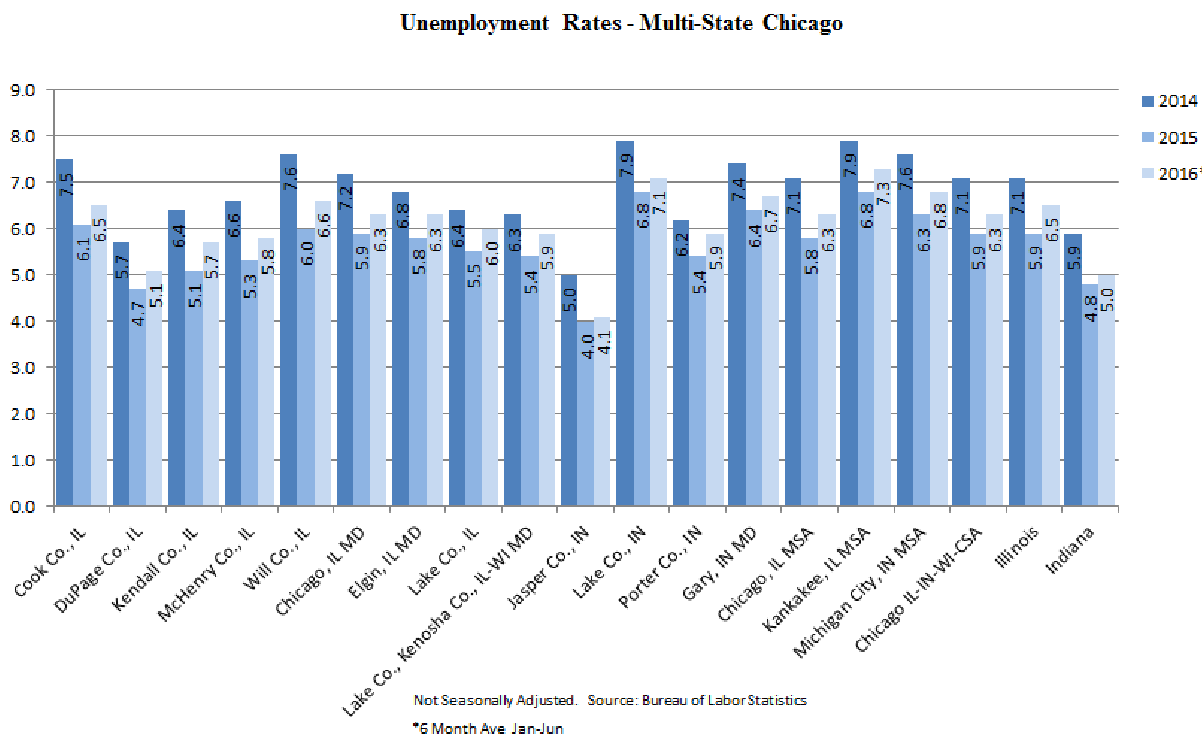
Chicago Fortune 500 Companies (2016)[17]		
Rank	**Company**	**Location**
19	Walgreens Boots Alliance	Deerfield, IL
24	Boeing	Chicago, IL
41	Archer Daniels Midland	Chicago, IL
80	United Continental Holdings	Chicago, IL
81	Allstate	Northbrook, IL
94	Mondelez International	Deerfield, IL
95	Excelon	Chicago, IL
109	McDonald’s	Oak Brook, IL
111	Sears Holdings	Hoffman Estates, IL
122	US Foods Holding	Rosemont, IL
123	AbbVie	Chicago, IL
138	Abbott Laboratories	Abbott Park, IL
153	Kraft Heinz	Northfield, IL
176	**ConAgra Foods**	Chicago, IL
211	Illinois Tool Works	Glenview, IL
220	CDW	Lincolnshire, IL
255	R.R. Donnelley & Sons	Chicago, IL
281	Navistar International	Lisle, IL
283	Discover Financial Services	Riverwoods, IL
285	W,W. Grainger	Lake Forest, IL
286	Baxter International	Deerfield, IL
315	**Univar**	Downers Grove, IL
334	Tenneco	Lake Forest, IL
369	LKQ	Chicago, IL
377	Dover	Downers Grove, IL
391	Anixter International	Glenview, IL
420	**Baxalta**	Bannockburn, IL
436	Jones Lang LaSalle	Chicago, IL
442	Old Republic International	Chicago, IL
446	Packaging Corp of America	Lake Forest, IL
451	Motorola Solutions	Chicago, IL
456	Ingredion	Westchester, IL
471	**Arthur J. Gallagher**	Itasca, IL
477	Essendant	Deerfield, IL
483	NiSource	Merrillville, IN
496	**Telephone & Data Systems**	Chicago, IL

[17] Bold type indicates company new to the list in 2016

According to Moody's Analytics, the top ten employers in the Chicago MSA in 2015 were:

Company	Number of Employees
Advocate Health Care System	18,556
University of Chicago	16,025
JP Morgan Chase & Co	15,015
Northwestern Memorial Healthcare	14,550
Walgreen Co.	14,528
United Continental Holdings, Inc.	14,000
AT&T	13,000
Arcelor Mittal	5,000+
Riverside HealthCare	2,600
Blue Chip Hotel & Casino	1,800
Porter Valparaiso Hospital	1,600
La Porte Regional Health Systems	1,500

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the CSA, Illinois, and Indiana.



Overall, the unemployment rates declined from 2014 to 2015 and increased between 2015 and June 2016. Kankakee County (IL) and Lake County (IN) had the highest unemployment rates and Jasper County (IN) had the lowest unemployment rates all three years.

According to an article in *Crain's Chicago Business*,[18] more than 677 workers in Cook, Lake, and DuPage counties will lose their jobs in 2016. The article went on to highlight the following layoffs:

- Elk Grove Village-based Glazer Stoller Wholesale (sells alcoholic beverages) is closing and laying off more than 170 workers.
- Grocery chain Meijer is shutting down one of its stores in Niles, affecting 118 workers.
- Grace Davison Discovery Sciences (asphalt manufacturer and paver) is closing its Deerfield location, affecting more than 100 workers.
- Packers Sanitation Services (janitorial services) is laying off more than 50 workers at its Chicago location.
- Assembled Products (metal stamping) is shutting down its Buffalo Grove location, affecting 81 workers.
- WestRock (box manufacturer) is laying off 45 people at its Chicago location.
- JPMorgan Chase is closing a branch in Elgin, affecting 44 workers.
- Artco (transportation subsidiary of Archer Daniels Midland) is laying off 40 workers at its Lemont location.
- Siemens Medical Solutions USA (sells refurbished medical imaging equipment) is closing its Wood Dale location and laying off 29 workers.

[18] Davis, Katherine. "Chicago-area Employers Plan Hundreds of Layoffs." *Crain's Chicago Business*. April 8, 2016. - http://www.chicagobusiness.com/article/20160408/EMPLOYMENT/160409830/chicago-area-employers-plan-hundreds-of-layoffs

Combined Demographics Report

Assessment Area: Multi Chicago

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	280	12.6	172,989	7.6	58,177	33.6	503,776	22.1
Moderate-income	515	23.2	486,204	21.3	76,810	15.8	385,857	16.9
Middle-income	742	33.4	842,762	36.9	53,504	6.3	452,575	19.8
Upper-income	672	30.2	781,173	34.2	21,141	2.7	940,934	41.2
Unknown-income	14	0.6	14	0	0	0	0	0
Total Assessment Area	**2,223**	**100.0**	**2,283,142**	**100.0**	**209,632**	**9.2**	**2,283,14**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	348,549	87,814	3.8	25.2	189,408	54.3	71,327	20.5
Moderate-income	833,389	404,064	17.4	48.5	330,672	39.7	98,653	11.8
Middle-income	1,364,044	917,285	39.5	67.2	347,888	25.5	98,871	7.2
Upper-income	1,226,412	914,605	39.4	74.6	229,748	18.7	82,059	6.7
Unknown-income	14	3	0	21.4	11	78.6	0	0
Total Assessment Area	**3,772,408**	**2,323,771**	**100.0**	**61.6**	**1,097,727**	**29.1**	**350,910**	**9.3**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	17,215	4.3	15,567	4.3	1,581	4.1	67	4.6
Moderate-income	60,337	15.1	53,753	14.9	6,357	16.5	227	15.6
Middle-income	140,205	35	126,649	35.1	12,953	33.6	603	41.6
Upper-income	182,373	45.5	164,255	45.6	17,564	45.6	554	38.2
Unknown-income	307	0.1	233	0.1	74	0.2	0	0
Total Assessment Area	**400,437**	**100.0**	**360,457**	**100.0**	**38,529**	**100.0**	**1,451**	**100.0**
	Percentage of Total Businesses:			**90.0**		**9.6**		**.4**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	48	1.3	47	1.3	1	1.1	0	0
Moderate-income	203	5.5	196	5.4	7	7.8	0	0
Middle-income	2,207	59.7	2,156	59.8	51	56.7	0	0
Upper-income	1,237	33.5	1,205	33.4	31	34.4	1	100
Unknown-income	1	0	1	0	0	0	0	0
Total Assessment Area	**3,696**	**100.0**	**3,605**	**100.0**	**90**	**100.0**	**1**	**100.0**
	Percentage of Total Farms:			**97.5**		**2.4**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE CHICAGO-NAPERVILLE IL-IN-WI CSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "Outstanding." Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 77 community development loans totaling $586.3 million in the area. Fifth Third has an excellent geographic distribution of loans in the area and there is a low level of lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, or businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of refinance lending based on the overall volume of lending, followed by home purchase, small business, and home improvement. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 5,919 refinance, 5,835 home purchase, 356 home improvement, 5,001 small business, and 77 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 11.9% is greater than the percentage of total deposits at 11.3% in this area.

Fifth Third made 99.0% of the HMDA and 99.6% of the CRA lending within this designated assessment area. There was no concentration of loans in any of the excluded counties within the assessment area; however, 69 loans were made in Kenosha County, Wisconsin during the evaluation period. Fifth Third does not have a physical presence in Wisconsin.

In addition to lending, Fifth Third modified existing loans to borrowers. The table below shows the distribution of Home Affordable Modification Program (HAMP) and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		**Mod**		**Middle**		**Upper**	
	#	**%**	**#**	**%**	**#**	**%**	**#**	**%**
HAMP Modifications	8	9.6%	19	22.9%	33	39.8%	23	27.7%
Other Real Estate Secured Modifications	31	3.8%	180	22.0%	398	48.5%	211	25.7%
Percentage of Owner Occupied Units		***3.8%***		***17.4%***		***39.5%***		***39.4%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	134	16.3%	267	32.6%	252	30.7%	160	19.5%
Percentage of Families by Family Income		***22.1%***		***16.9%***		***19.8%***		***41.2%***

*Unknown tract data is not included in the above table.

The percentage of HAMP and other modifications in low- and moderate-income tracts exceeded or were comparable to the percentage of owner-occupied units in these geographies; therefore, modifications helped to expand lending activities in these areas.

Most of the borrower incomes for HAMP modifications were unknown; therefore, it would not be meaningful to review the income distribution for these modifications. The percentage of other real estate-secured modifications made to low-income borrowers was below the percentage of low-income families in the assessment area. However, the percentage of other modifications to moderate-income borrowers was substantially higher than the percentage of moderate-income families; therefore, modifications enhanced Fifth Third's ability to reach moderate-income borrowers and low-income borrowers to a lesser extent. Further, several community contacts mentioned the need to help homeowners avoid foreclosure.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Refinance lending; the largest loan category is good, while performance for home purchase and home improvement lending is excellent. Small business lending is also excellent. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with no Loans	Penetration
Low	280	101	63.9%
Moderate	515	50	90.3%
Middle	742	21	97.2%
Upper	672	7	99.0%
Unknown	14	13	7.1%
Total	**2,223**	**192**	**91.4%**

Lending gaps are considered minimal, because there is a 90+ percent penetration rate in moderate-, middle-, and upper-income tracts. The lower penetration rate in low-income tracts is primarily due to the relatively low owner-occupancy rate and high percentage of rentals and vacancies in these areas.

Refinance Loans

Fifth Third made 181 refinance loans totaling $32.9 million in low-income tracts. This represents 3.1% of refinance loans by volume and 2.3% by dollar amount, which is below the percentage of owner-occupied units at 3.8%. The percentage of loans by volume was below the 2014 aggregate at 2.5% and exceeded the 2015 aggregate at 2.0%.

Given that Fifth Third's performance exceeded the aggregate of all lenders and that the majority of housing units are either rental or vacant, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 917 refinance loans totaling $125.1 million in moderate-income tracts. This represents 15.5% of refinance loans by volume, which is comparable to the percentage of owner-occupied units at 17.4%, and 8.6% by dollar amount, is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 12.3% and exceeded the 2015 aggregate at 10.4%. Given that Fifth Third's performance exceeded the aggregate of all lenders and 48.5% of the housing units in these geographies are owner-occupied, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 2,031 refinance loans totaling $335.3 million in middle-income tracts. This represents 34.3% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 39.5%, and 23.1% by dollar amount, is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 36.4% and was comparable to the 2015 aggregate at 34.9%.

Fifth Third made 2,790 refinance loans totaling $957.8 million in upper-income tracts. This represents 47.1% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 39.4%, but the dollar amount at 66.0% is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 48.8% and was below the 2015 aggregate at 52.7%.

Overall, the geographic distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made 210 home purchase loans totaling $44.9 million in low-income tracts. This represents 3.6% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 3.8%, and 3.2% by dollar amount, which is comparable to the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate at 2.2% and exceeded the 2015 aggregate at 2.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders and was comparable to the percentage of owner-occupied units in these geographies, the geographic distribution of home purchase loans in low-income tracts is excellent.

Fifth Third made 1,046 home purchase loans totaling $161.2 million in moderate-income tracts. This represents 17.9% of its home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 17.4%, and 11.4% by dollar amount, which was below the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate at 13.3% and exceeded the 2015 aggregate at 13.2%. Since Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of home purchase loans in moderate-income tracts is excellent.

Fifth Third made 2,086 home purchase loans totaling $374.4 million in middle-income tracts. This represents 35.7% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 39.5%, and 26.4% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 38.7% and was below the 2015 aggregate of 39.3% in 2015.

Fifth Third made 2,493 home purchase loans totaling $839.3 million in upper-income tracts. This represents 42.7% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 39.4%, and 59.1% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 45.8% and was below the 2015 aggregate of 45.2%.

One of the community contacts stated the need for affordable housing in low- and moderate-income areas. Since Fifth Third was able to effectively penetrate these tracts, this supports the excellent geographic distribution of home purchase loans.

Home Improvement Loans

Fifth Third made 18 home improvement loans totaling $1.8 million in low-income tracts. This represents 5.1% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 3.8%, and 5.5% by dollar amount, which also exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 3.6% and exceeded the 2015 aggregate of 3.3%. Given Fifth Third's performance and the median age of housing in low-income tracts of 61 years, which would likely indicate the need for home improvement loans, the geographic distribution of home improvement loans in low-income tracts is excellent.

Fifth Third made 62 home improvement loans totaling $5.2 million in moderate-income tracts. This represents 17.4% of home improvement loans by volume, which equals the percentage of owner-occupied units in these tracts at 17.4%, and 15.9% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 15.7 % and exceeded the 2015 aggregate of 14.4%. The geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 166 home improvement loans totaling $11.9 million in middle-income tracts. This represents 46.6% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 39.5%, and 36.1% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 41.4% and exceeded the 2015 aggregate of 38.7% in 2015.

Fifth Third made 110 home improvement loans totaling $14.0 million in upper-income tracts. This represents 30.9% of home improvements loans by volume, which is less than the percentage of owner-occupied units in these tracts at 39.4%, and 42.5% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies.

The percentage of loans by volume was below the 2014 aggregate of 39.4% and was below the 2015 aggregate of 43.6%.

Overall, the geographic distribution of home improvement loans is excellent.

Small Business Loans

Fifth Third made 150 small business loans totaling $23.7 million in low-income tracts. This represents 3.0% of small business loans by volume, which is comparable to the percentage of small businesses in these tracts at 4.3%, and 4.2% by dollar amount, which is also comparable to the percentage of businesses in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 3.3% and was comparable to the 2015 aggregate of 3.5%. Given that Fifth Third's performance was comparable to the proxy and aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 767 small business loans totaling $87.4 million in moderate-income tracts. This represents 15.3% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 14.9%, and is comparable to proxy by dollar amount at 15.4%. The percentage of loans by volume exceeded the 2014 aggregate of 14.2% and was comparable to the 2015 aggregate of 15.0%. Given that Fifth Third's performance exceeded the aggregate of all lenders and exceeds proxy, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 1,891 small business loans totaling $197.2 million in middle-income tracts. This represents 37.8% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 35.1%, and 34.8% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 34.9% and exceeded the 2015 aggregate of 35.0%.

Fifth Third made 2,189 small business loans totaling $257.9 million in upper-income tracts. This represents 43.8% of small business loans by volume, which is less than the percentage of businesses in these tracts at 45.6%, and 45.5% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 46.5% and was below the 2015 aggregate of 45.6%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and for businesses of different revenue sizes. The borrower distribution is excellent for refinance, home purchase, and home improvement loans.

Refinance Loans

Fifth Third made 790 loans totaling $80.4 million to low-income borrowers. This represents 13.3% of refinance loans by volume, which is significantly below the percentage of low-income families at 22.1%. The percentage of loans by dollar amount in these geographies at 5.5% is also significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.1% and exceeded the 2015 aggregate of 4.6%. Given that Fifth Third's performance was significantly greater than the aggregate of all lenders and comparable to proxy, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 965 loans totaling $120.8 million to moderate-income borrowers. This represents 16.3% of refinance loans by volume, which is comparable to the percentage of moderate-income families at 16.9%, and 8.3% by dollar volume, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 13.1% and exceeded the 2015 aggregate of 11.3%. Given that Fifth Third's performance exceeded the aggregate of lenders and was comparable to proxy, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 1,169 loans totaling $182.7 million to middle-income borrowers. This represents 19.7% of refinance loans by volume, which is comparable to the percentage of middle-income families at 19.8%, and 12.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.8% and exceeded the 2015 aggregate of 17.9%.

Fifth Third made 2,682 loans totaling $994.7 million to upper-income borrowers. This represents 45.3% of refinance loans by volume, which exceeds the percentage of upper-income families at 41.2%, while the percentage of loans by dollar amount at 68.5% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.5% and was comparable to the 2015 aggregate of 44.5%.

Overall, the borrower distribution of refinance loans is excellent.

Home Purchase Loans

Fifth Third made 1,150 loans totaling $121.6 million to low-income borrowers. This represents 19.7% of home purchase loans by volume, which is slightly below the percentage of low-income families at 22.1%, and 8.6% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.8% and exceeded the 2015 aggregate of 7.6%.

Given that Fifth Third's performance is significantly greater than the aggregate of all lenders and comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 1,133 loans totaling $163.1 million to moderate-income borrowers. This represents 19.4% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 16.9%, and 11.5% of loans by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.0% and exceeded the 2015 aggregate of 18.9%. The borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 972 loans totaling $180.2 million to middle-income borrowers. This represents 16.7% of home purchase loans by volume, which is less than the percentage of middle-income families at 19.8%, and 12.7% by dollar amount, which is also below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 19.4% and was below the 2015 aggregate of 19.7%.

Fifth Third made 2,331 loans totaling $895.9 million to upper-income borrowers. This represents 39.9% of home purchase loans by volume, which is slightly below the percentage of upper-income families at 41.2%, and 63.1% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 35.2% and was comparable to the 2015 aggregate of 34.6%.

A community contact stated that a lack of jobs, particularly for low- and moderate-income individuals, affected the ability of these individuals to buy homes. An excellent borrower distribution of home purchase loans demonstrates that Fifth Third was able to effectively reach these borrowers.

Home Improvement Loans

Fifth Third made 64 loans totaling $4.2 million to low-income borrowers. This represents 18.0% of home improvement loans by volume, which is below the percentage of low-income families at 22.1%, and 12.8% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.7% and exceeded the 2015 aggregate of 7.6%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and the volume of loans was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 95 loans totaling $6.4 million to moderate-income borrowers. This represents 26.7% of its home improvement loans by volume, which substantially exceeds the percentage of moderate-income families at 16.9%, and 19.5% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.1% and exceeded the 2015 aggregate of 15.6%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 78 loans totaling $6.1 million to middle-income borrowers. This represents 21.9% of home improvement loans by volume, which is more than the percentage of middle-income families at 19.8%, and 18.6% by dollar amount, which is slightly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.9% and was slightly less than the 2015 aggregate of 22.9%.

Fifth Third made 117 loans totaling $15.8 million to upper-income borrowers. This represents 32.9% of home improvement loans by volume, which was below the percentage of upper-income families at 41.2%, and 47.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 38.8% and was below the 2015 aggregate of 46.4%.

The overall borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is excellent, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 56.7% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 39.8% and exceeded the 2015 aggregate of 45.0%, but was significantly below the percentage of small businesses in the assessment area at 90.0%. Also, during the evaluation period, Fifth Third was able to make a relatively high percentage of small-dollar loans (76.2%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated 77 community development loans totaling $586.3 million during the evaluation period as shown in the table below:

Affordable Housing		**Economic Development**		**Revitalization and Stabilization**		**Community Services**	
#	***$***	***#***	***$***	***#***	***$***	***#***	***$***
4	25,383,000	30	211,048,525	28	309,040,501	15	40,814,150

Community development lending in this assessment area represents 9.8% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's second-highest percentage of community development lending during the evaluation period. Fifth Third's performance is especially strong, considering the high competition for community development loans and a number of large national banks in the area. Fifth Third only has 3.2% of the deposit market share. As such, Fifth Third is considered a leader in community development lending in this assessment area.

Examples of community development lending include, but are not limited to:

- A renewal of a revolving line of credit to a Community Development Financial Institution (CDFI) that provides loans to LIHTC projects and commercial real estate developments in target communities

- A bridge loan to a development corporation that supports affordable housing and built 1,300 units of new affordable housing for families earning less than 80.0% of the area median income
- A construction loan to a development corporation to construct and renovate a HUD Rental Assistance Demonstration project – 150 units of new affordable housing for seniors. This construction project is in response to the City of Elgin 2015-2019 Consolidated Plan that states the need for affordable housing for seniors.
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies
- Loan to support a FEMA-declared disaster area
- Loans that support eligible activities in designated Empowerment Zones
- Working capital loans that support a school that serves low- and moderate-income students
- Working capital loans that support an nonprofit that provides services to developmentally disabled low- and moderate-income individuals
- Working capital loans to a nonprofit that provides job training to low- and moderate-income individuals
- Loan to purchase a building to nonprofit that provides job training and community services to low- and moderate-income Latino immigrants

The affordable housing loans and loans that provide services to low- and moderate-income areas were deemed to be responsive, as community contacts specifically mentioned the need for these types of loans.

Flexible Lending Programs

Fifth Third had 1,895 flexible lending loans in this assessment area: 972 government loans, 126 down payment assistance loans, and 800 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	3.3%	2.9%	**3.8%**	23.0%	19.0%	**17.4%**	50.0%	48.6%	39.5%	23.8%	29.5%	**39.4%**
Down Payment Assistance Programs	36.7%	42.2%	**3.8%**	31.3%	25.5%	**17.4%**	21.9%	13.2%	39.5%	10.2%	19.0%	**39.4%**
Other Flexible Lending Programs	1.9%	1.8%	**3.8%**	17.7%	12.3%	**17.4%**	45.5%	42.2%	39.5%	35.0%	43.7%	**39.4%**
Totals	**4.9%**	**5.6%**	**3.8%**	**21.3%**	**16.6%**	**17.4%**	**46.2%**	**43.1%**	**39.5%**	**27.5%**	**34.6%**	**39.4%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	14.9%	9.6%	**22.1%**	30.6%	26.0%	**16.9%**	29.0%	31.0%	**19.8%**	22.7%	30.4%	**41.2%**
Down Payment Assistance Programs	47.6%	25.9%	**22.1%**	17.5%	11.1%	**16.9%**	11.9%	12.6%	**19.8%**	22.2%	50.1%	**41.2%**
Other Flexible Lending Programs	16.6%	11.7%	**22.1%**	20.1%	17.0%	**16.9%**	23.6%	21.4%	**19.8%**	36.5%	46.3%	**41.2%**
Totals	**17.8%**	**11.8%**	**22.1%**	**25.3%**	**21.1%**	**16.9%**	**25.6%**	**25.6%**	**19.8%**	**28.5%**	**38.6%**	**41.2%**

*Unknown tract data is not included in the above table.

Overall, Fifth Third's lending in low-income tracts, by number and dollar amount, exceeded the percentage of owner-occupied units, particularly for down payment assistance programs. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies, particularly for down payment assistance programs. Overall, the percentage of lending by dollar amount was below proxy.

Fifth Third's lending by volume to low-income borrowers was below the percentage of low-income families, but significantly exceeded proxy for down payment assistance programs. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, particularly for government loan programs.

Despite high foreclosure rates in this assessment area, Fifth Third was able to assist low- and moderate-income borrowers or borrowers purchasing properties in a low- or moderate-income area to purchase homes through the use of several down payment assistance programs. Therefore, Fifth Third made use of flexible lending practices in serving assessment area credit needs since lending through flexible loan programs in low-income tracts and to low-income borrowers was good and lending in moderate-income tracts and to moderate-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Outstanding."

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 481 qualified investments totaling $212.5 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	**$**	**#**	**$**	**#**	**$**	**#**	**$**
158	161,654,485	39	202,959	10	76,250	227	1,711,212

Also included in the total number of qualified investments are 47 prior period investments totaling $48.9 million. Fifth Third made 13.0% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 11.3% and equivalent to the percentage of branch offices at 12.8%. Included in the total investments are 303 donations totaling $9.8 million that supported local schools, small businesses, churches, food banks, health care, and affordable housing.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which was an important need expressed by several community contacts.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "High Satisfactory." Retail services are reasonably accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has generally not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. One banking center was opened and twelve were closed since the previous evaluation period, which resulted in the closure of two banking centers in low- and moderate-income tracts. Delivery services are reasonably accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 166 banking centers within this assessment area, including eight in low-, 26 in moderate-, 63 in middle-, and 69 in upper-income census tracts. Fifth Third banking centers in this assessment area represent 12.8% of all its banking centers. Fifth Third has a total of 250 full-service ATMs within this assessment area, including one in low-, 41 in moderate-, 88 in middle-, and 110 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: Multi Chicago

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
			Open	Closed											
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	8	4.8%	0	1	Total	13	4.3%	11	4.4%	2	4.0%	280	12.6%	8.1%	4.2%
Moderate	26	15.7%	1	1	Total	47	15.7%	41	16.4%	6	12.0%	515	23.2%	21.5%	14.9%
Middle	63	38.0%	0	5	Total	102	34.0%	88	35.2%	14	28.0%	742	33.4%	37.0%	34.9%
Upper	69	41.6%	0	5	Total	138	46.0%	110	44.0%	28	56.0%	672	30.2%	33.4%	45.8%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	14	0.6%	0.0%	0.1%
Total	166	100.0%	1	12	Total	300	100.0%	250	100.0%	50	100.0%	2223	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered poor, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered adequate.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 12,006 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 10.1% of all community development services provided and equates to 5.77 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
800	1,239	1	9,966

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization.

Community development services include 5,092 hours of providing financial literacy through local nonprofits and school programs, 4,671 hours serving on boards and committees, 1,811 hours providing technical assistance to non-profits and local business, and 432 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy and foreclosure outreach prevention activities. Several community contacts mentioned the need for financial literacy training to provide debt counseling and assist first-time homebuyers. Also, the rate of foreclosures remains significantly higher in multiple counties throughout this assessment area compared to the foreclosure rates in Illinois, Indiana, and the nation.

MULTI-STATE METROPOLITAN AREA
(Full-scope Review)

CRA RATING for Cincinnati OH-KY-IN MSA #17140: Outstanding
The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A leader in making community development loans;
- An extensive use of flexible lending practices in serving the assessment area’s credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Cincinnati multistate assessment area. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the “Institution” section of this report.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE CINCINNATI OH-KY-IN MSA

The Cincinnati OH-KY-IN MSA includes Brown, Butler, Clermont, Hamilton and Warren counties in Ohio; Dearborn and Ohio counties in Indiana; and Boone, Campbell, Gallatin, Grant, Kenton, and Pendleton counties in Kentucky. Fifth Third's assessment area excludes Union County in Indiana and Bracken County in Kentucky. The assessment area is comprised of 56 low-, 120 moderate-, 196 middle-, and 117 upper-income tracts. There are also four tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked second out of 64 institutions with 27.8% of the deposit market share. U.S. Bank had 49.0% of the market share. Deposits in this assessment area accounted for 28.0% of Fifth Third's total deposits. This was the highest percentage of deposits within Fifth Third's CRA footprint.[19]

From January 1, 2014 through June 30, 2016, Fifth Third originated 10,527 HMDA loans and 5,120 CRA loans, which represented 10.1% and 13.1% of the total loans originated during the evaluation period, respectively. This was the second-largest HMDA market and largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked fourth among 522 HMDA reporters in the assessment area and Fifth Third ranked 20th. Union Savings Bank, Guardian Savings Bank, and Wells Fargo Bank were the top three HMDA lenders in the assessment area. Fifth Third ranked sixth of 116 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were U.S. Bank, American Express Bank, PNC Bank, Capital One, and Citibank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Seven community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a community development fund that underwrites and services community development real estate loans supporting the creation or preservation of affordable housing and the revitalization of urban communities, stated the area has experienced growth and repopulation of the city, which has resulted in available funds to help subsidize lower-income housing. The contact indicated involvement from banks in the fund is very strong, although regulatory burdens may impact a bank's ability to conduct outreach.

The second contact, representing a community development organization in Hamilton County, stated that there are limited banking services available in low-income areas. There are only two regional bank branches and two local bank branches that service this community. The contact mentioned that through a tax credit project, PNC Bank provided funding for a new theater and parking garage. The contact also mentioned Fifth Third periodically participates in a funding pool and tax credit projects that help support local real estate development projects.

[19] The high percentage of total deposits (27.8%) is primarily due to deposits that cannot be allocated to specific areas are allocated to Fifth Third's corporate headquarters located in this MSA.

The third contact, representing a community development organization that provides funding to small businesses in Clermont County, stated that the area is experiencing low unemployment rates. Employers are providing technical training to high school students and are offering them jobs after graduation. Several local banks have assisted with funding to construct a new school which will serve 6,000 students. In addition, there are two hospital construction projects underway in the community. The contact believed there is a need for banks to fund new construction projects and extend more working capital loans to small businesses. The contact specifically mentioned Fifth Third as being active in the community.

The fourth contact, representing an affordable housing and community development organization in Butler County, stated there is a substantial need for quality affordable housing in the area. While there is an abundance of affordable housing in the county, what is available is mostly dilapidated and in need of rehabilitation. As a result, the contact believed there is a substantial need for home improvement-type lending in the area. The contact stated several area banks partner with this organization to offer first-time homebuyer assistance to its clients; however, the contact believed it would be nice to see more banks in the area get involved. Overall, the contact believed area banks are doing a good job of being involved in the community.

The fifth contact, representing a community development organization in the Northern Kentucky and Cincinnati region, stated there are available jobs in the area, but employers state they cannot find workers with the right skills to take the jobs. The contact also stated small businesses want to invest and expand, but require working capital. The contact believed that loans are being originated at a steady pace; that many banks are still apprehensive to make loans to start-up businesses.

The sixth contact, representing an organization that provides services to low-income individuals, stated there still individuals struggling to fully recover from the foreclosure crisis and in certain portions of Hamilton County, there are a significant number of vacant properties. However, there are a number of redevelopment projects in progress in several low- and moderate-income communities. The contact stated this organization serves a large number of low-income renters and rental rates are increasing considerably in the area; therefore, affordable rents for lower income individuals are a significant concern. Also, the contact believed that banks offered first-time homebuyer assistance more generously prior to the financial crises and that larger banks have cut back on grant money. The contact explained before the financial crisis, the organization used to receive \$30,000-\$40,000 a year in grants and now it receives about \$5,000-\$10,000 a year. Most of the assistance received from banks is in the form of financial literacy and first-time homebuyer classes. The contact noted that banks are beginning to inquire about community development needs again and specifically noted that Fifth Third recently contacted this organization.

The seventh contact, representing an affordable housing organization in Hamilton County, stated there is a need for lower-income housing in the area and reliable public transportation to provide access to jobs. The contact believed there are opportunities for banks to finance building rehabilitation projects within the city, invest in funds that provide tax credits to organizations such as this one, and fund more construction loans.

The contact specifically mentioned PNC Bank, First Financial, BB&T, Fifth Third, and River Hills Bank as being active with this organization.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 2.1 million. About 27.2% of the population lived in low- and moderate-income tracts. In addition, 75.1% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Cincinnati MSA is the 28th largest in terms of population in the nation and the largest metropolitan area in Ohio.[20] Hamilton County is by far the largest county in the assessment area, which includes Cincinnati and is the third-most populous county in Ohio.[21] Cincinnati is the third-largest city in Ohio and is the 66th most populous city in the U.S. Cincinnati has 298,550 residents and its population decreased by 9.8% between 2000 and 2015; however, the worst of the decline seems to be over, since the population increased by 0.5% between 2010 and 2015.[22] According to Moody's Analytics, Cincinnati has below-average population growth and in 2015, the migration flow into and out of Cincinnati resulted in a loss of 2,545 area residents. In contrast, the next largest cities in the MSA are Hamilton and Middletown, which have 62,407 and 48,760, respectively.[23]

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[24] For the most part, the population within the MSA experienced positive growth between 2010 and 2015, with Boone County experiencing the greatest growth and Pendleton County experiencing the greatest decline in population.

[20] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[21] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[22] Cincinnati population: http://worldpopulationreview.com/us-cities/cincinnati-population
[23] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[24] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Dearborn, IN	50,047	49,455	-1.2%
Ohio, IN	6,128	5,938	-3.1%
Boone, KY	118,811	127,712	7.5%
Campbell, KY	90,336	92,066	1.9%
Gallatin, KY	8,589	8,636	0.5%
Grant, KY	24,662	24,757	0.4%
Kenton, KY	159,720	165,012	3.3%
Pendleton, KY	14,877	14,408	-3.2%
Brown, OH	44,846	43,839	-2.2%
Butler, OH	368,130	376,353	2.2%
Clermont, OH	197,363	201,973	2.3%
Hamilton, OH	802,374	807,598	-0.7%
Warren, OH	212,693	224,469	5.5%
Total	**2,098,576**	**2,142,216**	**2.1%**

Income Characteristics

In 2010 the MSA median family income was significantly higher ($67,016) than Ohio, Kentucky, and Indiana at $59,680, $52,046, and $58,944, respectively. Between 2014 and 2015, the median family income increased; however, between 2015 and 2016, the median family income decreased by 5.0% in this MSA.

Borrower Income Levels
Cincinnati, OH-KY-IN MSA

FFIEC Estimated Median Family Income		Low 0 - 49.99%	Moderate 50% - 79.99%	Middle 80% - 119.99%	Upper 120% - & above
2014	**$71,100**	0 - $35,549	$35,550 - $56,879	$56,880 - $85,319	$85,320 - & above
2015	**$72,400**	0 - $36,199	$36,200 - $57,919	$57,920 - $86,879	$86,880 - & above
2016	**$68,800**	0 - $34,399	$34,400 - $55,039	$55,040 - $82,559	$82,560 - & above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[25] In 2015, Hamilton, Grant, and Pendleton counties had the highest poverty rates compared to Gallatin, Hamilton, and Pendleton counties in 1999. In 2015, only Hamilton and Brown counties had poverty rates higher than the state-level poverty rate (Ohio). However, Butler and Campbell counties experienced the largest increase in poverty rates during this period.

[25] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826

In 2015, Kentucky's, Ohio's, and Indiana's poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[26] The following table shows the poverty rates for 1999[27] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Dearborn	6.6%	8.9%	34.8%
Ohio	7.1%	10.2%	43.7%
Indiana	**9.5%**	**14.4%**	**51.6%**
Boone	5.6%	8.2%	46.4%
Campbell	9.3%	14.4%	54.8%
Gallatin	13.4%	15.0%	11.9%
Grant	11.1%	16.4%	47.7%
Kenton	9.0%	12.8%	42.2%
Pendleton	11.4%	16.4%	43.9%
Kentucky	**15.8%**	**18.3%**	**15.8%**
Brown	11.6%	14.9%	28.4%
Butler	8.7%	14.4%	65.5%
Clermont	7.1%	9.5%	33.8%
Hamilton	11.8%	16.6%	40.7%
Warren	4.2%	5.2%	23.8%
Ohio	**10.6%**	**14.8%**	**39.6%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 899,127 housing units and 533,195 million families in the assessment area. From an income perspective, 31.3% of housing units, 20.2% of owner-occupied units, and 24.7% of families are located in low- or moderate-income tracts. Over three quarters of the housing units in the low-income census tracts are either rental or vacant (78.8%) and 21.2% are owner-occupied. In the moderate-income census tracts, over half of the housing units are either rental or vacant (54.1%) and 45.9% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

[26] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[27] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 40 years old, with 25.3% of the stock built before 1950. The oldest housing stock was in Campbell and Kenton counties with a median age of 46 and 41 years, respectively, while the newest was 17 years in Boone County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 53 years in moderate-income tracts, which indicates that there is ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $156,715, with an affordability ratio of 34.22. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. While median housing values fluctuated between 2010 and 2011-2015, housing largely became more affordable across the assessment area. According to Moody's Analytics, Cincinnati has low living costs and affordable housing. During the evaluation period, the most affordable housing was in Pendleton and Gallatin counties, with the least affordable in Hamilton and Ohio counties. Median gross rents increased at a fairly substantial rate across the assessment area, with renters in Dearborn and Gallatin counties experiencing the largest increase in rental rates, renters in Ohio County experiencing the smallest increase, and renters in Pendleton experiencing a decrease in gross rental rates. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area, Indiana, Kentucky, and Ohio.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Dearborn	$160,300	35.43	$159,100	36.88	$631	$747	18.4%
Ohio	$134,200	37.98	$141,000	34.60	$657	$671	2.1%
Indiana	**$123,000**	**38.78**	**$124,200**	**39.66**	**$683**	**$747**	**9.4%**
Boone	$175,900	37.83	$175,100	38.11	$797	$905	13.6%
Campbell	$146,300	35.19	$150,400	36.32	$672	$748	11.3%
Gallatin	$105,500	39.16	$107,500	45.00	$576	$669	16.1%
Grant	$117,900	36.03	$124,900	35.89	$665	$715	7.5%
Kenton	$145,200	36.65	$145,200	37.39	$667	$747	12.0%
Pendleton	$101,200	44.14	$104,800	46.14	$611	$583	-4.6%
Kentucky	**$116,800**	**35.60**	**$123,200**	**35.50**	**$601**	**$675**	**12.3%**
Brown	$124,100	36.98	$113,800	40.04	$624	$649	4.0%
Butler	$160,600	34.11	$157,200	36.60	$752	$817	8.6%
Clermont	$162,000	36.09	$155,500	39.10	$698	$764	9.5%
Hamilton	$148,200	32.55	$142,000	34.52	$652	$709	8.7%
Warren	$194,700	36.61	$190,900	38.96	$890	$923	3.7%
Ohio	**$136,400**	**34.72**	**$129,900**	**38.05**	**$678**	**$730**	**7.7%**

According to Bankrate.com,[28] Ohio ranked eighth, Indiana ranked 15th, and Kentucky ranked 43rd for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[29]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Dearborn	1:745
Ohio	NA
Indiana	**1:1,590**
Boone	1:2,082
Campbell	1:2,826
Gallatin	NA
Grant	NA
Kenton	1:1,381
Pendleton	NA
Kentucky	**1:4,270**
Brown	1:1,056
Butler	1:861
Clermont	1:1,543
Hamilton	1:788
Warren	1:1,491
Ohio	**1:1,053**
U.S.	**1:1,533**

In November 2016, Dearborn, Hamilton, and Butler counties had the highest rates of foreclosure and Campbell and Boone counties had the lowest rates of foreclosure in the assessment area.

Building permits for this MSA, Indiana, Kentucky, Ohio, and the nation are included in the following table for 2014, 2015, and 2016.[30]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
MSA	5,206	4,661	-10.5%	5,859	25.7%
Indiana	**17,813**	**18,483**	**3.8%**	**18,317**	**-0.9%**
Kentucky	**9,421**	**10,566**	**12.2%**	**12,798**	**21.1%**
Ohio	**19,965**	**20,047**	**0.4%**	**22,269**	**11.1%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

[28] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[29] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[30] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

While the MSA experienced a decrease in the number of housing permits issued between 2014 and 2015, the MSA also experienced a substantial increase of housing permits between 2015 and 2016. The rise in the number of permits could indicate the demand for home purchase loans increased in the MSA during the evaluation period.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, Cincinnati's economy is outpacing the rest of Ohio and the nation. Factory output is contracting more quickly than in other parts of the state, whereas goods industries have been cutting jobs. Cincinnati is expected to add slightly more jobs in 2017 than in 2016 due to robust growth in white-collar services and healthcare.

According to Cincinnati Business Courier,[31] Greater Cincinnati is home to ten of the nation's largest companies in 2016. A new Fortune 500 firm was added to the list, but the following two firms fell off the list:

- Omnicare (acquired by CVS Health Corp. last year), which was No. 414 on the list in 2015
- General Cable Corp. (fell to No. 544 this year), which was No. 443 on the list in 2015

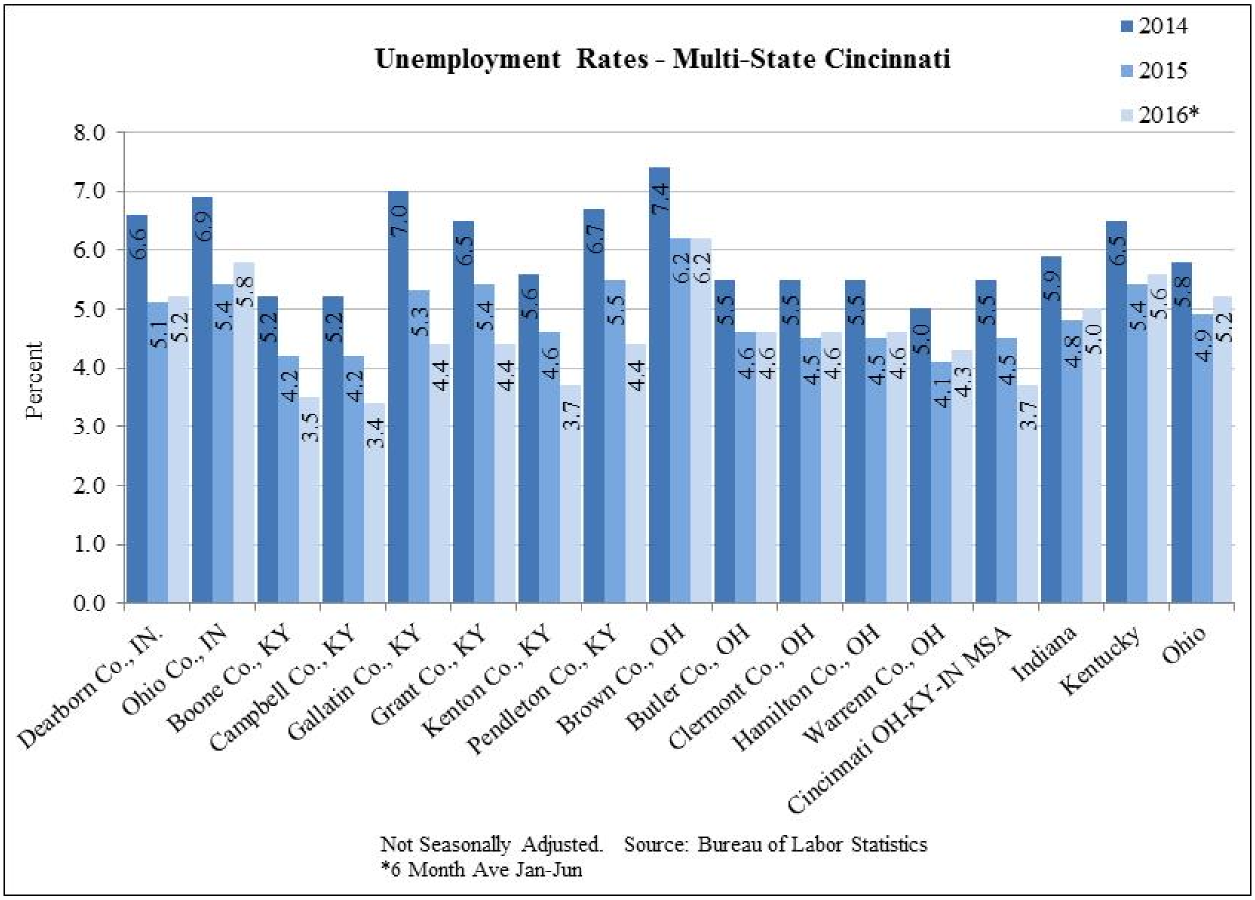
Cincinnati Fortune 500 Companies (2016)[32]		
Rank	**Company**	**Annual Revenue**
17	Kroger Co.	$109.8 billion
21	Cardinal Health	$102.5 billion
34	Procter & Gamble Co.	$78.8 billion
103	Macy's Inc.	$27 billion
376	Fifth Third Bancorp	$7 billion
383	AK Steel Holding Corp.	$6.7 billion
421	American Financial Group	$6.1 billion
472	Ashland Inc.	$5.4 billion
479	Western & Southern Financial Group	$5.4 billion
499	**Cincinnati Financial**	**$5.1 billion**

According to Moody's Analytics, the top ten employers in the MSA in 2015/2016 were:

Company	Number of Employees
Local Government	83,810
State Government	30,688
Kroger Co.	21,646
University of Cincinnati	16,016
Federal Government	15,366
Cincinnati Children's Hospital Medical Center	14,944
TriHealth Inc.	11,800
Procter & Gamble Co.	11,000
UC Health	10,000
GE Aviation	7,800

[31] Cincinnati Business Courier: http://www.bizjournals.com/cincinnati/news/2016/06/06/these-cincinnati-firms-made-this-year-s-fortune.html
[32] Bold type indicates company new to the list in 2016 (returned to the list this year – it was No. 525 in 2015)

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the MSA, Ohio, Kentucky, and Indiana.



Overall, the unemployment rates declined from 2014 to 2015 and varied between 2015 and June 2016. Brown County (OH) had the highest unemployment rates all three years. Warren County (OH) had the lowest unemployment rates in 2014 and 2015, while Campbell County (KY) had the lowest unemployment rate in 2016.

According to *The Enquirer*, GE Aviation cut 307 engineering jobs (238 of which are located in the Cincinnati area) or 7.0% of its workforce at the end of January 2017. The company said the cuts are due to engine development programs that have been completed.[33] According to an article in the *Cincinnati Business Courier*, Omnicare Inc. laid off more of its employees following its acquisition in 2015 by CVS Pharmacy Inc. The Cincinnati-based health care firm initially laid off 232 employees, including numerous high-level executives (who worked in its downtown headquarters), and by May 2016, 13 more employees will receive layoff notices.[34]

[33]The Enquirer. "Omnicare continues layoffs." *Cincinnati!com*. January 28, 2017.
http://www.bizjournals.com/cincinnati/morning_call/2016/02/omnicare-continues-layoffs.html
[34] Caproni, Erin. "GE Aviation laying off 238 engineers locally." *Cincinnati Business Courier*. February 10, 2016. - http://www.cincinnati.com/story/money/2016/01/28/ge-aviation-laying-off-234-engineers-locally/79459654/

According to an article in *Cincinnati!com*, Procter & Gamble (P&G) will cut another 3,000-6,000 office jobs worldwide in the next two years (an unknown number of cuts could occur in Cincinnati, where the company is headquartered and employs roughly 11,000 in the region). In 2012, P&G first announced it would slash 5,700 jobs or 10.0% of its nonmanufacturing jobs. From 2012-2015, P&G has eliminated a total of nearly 11,000 office positions and an additional 10,000 manufacturing jobs worldwide. In April 2015, P&G announced it would be eliminating 25.0-30.0% of office positions by mid-2017 and has already eliminated 19.0% of those positions. The company has achieved a net reduction in jobs despite a worldwide factory building boom. The company plans at least another 18 projects for new or expanded plants in overseas markets.[35]

[35] Coolidge, Alexander. "P&G to cut thousands of jobs in next 2 years." *Cincinnati!com*. April 23, 2015. - http://www.cincinnati.com/story/money/2015/04/23/pg-reports-profit/26228245/

Combined Demographics Report

Assessment Area: Multi Cincinnati

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	56	11.4	27,494	5.2	10,982	39.9	110,650	20.8
Moderate-income	120	24.3	104,050	19.5	16,685	16	91,799	17.2
Middle-income	196	39.8	236,437	44.3	14,952	6.3	112,467	21.1
Upper-income	117	23.7	165,196	31	4,158	2.5	218,279	40.9
Unknown-income	4	0.8	18	0	8	44.4	0	0
Total Assessment Area	**493**	**100.0**	**533,195**	**100.0**	**46,785**	**8.8**	**533,195**	**100.0**
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	72,129	15,288	2.8	21.2	36,892	51.1	19,949	27.7
Moderate-income	209,570	96,151	17.4	45.9	83,782	40	29,637	14.1
Middle-income	381,165	255,870	46.3	67.1	92,728	24.3	32,567	8.5
Upper-income	236,160	185,514	33.6	78.6	35,768	15.1	14,878	6.3
Unknown-income	103	9	0	8.7	50	48.5	44	42.7
Total Assessment Area	**899,127**	**552,832**	**100.0**	**61.5**	**249,220**	**27.7**	**97,075**	**10.8**
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	4,797	5.2	4,040	4.9	733	9.4	24	5.3
Moderate-income	19,463	21.3	17,089	20.5	2,264	29.1	110	24.5
Middle-income	36,867	40.3	33,919	40.7	2,728	35.1	220	49
Upper-income	30,308	33.1	28,168	33.8	2,045	26.3	95	21.2
Unknown-income	35	0	24	0	11	0.1	0	0
Total Assessment Area	**91,470**	**100.0**	**83,240**	**100.0**	**7,781**	**100.0**	**449**	**100.0**
	Percentage of Total Businesses:			**91.0**		**8.5**		**.5**
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	13	0.8	11	0.7	2	20	0	0
Moderate-income	250	15.3	249	15.3	1	10	0	0
Middle-income	1,064	65	1,061	65.3	3	30	0	0
Upper-income	309	18.9	305	18.8	4	40	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,636**	**100.0**	**1,626**	**100.0**	**10**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.4**		**.6**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE CINCINNATI OH-KY-IN MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "Outstanding." Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 93 community development loans totaling $996.4 million in the area. Fifth Third has an excellent geographic distribution of loans and a low level of lending gaps and an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, or businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of refinance lending based on the overall volume of lending, followed by small business, home purchase, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Lending activity reflects an excellent responsiveness to the credit needs within the assessment area. The percentage of Fifth Third's lending in Cincinnati is 10.9%, while the percentage of total deposits is much higher at 28.0%. As previously mentioned, the large disparity between the percentage of deposits and loans in this AA is primarily because deposits that cannot be assigned to one specific area are assigned to Fifth Third's headquarters in Cincinnati. Fifth Third originated 5,129 refinance, 4,974 home purchase, 410 home improvement, 5,120 small business, and 93 community development loans during the evaluation period.

Fifth Third made 99.7% of the HMDA and 99.9% of the CRA lending within this designated assessment area. There was no concentration of loans identified in any of the excluded counties within the assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Moderate		Middle		Upper	
	#	%	#	%	#	%	#	%
HAMP Modifications	0	0.0%	19	29.2%	38	58.5%	8	12.3%
Other Real Estate Secured Modifications	26	5.6%	124	26.7%	200	43.0%	115	24.7%
Percentage of Owner Occupied Units		***2.8%***		***17.4%***		***46.3%***		***33.6%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Moderate		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	137	29.5%	145	31.2%	91	19.6%	89	19.1%
Percentage of Families by Family Income		***20.8%***		***17.2%***		***21.1%***		***40.9%***

*Unknown tract data is not included in the above table.

The percentage of HAMP modifications in moderate-income tracts and the percentage of other modifications in low- and moderate-income tracts exceeded the percentage of owner-occupied units in these geographies; therefore, modifications helped to expand lending activities in these areas.

Most of the borrower incomes for HAMP modifications were unknown; therefore, it would not be meaningful to review the income distribution for these modifications. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area. Thus, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Refinance lending is excellent. Home purchase and home improvement lending is good. Small business lending is excellent. There is also a low overall level of gaps in lending. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	56	2	96.4%
Moderate	120	0	100.0%
Middle	196	1	99.5%
Upper	117	0	100.0%
Unknown	4	3	25.0%
Total	**493**	**6**	**98.8%**

*Unknown tract data is not included in the above table

Lending gaps are considered minimal, as there are no lending gaps in moderate- and upper-income geographies and minimal lending gaps in low-and middle-income geographies.

Refinance Loans

Fifth Third made 135 refinance loans totaling $10.8 million in low-income tracts. This represents 2.6% of refinance loans by volume and 1.5% by dollar amount, which is below the percentage of owner-occupied units at 2.8%. The percentage of loans by volume exceeded the 2014 aggregate at 1.9% and exceeded the 2015 aggregate at 1.5% in 2015. Given that Fifth Third's performance exceeded the aggregate of all lenders and the owner-occupancy rate in low-income rates is only 21.2%, the geographic distribution of refinance loans in low-income tracts is excellent.

Fifth Third made 849 refinance loans totaling $74.2 million in moderate-income tracts. This represents 16.6% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 17.4%. The percentage of loans by dollar amount at 10.2% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 14.5% and exceeded the 2015 aggregate at 13.0%. Given that Fifth Third's performance exceeded the aggregate of all lenders and that less than half the housing units are owner-occupied (45.9%), the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 2,189 refinance loans totaling $250.5 million in middle-income tracts. This represents 42.7% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 46.3%. However, refinance loans by dollar amount (34.6%) was below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 45.1% and was below the 2015 aggregate at 43.8%.

Fifth Third made 1,956 refinance loans totaling $389.5 million in upper-income tracts. This represents 38.1% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 33.6%, and 53.7% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 38.4% and was comparable to the 2015 aggregate at 41.7%.

Overall, the geographic distribution of refinance loans is excellent.

Home Purchase Loans

Fifth Third made 131 home purchase loans totaling $14.1 million in low-income tracts. This represents 2.6% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 2.8%, and 1.7% by dollar amount, which is comparable to the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate at 1.8% and exceeded the 2015 aggregate at 1.8%. Given that Fifth Third's performance exceeded the aggregate of all lenders and was comparable to the percentage of owner-occupied units in these geographies, the geographic distribution in low-income tracts is excellent.

Fifth Third made 890 home purchase loans totaling $92.1 million in moderate-income tracts. This represents 17.9% of its home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 17.4%, and 11.1% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate at 13.6% and exceeded the 2015 aggregate at 14.9%. Since Fifth Third performance exceeded the aggregate of all lenders and proxy, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 2,078 home purchase loans totaling $277.1 million in middle-income tracts. This represents 41.8% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 46.3%, and 33.5% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 45.8% and was below the 2015 aggregate of 45.8% in 2015.

Fifth Third made 1,875 home purchase loans totaling $443.5 million in upper-income tracts. This represents 37.7% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 33.6%, and 53.6% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 38.8% and was below the 2015 aggregate of 37.6%.

Several of the community contacts stated the need for affordable housing in low-and moderate-income areas. Since Fifth Third was able to penetrate these areas at an excellent level, the geographic distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made ten home improvement loans totaling $373,000 in low-income tracts. This represents 2.4% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 2.8%, and 1.4% by dollar amount, which is below the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 2.2% and exceeded the 2015 aggregate of 1.8%. Given Fifth Third's performance and the median age of housing in low-income tracts at 61 years, which would likely indicate the need for home improvement loans, the geographic distribution of home improvement loans in low-income tracts is excellent.

Fifth Third made 72 home improvement loans totaling $3.2 million in moderate-income tracts. This represents 17.6% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 17.4%, and 11.8% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 13.5% and exceeded the 2015 aggregate of 15.3%. A community contact mentioned the need for home improvement-type lending in this area. Also, as Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 209 home improvement loans totaling $12.8 million in middle-income tracts. This represents 51.0% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 46.3%, and 47.2% by dollar amount, which is comparable to the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 47.7% and was comparable to the 2015 aggregate of 44.7%.

Fifth Third made 119 home improvement loans totaling $10.7 million in upper-income tracts. This represents 29.0% of home improvements loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 33.6%, and 39.6% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 36.6% and was below the 2015 aggregate of 38.3%.

Overall, the geographic distribution of home improvement loans is excellent.

Small Business Loans

Fifth Third made 333 small business loans totaling $65.3 million in low-income tracts. This represents 6.5% of small business loans by volume, which exceeds the percentage of small businesses in these tracts at 4.9%, and at 9.1% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume exceeded 2014 aggregate of 5.0% and exceeded the 2015 aggregate of 5.1%. Given that Fifth Third's performance exceeded the aggregate of lenders and proxy, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 889 small business loans totaling $164.7 million in moderate-income tracts. This represents 17.4% of small business loans by volume, which is below the percentage of businesses in these tracts at 20.5%, and 23.0% by dollar amount, which is comparable to the percentage of small businesses in these geographies. The percentage of loans by volume was below the 2014 aggregate of 19.6% and was below the 2015 aggregate of 19.7%. Given that Fifth Third's performance was slightly below proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 1,924 small business loans totaling $254.3 million in middle-income tracts. This represents 37.6% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 40.7%, and 35.6% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume equaled the 2014 aggregate of 37.6% and slightly exceeded the 2015 aggregate of 37.4%.

Fifth Third made 1,973 small business loans totaling $230.6 million in upper-income tracts. This represents 38.5% of small business loans by volume, which exceeds the percentage of small businesses in these tracts at 33.8%, and 32.3% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 36.8% and was comparable to the 2015 aggregate of 37.0%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is considered excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for refinance, home purchase and home improvement loans.

Refinance Loans

Fifth Third made 809 loans totaling $61.0 million to low-income borrowers. This represents 15.8% of refinance loans by volume, which is below the percentage of low-income families at 20.8%. The percentage of loans by dollar amount in these geographies at 8.4% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 8.3% and exceeded the 2015 aggregate of 7.2%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 1,071 loans totaling $98.3 million to moderate-income borrowers. This represents 20.9% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.2%, and 13.6% by dollar volume, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 16.4% and exceeded the 2015 aggregate of 14.6%. Given that Fifth Third's performance exceeded the aggregate of lenders and proxy, the borrower distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 1,159 loans totaling $136.4 million to middle-income borrowers. This represents 22.6% of refinance loans by volume, which exceeds the percentage of middle-income families at 21.1%, and 18.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 20.8% and exceeded the 2015 aggregate of 19.6%.

Fifth Third made 1,697 loans totaling $360.4 million to upper-income borrowers. This represents 33.1% of refinance loans by volume, which is less than the percentage of upper-income families at 40.9%, while the percentage of loans by dollar amount at 49.7% is above proxy. The percentage of loans by volume was below the 2014 aggregate of 35.6% and was below the 2015 aggregate of 37.6%.

Overall, the borrower distribution of refinance loans is excellent.

Home Purchase Loans

Fifth Third made 927 loans totaling $76.8 million to low-income borrowers. This represents 18.6% of home purchase loans by volume, which is comparable to the percentage of low-income families at 20.8%, and 9.3% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 10.3% and exceeded the 2015 aggregate of 11.2%. Given that Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 1,113 loans totaling $125.4 million to moderate-income borrowers. This represents 22.4% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.2%, and 15.2% of loans by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 21.1% and exceeded the 2015 aggregate of 21.3%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 904 loans totaling $131.3 million to middle-income borrowers. This represents 18.2% of home purchase loans by volume, which is comparable to the percentage of middle-income families at 21.1%, and 15.9% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 20.3% and was below the 2015 aggregate of 19.4%.

Fifth Third made 1,450 loans totaling $376.6 million to upper-income borrowers. This represents 29.2% of home purchase loans by volume, which is less than the percentage of upper-income families at 40.9%, and 45.5% of loans by dollar amount, which is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 32.0% and was below the 2015 aggregate of 31.4%.

The borrower distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made 87 loans totaling $3.7 million to low-income borrowers. This represents 21.2% of home improvement loans by volume, which exceeds the percentage of low-income families at 20.8%, and 13.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 9.8% and exceeded the 2015 aggregate of 10.0%. Given that Fifth Third's performance significantly exceeds the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 119 loans totaling $6.0 million to moderate-income borrowers. This represents 29.0% of its home improvement loans by volume, which substantially exceeded the percentage of moderate-income families at 17.2%, and 22.1% by dollar amount, which is above proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.3% and exceeded the 2015 aggregate of 19.0%.

A community contact specifically mentioned the need for home improvement-type lending in this area. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 81 loans totaling $5.4 million to middle-income borrowers. This represents 19.8% of home improvement loans by volume, which is comparable to the percentage of middle-income families at 21.1%, and 20.1% by dollar amount, which is also comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 23.4% and was below the 2015 aggregate of 24.0%.

Fifth Third made 112 loans totaling $10.9 million to upper-income borrowers. This represents 27.3% of home improvement loans by volume, which is significantly below the percentage of upper-income families at 40.9%, and 40.1% by dollar amount, which is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 41.8% and was below the 2015 aggregate of 42.0%.

The overall borrower distribution of home improvement loans is excellent.

Small Business Loans

Considering Fifth Third's headquarters is in this market, the need to extend working capital loans to small businesses, as expressed by several community contacts, and Fifth Third's performance relative to the aggregate of all lenders, the distribution of small business loans to businesses of different sizes is good. Fifth Third was able to make 52.8% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 45.9% and was comparable to the 2015 aggregate of 49.2% in 2015, but was significantly below the percentage of small businesses in the assessment area at 91.0%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (71.2%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated 93 community development loans totaling $996.4 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
6	71,343,200	11	76,132,899	70	842,767,350	6	6,150,000

Community development lending in this assessment area represents 16.6% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's highest percentage of community development lending during the evaluation period. Fifth Third ranks second in this market with 27.8% of the deposit market share.[36] As such, Fifth Third is considered a leader in community development lending in this assessment area.

Examples of community development lending include but are not limited to:

- A renewal of a revolving line of credit to nonprofit financial intermediary that raises private capital for investment in affordable housing developments that utilize LIHTC projects in target communities
- Construction loan to a development corporation that supports affordable housing for U.S. military veterans earning less than 80% of the area median family income – 34 units
- New loan to improve 100 multi-family rental units for families earning less than 80% of area median family income
- Renewal of a revolving line of credit to provide bridge financing for investments by a Small Business Investment Company that funds loans to small businesses in the Greater Cincinnati area.
- Loans to businesses in an area designated by Cincinnati City Council to focus on retaining and expanding existing businesses.
- Renewal of working capital loans that support eligible activities in designated Empowerment Zone(s)
- Working capital loan to support an nonprofit that provides services to homeless individuals
- New loan to construct a 118-bed facility to serve homeless individuals
- Working capital loan to support a nonprofit that provides a multitude of community services to low- and moderate-income individuals

The affordable housing loans, revitalization and stabilization loans to retain and expand existing businesses, and loans that provide services to low- and moderate-individuals were deemed to be responsive as community contacts specifically mentioned the need for these types of loans.

[36] The high percentage of total deposits (27.8%) is primarily due to deposits that cannot be allocated to specific areas are allocated to Fifth Third's corporate headquarters located in this MSA.

Flexible Lending Programs

Overall, Fifth Third had 2,569 flexible lending loans in the geographies: 1,287 government loans, 186 down payment assistance loans, and 1,096 were other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.7%	1.2%	2.8%	20.8%	15.0%	17.4%	52.7%	51.3%	46.3%	24.8%	32.5%	33.6%
Down Payment Assistance Programs	26.9%	25.6%	2.8%	28.0%	23.3%	17.4%	34.4%	37.9%	46.3%	10.8%	13.3%	33.6%
Other Flexible Lending Programs	3.9%	2.6%	2.8%	23.0%	18.2%	17.4%	46.0%	42.8%	46.3%	21.1%	36.4%	33.6%
Total	**4.5%**	**3.0%**	**2.8%**	**22.3%**	**16.7%**	**17.4%**	**48.5%**	**47.3%**	**46.3%**	**24.8%**	**33.0%**	**33.6%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	17.6%	11.1%	20.8%	33.9%	29.2%	17.2%	26.1%	28.7%	21.1%	18.0%	26.2%	40.9%
Down Payment Assistance Programs	61.3%	54.5%	20.8%	24.2%	27.9%	17.2%	4.3%	5.2%	21.1%	8.6%	10.7%	40.9%
Other Flexible Lending Programs	19.8%	15.5%	20.8%	24.0%	21.0%	17.2%	22.0%	21.4%	21.1%	29.7%	37.7%	40.9%
Total	**27.1%**	**15.1%**	**20.8%**	**29.0%**	**25.8%**	**17.2%**	**22.8%**	**24.6%**	**21.1%**	**22.3%**	**30.0%**	**40.9%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number and dollar amount exceeded the percentage of owner-occupied units in these tracts; particularly for down payment assistance programs. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies, while the percentage of lending by dollar amount was slightly below proxy.

Fifth Third's lending by volume to low-income borrowers exceeded the percentage of low-income families in the assessment area; however, lending by dollar amount was below proxy. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, particularly for government loan programs.

Therefore, Fifth Third made extensive use of flexible lending practices in serving the assessment area's credit needs, as lending through flexible loan programs consistently exceeded proxy.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Outstanding."

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 421 qualified investments totaling $179.0 during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	*$*	*#*	*$*	*#*	*$*	*#*	*$*
229	82,352,988	2	12,000	47	8,422,666	78	2,337,384

Also included in the total number of qualified investment are 65 prior period investments totaling $85.9 million. Fifth Third made 11.0% of its total community development investments in this assessment area, which is less than the percentage of total deposits at 28.0% and slightly less than the percentage of branch offices at 10.0%. The percentage of deposits is higher in this market, as the deposits that cannot be allocated elsewhere are allocated to the Fifth Third's corporate headquarters located in this assessment area.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which was an important need expressed by several community contacts. In particular, Fifth Third had a $4.2 million LIHTC investment that supported the multi-family affordable housing for U.S. military veterans. Fifth Third made 130 donations at $10.8 million that supported local schools, small businesses, churches, food banks, health care, and affordable housing. The majority of Fifth Third's donations (77.8%) went toward economic development; in particular, $7.3 million supported a small business investment company that provides funds to small business development in the Greater Cincinnati area and an $85,000 charitable donation that supported the multi-family affordable housing for U.S. military veterans. Providing funding to support small business development was a need expressed by several community contacts.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "High Satisfactory." Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Five banking centers were opened and ten closed since the previous evaluation period, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 130 banking centers within this assessment area, including six in low-, 30 in moderate-, 58 in middle-, and 34 in upper-income census tracts. There are also two branches located in unknown income tracts. Fifth Third's banking centers in this assessment area represent 10.0% of all its banking centers.

Fifth Third has a total of 273 full-service ATMs within this assessment area, including 20 in low-, 85 in moderate-, 162 in middle-, and 76 in upper-income census tracts. There are also six full-service ATMs located in unknown-income tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: Multi Cincinnati

Tract Category	Branches: Total Branches #	%	Open #	Closed #	Stand Alone ATMs: Total ATMs	#	%	Full Service ATMs #	%	Cash only ATMs #	%	Demographics: Census Tracts #	%	House holds %	Total Businesses %
Low	6	4.6%	0	0	Total	31	8.6%	20	7.3%	11	12.6%	56	11.4%	6.5%	5.2%
Moderate	30	23.1%	1	1	Total	85	23.6%	61	22.3%	24	27.6%	120	24.3%	22.4%	21.3%
Middle	58	44.6%	2	4	Total	162	45.0%	123	45.1%	39	44.8%	196	39.8%	43.5%	40.0%
Upper	34	26.2%	1	5	Total	76	21.1%	67	24.5%	9	10.3%	117	23.7%	27.6%	33.4%
Unknown	2	1.5%	1	0	Total	6	1.7%	2	0.7%	4	4.6%	4	0.8%	0.0%	0.0%
Total	130	100.0%	5	10	Total	360	100.0%	273	100.0%	87	100.0%	493	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered adequate, as the distribution of branches was slightly below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered good.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 16,574 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 13.9% of all community development services provided and equates to 7.97 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
266	566	214	15,528

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization.

Community development services include 11,658 hours providing financial literacy through local nonprofits and school programs, 3,413 hours serving on boards and committees, 975 hours providing technical assistance to non-profits and local business, and 528 hours participating in foreclosure prevention outreach.

Particularly responsive are hours dedicated to financial literacy, first-time homebuyer assistance, and foreclosure outreach prevention activities. Several community contacts mentioned the need for financial literacy training and first-time homebuyer education. Also, the rate of foreclosures remains significantly higher in multiple counties throughout this assessment area compared to the foreclosure rates in Ohio and the nation.

MULTI-STATE METROPOLITAN AREA
(Full-scope Review)

CRA RATING for Evansville IN-KY MSA #21780: Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- An adequate level of making community development loans;
- An extensive use of flexible lending practices in serving the assessment area’s credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- Provides a relatively high level of community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Evansville multistate assessment area. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the “Institution” section of this report.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE EVANSVILLE IN-KY MSA

The Evansville IN-KY MSA consists of Posey, Vanderburgh, and Warrick counties in Indiana and Henderson County in Kentucky. The assessment area is comprised of ten low-, 20 moderate-, 28 middle-, and 19 upper-income tracts. There is also one tract with no income designation that is primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked second out of 23 institutions with 26.6% of the deposit market share in the MSA. Old National Bank had 34.6% of the market share. Deposits in this assessment area accounted for 1.4% of Fifth Third's total deposits. This was the 15th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 1,472 HMDA loans and 419 CRA loans, which represented 1.4% and 1.1% of the total loans originated during the evaluation period, respectively. This was the 19th largest HMDA market and 20th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked third among 245 HMDA reporters in the assessment area and Fifth Third ranked 22nd. Evansville Teachers Federal Credit Union and Heritage Federal Credit Union were the top two HMDA lenders in the assessment area. Fifth Third ranked 11th of 55 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were Old National Bank, American Express, German American Bancorp, and Synchrony Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Three community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an affordable housing agency, stated while the economic conditions of the area remain strong; their clients do not always qualify for traditional bank financing and must rely on high-cost credit alternatives, such as check cashing entities or credit cards. The contact believed financial education can help individuals learn how to strengthen their credit position. The contact stated they have partnered with banks to in order to provide their clients with help in obtaining mortgage loans, completing grant applications, and attending homebuyer education and financial literacy programs. In addition, the contact mentioned First Federal Savings Bank, Old National Bank, and German American Bancorp as being actively involved in project fund raising.

The second contact, representing a community development organization that serves Northwestern Kentucky, stated the organization often works with local banks to help ascertain a business' financial needs and connect them with the right type of creditor and to provide financial literacy training. The contact believed the overall distribution of banking branches and ATMs is accessible throughout the region, including rural areas. The contact stated that Field and Main Bank, Old National Bank, and United Community Bank are actively involved in the community.

The third contact, representing an organization that provides services to low-income individuals within Indiana, stated there is a need for homeownership education programs which the contact believed most area banks are helping to provide.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 311,552. About 27.7% of the population lived in low- and moderate-income tracts. In addition, 76.8% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Evansville MSA is the 158th largest in terms of population in the nation.[37] Vanderburgh County is the largest county in the assessment area, which includes Evansville and is the sixth-most populous county in Indiana.[38] Evansville is the third-largest city in Indiana and is the 228th most populous city in the U.S. Evansville has 119,943 residents and its population growth decreased by 1.1% between 2000 and 2015; however, the population of Evansville decreased by only 0.1% between 2010 and 2015.[39] According to Moody's Analytics, migration flow in and out of Evansville was stable in 2015. In contrast, the next largest cities in the MSA, Boonville, IN and Henderson, KY, only have populations of 28,890 and 6,180, respectively.[40]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase or decrease.[41] For the most part, the population within the MSA experienced positive growth between 2010 and 2015, with Warrick County experiencing the greatest growth and Posey County experiencing a decline in population.

County	2010 Population	2015 Population	Population Percent Change
Posey, IN	25,910	25,512	-1.5%
Vanderburgh, IN	179,703	181,877	1.2%
Warrick, IN	59,689	61,897	3.7%
Henderson, KY	46,250	46,407	0.3%
Total	**311,552**	**315,693**	**1.3%**

[37] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[38] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[39] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[40] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[41] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Income Characteristics

In 2010 the MSA median family income was significantly higher ($60,793) than Indiana and Kentucky at $58,944 and $52,046, respectively. Between 2014 and 2015, the median family income increased; however, between 2015 and 2016 the median family income decreased by 5.3% in this MSA.

Borrower Income Levels
Evansville, IN-KY MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$63,600**	0	-	$31,799	$31,800	-	$50,879	$50,880	-	$76,319	$76,320	-	& above
2015	**$64,800**	0	-	$32,399	$32,400	-	$51,839	$51,840	-	$77,759	$77,760	-	& above
2016	**$61,400**	0	-	$30,699	$30,700	-	$49,119	$49,120	-	$73,679	$73,680	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[42] Vanderburgh and Henderson counties had the highest poverty rates in 2015 and 1999. In 2015, Vanderburgh County's poverty rate exceeded Indiana's poverty rate, but Henderson County's poverty rate did not exceed Kentucky's. Vanderburgh County also experienced the largest increase in poverty rate during this period. In 2015, Kentucky's and Indiana's poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[43] The following table shows the poverty rates for 1999[44] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Posey	7.4%	9.7%	31.1%
Vanderburgh	11.2%	17.2%	53.6%
Warrick	5.3%	7.5%	41.5%
Indiana	**9.5%**	**14.4%**	**51.6%**
Henderson	12.3%	17.0%	38.2%
Kentucky	**15.8%**	**18.3%**	**15.8%**
U.S.	**11.8%**	**13.5%**	**14.4%**

[42] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[43] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[44] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 137,924 housing units and 82,318 million families in the assessment area. From an income perspective, 31.6% of housing units, 22.3% of owner-occupied units, and 25.8% of families are located in low- or moderate-income tracts. Nearly two-thirds of the housing units in the low-income census tracts are either rental or vacant (64.2%). In the moderate-income census tracts, over half of the housing units are either rental or vacant (52.4%) and 47.6% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 42 years old, with 26.4% of the stock built before 1950. The oldest housing stock was in Vanderburgh County with a median age of 48 years, while the newest was 31 years in Warrick County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 55 years in moderate-income tracts, which indicates that there is ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $117,885, with an affordability ratio of 39.54. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. The median housing value increased between 2010 and 2011-2015; as a result, housing became less affordable across the assessment area. During the evaluation period, the most affordable housing was in Posey County and the least affordable was in Vanderburgh County. Median gross rents increased at a fairly substantial rate across the assessment area, with renters in Posey County experiencing the largest increase in rental rates and renters in Warrick County experiencing the smallest increase. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area, Indiana, and Kentucky.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Posey	$120,500	47.74	$133,800	43.42	$535	$666	24.5%
Vanderburgh	$111,700	37.96	$115,500	37.27	$659	$716	8.6%
Warrick	$140,200	44.48	$148,400	41.90	$714	$771	8.0%
Indiana	**$123,000**	**38.78**	**$124,200**	**39.66**	**$683**	**$747**	**9.4%**
Henderson	$101,200	39.96	$105,500	38.90	$541	$612	13.1%
Kentucky	**$116,800**	**35.60**	**$123,200**	**35.50**	**$601**	**$675**	**12.3%**

According to Bankrate.com,[45] Indiana ranked 15th and Kentucky ranked 43rd for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[46]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Posey	1:5,780
Vanderburgh	1:1,091
Warrick	1:1,629
Indiana	**1:1,590**
Henderson	1:8,752
Kentucky	**1:4,270**
U.S.	**1:1,533**

In November 2016, Vanderburgh County had the highest rate of foreclosure and Henderson County had the lowest rate of foreclosure in the assessment area.

Building permits for this MSA, Indiana, Kentucky, Ohio, and the nation are included in the following table for 2014, 2015, and 2016.[47]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
MSA	727	763	5.0%	926	21.4%
Indiana	**17,813**	**18,483**	**3.8%**	**18,317**	**-0.9%**
Kentucky	**9,421**	**10,566**	**12.2%**	**12,798**	**21.1%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced a small increase in the number of housing permits issued between 2014 and 2015 and a substantial increase of housing permits between 2015 and 2016. The rise in the number of permits could indicate the demand for home purchase loans increased in the MSA during the evaluation period.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, this MSA has a dearth of high-paying jobs and the economy is at risk due its high reliance on manufacturing, which has weak prospects for job growth. In addition, there is a lack of growth in private service jobs. Expansion in healthcare industry and increased higher education enrollment are anticipated to support any growth in the metropolitan area economy in the medium term.

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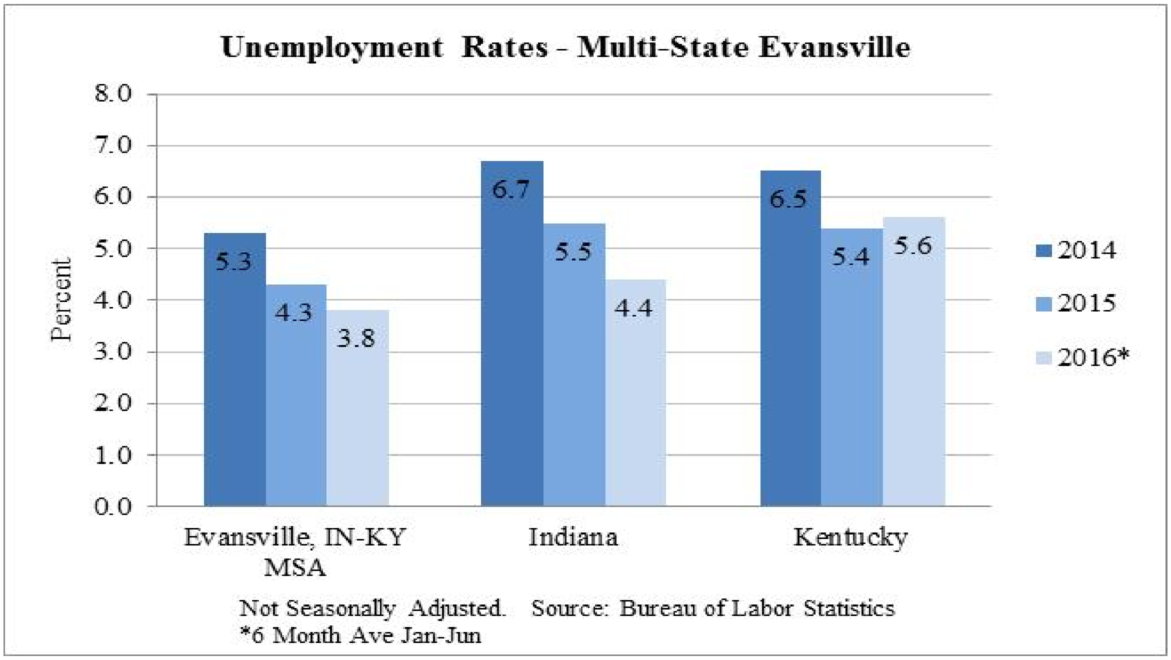
[45] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[46] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[47] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

According to Moody's Analytics, the top ten employers in the MSA in 2016 were:

Company	Number of Employees
Local Government	11,527
Deaconess Hospital	5,600
Toyota Motor Manufacturing	5,000
State Government	4,140
St. Mary's Medical Center	3,529
Evansville Vanderburgh School Corp.	3,264
University of Southern Indiana	2,813
Berry Plastics	2,699
SKANSKA	2,460
T.J. Maxx	1,500

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the MSA, Kentucky, and Indiana.



Overall, the unemployment rates declined each year in the MSA and were below either the unemployment rates of Indiana or Kentucky.

According to an article in the *St. Louis Post-Dispatch*, Alcoa announced it will cut 600 jobs as it permanently shuts down its Warrick Operations smelter at the end of March (2016). The company will keep about 1,200 people working at the facility ten miles east of Evansville. The Chamber of Commerce director said the layoffs will be a major economic event in Warrick County, as the smelter has been in operation for 55 years. Alcoa will continue to operate the rolling mill and power plant at the site.[48]

[48] Associated Press. "Alcoa's layoff of 600 worries may in southwestern Indiana." *St. Louis Post-Dispatch*. January 8, 2016. - http://www.stltoday.com/business/local/alcoa-s-layoff-of-worries-many-in-southwestern-indiana/article_e725e6bc-0696-5643-8ffa-e89eb753a797.html

According to an article in the *Evansville Courier & Press*, in June 2015 Peabody Energy Corp., announced it will lay off a quarter of its corporate and regional employees, immediate closing its 70-employee office in Evansville as part of a company-wide cost-cutting measure (40 employees were transferred to mines in Indiana and Illinois or to corporate headquarters in St. Louis, while 30 were laid off).[49]

[49] Stinnett, Chuck, Evansville Courier & Press. "Peabody Energy leaving Evansville announces layoffs." *Indiana Economic Digest*. June 9, 2015. - http://www.indianaeconomicdigest.net/main.asp?SectionID=31&SubSectionID=135&ArticleID=79967

Combined Demographics Report

Assessment Area: Multi Evansville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	10	12.8	4,583	5.6	1,483	32.4	17,641	21.4
Moderate-income	20	25.6	16,652	20.2	2,675	16.1	14,193	17.2
Middle-income	28	35.9	31,926	38.8	2,307	7.2	17,779	21.6
Upper-income	19	24.4	29,157	35.4	952	3.3	32,705	39.7
Unknown-income	1	1.3	0	0	0	0	0	0
Total Assessment Area	**78**	**100.0**	**82,318**	**100.0**	**7,417**	**9.0**	**82,318**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	10,477	3,751	4.3	35.8	4,587	43.8	2,139	20.4
Moderate-income	33,087	15,763	18	47.6	13,894	42	3,430	10.4
Middle-income	52,446	35,606	40.6	67.9	11,552	22	5,288	10.1
Upper-income	41,914	32,536	37.1	77.6	6,911	16.5	2,467	5.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**137,924**	**87,656**	**100.0**	**63.6**	**36,944**	**26.8**	**13,324**	**9.7**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	927	7.3	778	6.8	141	11.5	8	10.1
Moderate-income	2,889	22.7	2,512	22	374	30.4	3	3.8
Middle-income	4,984	39.1	4,432	38.8	506	41.2	46	58.2
Upper-income	3,944	30.9	3,714	32.5	208	16.9	22	27.8
Unknown-income	1	0	1	0	0	0	0	0
Total Assessment Area	**12,745**	**100.0**	**11,437**	**100.0**	**1,229**	**100.0**	**79**	**100.0**
	Percentage of Total Businesses:			**89.7**		**9.6**		**.6**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	2	0.3	2	0.4	0	0	0	0
Moderate-income	25	4.4	25	4.4	0	0	0	0
Middle-income	332	57.8	332	58.1	0	0	0	0
Upper-income	215	37.5	212	37.1	3	100	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**574**	**100.0**	**571**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.5**		**.5**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE EVANSVILLE IN-KY MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "High Satisfactory." Fifth Third has demonstrated good responsiveness to the credit needs of the community. In addition, Fifth Third originated 13 community development loans totaling $66.5 million in the area. Fifth Third has a good geographic distribution of loans and no lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, or businesses with gross annual revenues of $1 million or less. The adequate level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Lending activity reflects a good responsiveness to the credit needs within the assessment area. Fifth Third originated 789 home purchase, 597 refinance, 85 home improvement, 419 small business loans, and 13 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 1.3% is slightly less than the percentage of total deposits at 1.4% in this area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
HAMP Modifications	0	0.0%	4	40.0%	1	10.0%	5	50.0%
Other Real Estate Secured Modifications	3	5.5%	17	30.9%	20	36.4%	15	27.3%
Percentage of Owner Occupied Units		***4.3%***		***18.0%***		***40.6%***		***37.1%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	15	27.3%	18	32.7%	15	27.3%	7	12.7%
Percentage of Families by Family Income		***21.4%***		***17.2%***		***21.6%***		***39.7%***

*Unknown tract data is not included in the above table.

The percentage of other modifications in low- and moderate-income tracts significantly exceeded the percentage of owner-occupied units in these geographies; therefore, modifications helped to expand lending activities in these areas. Most of the borrower incomes for HAMP modifications were unknown; therefore, there it would not be meaningful to review the income distribution for these modifications. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families; therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. The largest category, home purchase, is poor, while refinance and home improvement lending are good. Small business lending is excellent. There are also no lending gaps.

The following lending gap was noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	10	0	100.0%
Moderate	20	0	100.0%
Middle	28	0	100.0%
Upper	19	0	100.0%
Unknown	1	1	0
Total	**79**	**1**	**98.7%**

There are no gaps in lending in low-, moderate-, middle- and upper-income tracts in this assessment area. There are no owner-occupied units in the unknown tract.

Home Purchase Loans

Fifth Third made six home purchase loans totaling $531,000 in low-income tracts. This represents 0.8% of home purchase loans by volume, which is significantly below the percentage of owner-occupied units in these tracts at 4.3%, and 0.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 1.9% and was below the 2015 aggregate at 1.6%. Given that Fifth Third's performance is significantly below proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in low-income tracts is poor.

Fifth Third made 142 home purchase loans totaling $11.8 million in moderate-income tracts. This represents 18.0% of home purchase loans by volume, which equals the percentage of owner-occupied units in these tracts at 18.0%, and 11.1% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate at 15.2% and exceeded the 2015 aggregate at 15.8%. Since Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the geographic distribution of home purchase loans in moderate-income tracts is excellent.

Fifth Third made 257 home purchase loans totaling $30.3 million in middle-income tracts. This represents 32.6% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 40.6%, and 28.5% by dollar amount, which is also below the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 36.7% and was below the 2015 aggregate of 34.7% in 2015.

Fifth Third made 384 home purchase loans totaling $63.7 million in upper-income tracts. This represents 48.7% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 37.1%, and 59.9% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 46.2% and was comparable to the 2015 aggregate of 47.9% in 2015.

Fifth Third could have improved its penetration of low-income tracts, as over one-third of the housing units are owner-occupied and a community contact indicated that families need assistance qualifying for home loans. However, Fifth Third's performance in penetrating moderate-income tracts was excellent. Therefore, the geographic distribution of home purchase loans is good.

Refinance Loans

Fifth Third made 15 refinance loans totaling $587,000 in low-income tracts. This represents 2.5% of refinance loans by volume and 0.9% by dollar amount, which is below the percentage of owner-occupied units at 4.3%. The percentage of loans by volume was comparable to the 2014 aggregate at 2.6% and was comparable to the 2015 aggregate at 2.1% in 2015. Given that Fifth Third's performance was comparable to the aggregate of all lenders and only 35.8% of the units are owner-occupied, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 109 refinance loans totaling $6.2 million in moderate-income tracts. This represents 18.3% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 18.0%. The percentage of loans by dollar amount at 9.9% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 17.8% and exceeded the 2015 aggregate at 13.5%. Given that Fifth Third's performance exceeded the aggregate of all lenders and that only 46.7% of the housing units are owner-occupied, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 216 refinance loans totaling $21.5 million in middle-income tracts. This represents 36.2% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 40.6%. The percentage of refinance loans by dollar amount at 34.5% is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 37.5% and was comparable to the 2015 aggregate at 36.8%.

Fifth Third made 257 refinance loans totaling $33.9 million in upper-income tracts. This represents 43.0% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 37.1%, and the dollar amount at 54.6% exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 42.2% and was comparable to the 2015 aggregate at 47.7%.

Overall, the geographic distribution of refinance loans is good.

Home Improvement Loans

Fifth Third made four home improvement loans totaling $99,000 in low-income tracts. This represents 4.7% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 4.3%, and 1.8% by dollar amount, which is less than percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 3.9% and exceeded the 2015 aggregate of 2.3%. Given Fifth Third's performance, and because the median age of housing in low-income tracts is 61 years (likely indicating the need for home improvement loans), the geographic distribution in low-income tracts is excellent.

Fifth Third made 13 home improvement loans totaling $500,000 in moderate-income tracts. This represents 15.3% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 18.0%, and 8.9% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 17.6 % and was below the 2015 aggregate of 16.6%. The geographic distribution of home improvement loans in moderate-income tracts is good.

Fifth Third made 31 home improvement loans totaling $1.2 million in middle-income tracts. This represents 36.5% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 40.6%, and 22.0% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 44.8% and was below the 2015 aggregate of 37.6%.

Fifth Third made 37 home improvement loans totaling $3.8 million in upper-income tracts. This represents 43.5% of home improvements loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 37.1%, and 67.3% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 33.8% and exceeded the 2015 aggregate of 43.6%.

Overall, the geographic distribution of home improvement loans is good.

Small Business Loans

Fifth Third made 33 small business loans totaling $4.1 million in low-income tracts. This represents 7.9% of business loans by volume, which exceeded the percentage of businesses in these tracts at 6.8%, and 8.2% by dollar amount, which exceeded the percentage of businesses in these geographies. The percentage of lending was below the 2014 aggregate of 6.8% and exceeded the 2015 aggregate of 7.1%. Therefore, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 106 small business loans totaling $13.5 million in moderate-income tracts. This represents 25.3% of business loans by volume, which exceeded the percentage of businesses in these tracts at 22.0%, and 26.7% by dollar amount, which exceeded the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 24.2% and was below the 2015 aggregate of 24.2%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 156 small business loans totaling $18.0 million in middle-income tracts. This represents 37.2% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 38.8%, and 35.6% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 35.8% and exceeded the 2015 aggregate of 39.1%.

Fifth Third made 124 small business loans totaling $15.0 million in upper-income tracts. This represents 29.6% of small business loans by volume, which is less than the percentage of businesses in these tracts at 32.5%, and 29.6% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 31.3% and was below the 2015 aggregate of 28.5%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for home purchase and refinances. Borrower distribution is good for home improvement loans.

Home Purchase Loans

Fifth Third made 121 loans totaling $9.1 million to low-income borrowers. This represents 15.3% of home purchase loans by volume, which is below the percentage of low-income families at 21.4%, and 8.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 9.1% and exceeded the 2015 aggregate of 10.1%.

Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 216 loans totaling $21.8 million to moderate-income borrowers. This represents 27.4% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.2%, and 20.5% of loans by dollar amount, which is also above proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.2% and exceeded the 2015 aggregate of 21.7%. The borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 183 loans totaling $24.1 million to middle-income borrowers. This represents 23.2% of home purchase loans by volume, which is less than the percentage of middle-income families at 21.6%, and 22.6% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.5% and exceeded the 2015 aggregate of 20.4%.

Fifth Third made 247 loans totaling $48.6 million to upper-income borrowers. This represents 31.3% of home purchase loans by volume, which is below the percentage of upper-income families at 39.7%, and 45.7% of loans by dollar amount, which is above proxy. The percentage of loans by volume exceeded the 2014 aggregate of 25.8% and exceeded the 2015 aggregate of 26.0%.

Overall, the borrower distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 101 loans totaling $6.5 million to low-income borrowers. This represents 16.9% of refinance loans by volume, which is below the percentage of low-income families at 21.4%. The percentage of loans by dollar amount in these geographies at 10.4% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 9.8% and exceeded the 2015 aggregate of 8.1%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 139 loans totaling $10.1 million to moderate-income borrowers. This represents 23.3% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.2%, and 16.2%% by dollar volume, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.4% and exceeded the 2015 aggregate of 24.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 161 loans totaling $16.2 million to middle-income borrowers. This represents 27.0% of refinance loans by volume, which exceeds the percentage of middle-income families at 21.6%, and 26.0% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.0% and exceeded the 2015 aggregate of 20.4%.

Fifth Third made 170 loans totaling $26.3 million to upper-income borrowers. This represents 28.5% of refinance loans by volume, which is less than the percentage of upper-income families at 39.7%, while the percentage of loans by dollar amount at 42.2% exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 30.9% and was below the 2015 aggregate of 26.4%.

Overall, the borrower distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made 17 loans totaling $616,000 to low-income borrowers. This represents 20.0% of home improvement loans by volume, which is comparable to the percentage of low-income families at 21.4%, and 11.0% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 13.4% and in 2015 exceeded the 2015 aggregate of 12.0%. Given that Fifth Third's performance exceeded the aggregate of all lenders and the volume of loans is comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 18 loans totaling $957,000 to moderate-income borrowers. This represents 21.2% of its home improvement loans by volume, which exceeded the percentage of moderate-income families at 17.2%, and 17.1% by dollar amount, which is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 20.8% and was comparable to the 2015 aggregate of 21.4%. Given that Fifth Third's performance was comparable to the aggregate of lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is good.

Fifth Third made 23 loans totaling $1.4 million to middle-income borrowers. This represents 27.1% of home improvement loans by volume, which exceeds the percentage of middle-income families at 21.6%, and 25.5% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 25.9% and below the 2015 aggregate of 28.9%.

Fifth Third made 27 loans totaling $2.6 million to upper-income borrowers. This represents 31.8% of home improvement loans by volume, which was below the percentage of upper-income families at 39.7%, and 46.5% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 34.5% and exceeded the 2015 aggregate of 34.5%.

Overall, the borrower distribution of home improvement loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 50.6% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 37.5% and exceeded the 2015 aggregate of 41.2%, but was significantly below the percentage of small businesses in the assessment area at 89.7%. Also, Fifth Third made a relatively high percentage of small-dollar loans (76.8%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated 13 community development loans totaling $66.5 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
1	9,930,000	2	3,250,000	8	53,130,337	2	230,000

Community development lending in this assessment area represents 1.1% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 23rd highest percentage of community development lending during the evaluation period; however, Fifth Third ranks second with 26.6% of the deposit market share. Therefore, Fifth Third has an adequate level of community development lending.

Examples of community development lending include, but are not limited to:

- Loan to construct affordable rental housing for families earning less than 80.0% of the area median income
- Working capital to a non-profit agency that provides housing and services to homeless men, women, and children
- Working capital loan that promotes economic development by financing businesses to support job retention and add new jobs
- Working capital loan that helps to support essential community-wide infrastructure and community services in low- and moderate-income neighborhoods

Flexible Lending Programs

Overall, Fifth Third had 362 flexible lending loans in the geographies: 241 government loans, 24 down payment assistance loans, and 97 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			**Moderate**			**Middle**			**Upper**		
	% - #	**% - $**	**% O/O Units**	**% - #**	**% - $**	**% O/O Units**	**% - #**	**% - $**	**% O/O Units**	**% - #**	**% - $**	**% O/O Units**
Government Loan Programs	0.4%	0.2%	4.3%	17.0%	11.0%	18.0%	36.5%	34.4%	40.6%	46.1%	54.3%	37.1%
Down Payment Assistance Programs	25.0%	23.3%	4.3%	12.5%	9.0%	18.0%	50.0%	51.0%	40.6%	12.5%	16.7%	37.1%
Other Flexible Lending Programs	1.0%	0.5%	4.3%	27.8%	19.6%	18.0%	42.3%	37.7%	40.6%	28.9%	42.2%	37.1%
Total	**2.2%**	**1.4%**	**4.3%**	**19.6%**	**12.9%**	**18.0%**	**39.0%**	**36.0%**	**40.6%**	**39.2%**	**49.8%**	**37.1%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			**Moderate**			**Middle**			**Upper**		
	% - #	**% - $**	**% Fam**	**% - #**	**% - $**	**% Fam**	**% - #**	**% - $**	**% Fam**	**% - #**	**% - $**	**% Fam**
Government Loan Programs	15.8%	10.6%	21.4%	42.3%	37.5%	17.2%	26.1%	31.2%	21.6%	14.1%	19.0%	39.7%
Down Payment Assistance Programs	81.8%	80.1%	21.4%	13.6%	8.5%	17.2%	0.0%	0.0%	21.6%	4.5%	11.4%	39.7%
Other Flexible Lending Programs	27.3%	21.7%	21.4%	23.2%	17.7%	17.2%	27.3%	30.4%	21.6%	22.2%	30.3%	39.7%
Total	**22.9%**	**16.1%**	**21.4%**	**35.4%**	**31.7%**	**17.2%**	**24.9%**	**29.7%**	**21.6%**	**15.7%**	**21.3%**	**39.7%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts, by number and dollar amount, are below the percentage of owner-occupied units in these tracts; however, the down payment assistance programs significantly exceeded the percentage of owner-occupied units in low-income tracts. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies, while the percentage of lending by dollar amount was below proxy.

Fifth Third's lending by volume to low-income borrowers exceeded the percentage of low-income families, particularly for down payment assistance programs. Lending by dollar amount was below proxy. The percentage of lending by volume and dollar amount to moderate-income borrowers significantly exceeded the percentage of moderate-income families, particularly for government loan programs. Therefore, Fifth Third made extensive use of flexible lending practices is serving the assessment area's credit needs, since lending through flexible loan programs exceeded proxy.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Outstanding."

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 113 qualified investments totaling $33.8 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	*$*	*#*	*$*	*#*	*$*	*#*	*$*
29	24,806,508	15	48,236	2	880	56	181,206

Also included in the total number of qualified investments are 11 prior period investments totaling $8.8 million. Overall, Fifth Third made 2.1% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 1.4% and the percentage of branch offices at 1.4%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area. Included in total investments are 74 donations totaling $235,322 that supported United Way, local schools, small businesses, recreation centers, food banks, churches, and affordable housing. Investments in affordable housing and community services to low- and moderate-income individuals are considered to be responsive based on the assessment area's at-risk economy, dearth of high-paying jobs, and higher poverty rates.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "High Satisfactory." Retail services are accessible and Fifth Third provides a relatively high level of providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Three banking centers were closed since the previous evaluation period and none were opened. Two banking centers were closed in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 18 banking centers within this assessment area, including none in low-, six in moderate-, seven in middle-, and five in upper-income census tracts. Fifth Third banking centers in this assessment area represent 1.4% of all its banking centers.

Fifth Third has a total of 22 full-service ATMs within this assessment area, including one in low-, five in moderate-, eight in middle-, and eight in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: Multi Evansville

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	0	0.0%	0	0	Total	1	4.0%	1	4.5%	0	0.0%	10	12.8%	6.7%	7.4%
Moderate	6	33.3%	0	2	Total	6	24.0%	5	22.7%	1	33.3%	20	25.6%	23.8%	23.0%
Middle	7	38.9%	0	1	Total	9	36.0%	8	36.4%	1	33.3%	28	35.9%	37.8%	38.8%
Upper	5	27.8%	0	0	Total	9	36.0%	8	36.4%	1	33.3%	19	24.4%	31.7%	30.8%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	1	1.3%	0.0%	0.0%
Total	18	100.0%	0	3	Total	25	100.0%	22	100.0%	3	100.0%	78	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered poor, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third provides a relatively high level of community development services in this assessment area. During the evaluation period, Fifth Third employees provided 1,772 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 1.5% of all community development services provided and equates to 0.85 annualized persons (ANP).

Affordable Housing	Economic Development	Community Services
# of Hours	***# of Hours***	***# of Hours***
44	3	1,725

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development. Community development services include 1,034 hours serving on boards and committees, 589 hours of providing financial literacy through local nonprofits and school programs, 109 hours providing technical assistance to non-profits, and 40 hours participating in foreclosure prevention outreach.

Particularly responsive are hours dedicated to financial literacy, first-time homebuyer assistance, and foreclosure outreach prevention activities. Several community contacts mentioned the need for financial literacy training and first-time homebuyer education.

MULTI-STATE METROPOLITAN AREA
(Full-scope Review)

CRA RATING for Huntington-Ashland WV-KY-OH MSA #26580: Satisfactory

The lending test is rated:	**Low Satisfactory**
The investment test is rated:	**Outstanding**
The service test is rated:	**Outstanding**

The major factors supporting this rating include:

- An adequate responsiveness to credit needs;
- An adequate geographic distribution of loans throughout the assessment area;
- A good distribution of loans among borrowers of different income levels and adequate to businesses of different revenue sizes;
- Exhibits an adequate record of serving the credit needs of low-income individuals and areas and very small businesses;
- Few, if any community development loans;
- Extensive use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Huntington-Ashland multistate assessment area. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE HUNTINGTON-ASHLAND WV-KY-OH MSA

The Huntington-Ashland WV-KY-OH MSA consists of Boyd and Greenup counties in Kentucky, Lawrence County in Ohio, and Cabell, Lincoln, Putnam, and Wayne counties in West Virginia. The assessment area is comprised of five low-, 23 moderate-, 48 middle-, and 17 upper-income tracts.

As of June 30, 2016, Fifth Third ranked 11th out of 29 institutions with 4.1% of the deposit market share in assessment area. City National Bank of West Virginia had the majority of the market share with 10.9% of deposits. The next three largest institutions, Putnam County Bank, Huntington Federal Savings Bank, and JPMorgan Chase, had 10.1%, 8.5%, and 8.0% of the market share, respectively. Deposits in this assessment area accounted for 0.2% of the Fifth Third's total deposits. This was the 35th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 649 HMDA loans and 75 CRA loans, which represented 0.6% and 0.2% of the total loans originated during the evaluation period, respectively. This was the 32nd largest HMDA market and 40th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 11th among 222 HMDA reporters in the assessment area and Fifth Third ranked 23rd. City National Bank of West Virginia, Quicken Loans, Town Square Bank, and Wells Fargo Bank were the top four HMDA lenders in the assessment area. Fifth Third ranked 22nd of 50 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Synchrony Bank, U.S. Bank, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Four community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a community development group, stated the economic condition of Boyd County is lagging behind the rest of the country, but beginning to stabilize. The contact noted several large area employers have left or reduced operations in the area primarily due to an increase in foreign steel imports. While the organization works with the county and state to help provide funding, incentives, and grants to businesses entering the area, a local industrial park has remained unsold for over ten years. The contact felt that banks are meeting the credit needs of small businesses in the area, but may remain unwilling to take a risk on newer or start-up businesses. The contact stated several area employers work with local colleges to provide technical job training (e.g., one college offered welding classes during non-standard hours).

The second contact, representing an affordable housing organization, stated the Ashland area economy continues to struggle due to a lack of employment opportunities and shrinking industries. The contact stated that federal regulations (e.g., the Clean Air Act) have impacted the local coal industry and rail industry, but there has been recent recovery in these industries.

Additionally, King's Daughters Medical Center received a landmark fine ($41 million) in 2014 that may have resulted in layoffs and lack of pay raises over the past three years. The contact also stated that many college graduates are leaving this area to relocate to larger metropolitan areas that tend to have more employment opportunities. The contact stated there is not much new housing construction in the area and homes for sale typically stay on the market for more than 180 days. The contact believed if the job market was better, there would be more demand for home refinance and home improvement lending. For the most part, banks are meeting the credit needs of the community; however, the contact believed banks could offer more home equity loan products. The contact mentioned larger financial institutions such as PNC, Fifth Third, Community Trust, and Town Square are prominent lenders in the area and seem willing to help customers. Local area credit unions are also a good option for individuals seeking smaller loans.

The third contact, representing another affordable housing organization, expressed concern that housing and economic conditions in the Ashland area have been flat for several years and are showing little improvement. The contact stated that home values have remained relatively steady and there was little-to-no new home construction. The contact believed the supply of affordable housing in the area appears to be sufficient and foreclosure levels have stabilized. The contact stated that consumer loan needs are being met by area banks and most individuals seek traditional mortgage financing through FHA, Fannie Mae, or Freddie Mac. However, the contact believed banks could offer more small-dollar lending options to small businesses and credit counseling to individuals, as most consumer lending is credit-score based.

The final contact, representing an affordable housing organization, stated the local economy has been relatively stable over the last ten years and Huntington, West Virginia was not affected by the financial crisis or downturn in the coal industry as much as other West Virginia communities. The largest obstacle Huntington faces is the aged housing stock. The community has a very large aging housing stock and infrastructure. At its peak in the 1920s, the city's housing stock met the needs of nearly 100,000 residents, whereas currently, the population is about 49,000 residents, resulting in a significant number of vacant, dilapidated properties. The contact stated the best way for financial institutions to become involved with affordable housing is to volunteer time and resources. For example, local financial institutions volunteered and supported a home-build project for low- and moderate-income individuals. The build was completely sponsored by local financial institutions that contributed manpower and money toward supplies. The contact also expressed the need for financial literacy programs to help lower-income individuals understand banking and credit. The contact believed local financial institutions are adequately meeting the credit needs of the community and supporting this organization. The contact specifically mentioned Fifth Third's E-Bus that travels to different parts of the community to help educate individuals about banking, saving, and improving their credit scores as beneficial to the community and believed more programs like this are needed in the area.

<u>Population Characteristics</u>

According to 2010 U.S. Census data, the population in the assessment area was 364,908. About 20.5% of the population lived in low- and moderate-income tracts. In addition, 78.1% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Huntington-Ashland MSA is the 146th largest in terms of population in the nation.[50] Cabell County is the largest county in the assessment area, which includes Huntington, the fourth most populous county in West Virginia.[51] Huntington is the largest city in the MSA and is the 782nd most populous city in the U.S. Huntington has 48,638 residents and its population growth decreased by 6.0% between 2000 and 2015, but only decreased by 1.0% between 2010 and 2015.[52] According to Moody's Analytics, the migration flow into and out of Huntington resulted in a loss of 800 to 1,500 area residents. A community contact mentioned the impact of the out-flow migration of college graduates on the area's economy. In contrast, the next largest cities in the MSA are Ashland, KY and Ironton, OH, which have 21,108 and 10,900, respectively.[53]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase or decrease.[54] For the most part, the population within the MSA experienced negative growth between 2010 and 2015, with Putnam County experiencing the greatest growth and Wayne County experiencing the greatest decline in population.

County	2010 Population	2015 Population	Population Percent Change
Boyd, KY	49,542	48,325	-2.5%
Greenup, KY	36,910	36,068	-2.3%
Lawrence, OH	62,450	61,109	-2.1%
Cabell, WV	96,319	96,844	0.5%
Lincoln, WV	21,720	21,415	-1.4%
Putnam, WV	55,486	56,848	2.5%
Wayne, WV	42,481	40,971	-3.6%
Total	**364,908**	**361,580**	**-0.9%**

Income Characteristics

In 2010 the MSA median family income was lower ($49,771) than Kentucky and Ohio at $52,046 and $59,680, respectively and slightly higher than West Virginia at $48,896. The MSA median family income increased in 2014, 2015, and 2016.

[50] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[51] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[52] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[53] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[54] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Borrower Income Levels
Huntington-Ashland, WV-KY-OH MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$52,700**	0	-	$26,349	$26,350	-	$42,159	$42,160	-	$63,239	$63,240	-	& above
2015	**$55,400**	0	-	$27,699	$27,700	-	$44,319	$44,320	-	$66,479	$66,480	-	& above
2016	**$56,900**	0	-	$28,449	$28,450	-	$45,519	$45,520	-	$68,279	$68,280	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[55] Putnam County had the lowest poverty rates and Lincoln County had the highest poverty rates in 1999 and 2015. In 2015, only Greenup and Putnam counties had poverty rates below the state-level poverty rates of Kentucky and West Virginia, respectively. Boyd County experienced the largest increase in poverty rates during this period. In 2015, Kentucky's, Ohio's, and West Virginia's poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[56] The following table shows the poverty rates for 1999[57] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Boyd	15.5%	20.5%	32.3%
Greenup	14.1%	16.8%	19.1%
Kentucky	**15.8%**	**18.3%**	**15.8%**
Lawrence	18.9%	21.0%	11.1%
Ohio	**10.6%**	**14.8%**	**39.6%**
Cabell	19.2%	20.2%	5.2%
Lincoln	27.9%	28.3%	1.4%
Putnam	9.3%	10.4%	11.8%
Wayne	19.6%	22.5%	14.8%
West Virginia	**17.9%**	**18.0%**	**0.6%**
U.S.	**11.8%**	**13.5%**	**14.4%**

[55] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[56] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[57] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 164,545 housing units and 98,909 million families in the assessment area. From an income perspective, 22.2% of housing units, 16.1% of owner-occupied units, and 18.2% of families are located in low- or moderate-income tracts. Over three quarters of the housing units in the low-income census tracts are either rental or vacant (77.0%) and 23.0% are owner-occupied. In the moderate-income census tracts, nearly half of the housing units are either rental or vacant (48.6%) and 51.5% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 39 years old, with 22.7% of the stock built before 1950. The oldest housing stock was in Cabell and Boyd counties with a median age of 47 and 43 years, respectively, while the newest was 17 years in Boone County. However, within the assessment area, the median age of housing stock was 59 years in low-income tracts and 53 years in moderate-income tracts. In addition, a community contact stated that Cabell County has a large aging housing stock and infrastructure that includes a significant number of vacant, dilapidated properties. Therefore, there appears to be ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $95,820, with an affordability ratio of 39.98. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. While median housing values fluctuated between 2010 and 2011-2015, housing generally became less affordable across the assessment area. During the evaluation period, the most affordable housing was in Greenup County and the least affordable was in Cabell County. Median gross rents increased at a fairly substantial rate across the assessment area, with renters in Boyd, Lawrence, and Putnam counties experiencing the largest increase in rental rates and renters in Lincoln County experiencing the smallest increase in gross rental rates. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area Kentucky, Ohio, and West Virginia.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Boyd	$93,200	41.63	$99,700	42.45	$533	$625	17.3%
Greenup	$88,400	47.94	$97,700	46.44	$550	$629	14.4%
Kentucky	**$116,800**	**35.60**	**$123,200**	**35.50**	**$601**	**$675**	**12.3%**
Lawrence	$92,300	39.50	$98,900	43.35	$556	$652	17.3%
Ohio	**$136,400**	**34.72**	**$129,900**	**38.05**	**$678**	**$730**	**7.7%**
Cabell	$97,500	35.38	$112,800	33.99	$590	$653	10.7%
Lincoln	$65,100	47.42	$81,000	44.20	$485	$524	8.0%
Putnam	$135,200	38.92	$148,600	38.21	$626	$731	16.8%
Wayne	$85,500	41.03	$82,800	43.86	$525	$589	12.2%
West Virginia	**$94,500**	**40.61**	**$103,800**	**40.22**	**$549**	**$643**	**17.1%**

According to Bankrate.com,[58] Ohio ranked eighth, Indiana ranked 15th, and Kentucky ranked 43rd for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[59]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Boyd	1:1,484
Greenup	1:1,182
Kentucky	**1:4,270**
Lawrence	1:985
Ohio	**1:1,053**
Cabell	1:7,371
Lincoln	NA
Putnam	1:3,130
Wayne	1:5,210
West Virginia	**1:8,311**
U.S.	**1:1,533**

In November 2016, Cabell County had the highest rate of foreclosure and Lawrence County had the lowest rates of foreclosure in the assessment area.

Building permits for this MSA, Indiana, Kentucky, Ohio, and the nation are included in the following table for 2014, 2015, and 2016.[60]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
MSA	359	291	-18.9%	154	-47.1%
Kentucky	**9,421**	**10,566**	**12.2%**	**12,798**	**21.1%**
Ohio	**19,965**	**20,047**	**0.4%**	**22,269**	**11.1%**
West Virginia	**2,686**	**2,814**	**4.8%**	**2,525**	**-10.3%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

While the MSA experienced a decrease in the number of housing permits issued between 2014 and 2015 and between 2015 and 2016. The decrease in the number of permits could indicate there is not a strong demand for home purchase loans in the MSA during the evaluation period. Also, two community contacts mentioned a reduced demand for new housing construction and home refinance and home improvement lending in the area.

[58] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[59] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[60] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Labor, Employment, and Economic Characteristics

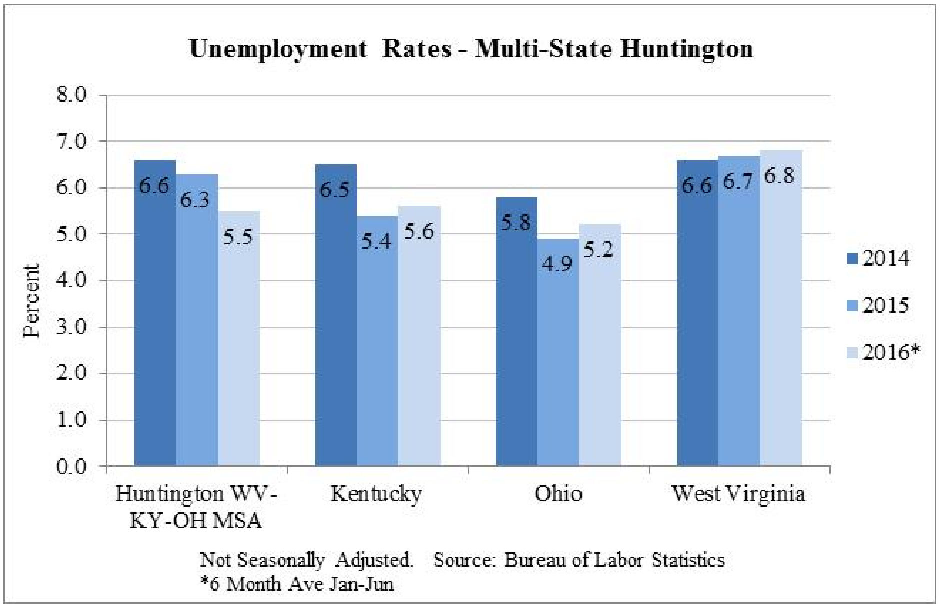
According to Moody's Analytics, the Huntington-Ashland area economy is at risk due to over exposure to coal and steel industries. The recent merger of Cabell Huntington Hospital and St. Mary's Medical Center may result in healthcare job losses and the area's declining population may reduce patient volumes at local hospitals. Currently, rebounding coal production should boost the rail industry's prospects. This area is a hub for rail and water transport.

According to Ashland Alliance[61] and The Huntington Area Development Council,[62] the top 12 employers in the MSA in 2015/2016 were:

Company	Number of Employees
King's Daughters Medical Center	3,753
St. Mary's Medical Center	2,600
Cabell Huntington Hospital	2,300
Marshall University	2,000
Marathon Petroleum	1,554
Our Lady of Bellefonte Hospital	1,259
Toyota Motor Manufacturing	1,200
CSX, Huntington Division	1,100
VA Medical Center	1,078
Special Metals	996
AK Steel	937
University Physicians & Surgeons	850
Also:	
Steel of West Virginia	527

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the MSA, Kentucky, Ohio, and West Virginia.

61 http://ashlandalliance.com/economic-development/top-employers/
62 http://www.hadco.org/community-profile/business-and-industry/



Unemployment rates declined each year in the MSA and area unemployment was slightly higher than Kentucky's and considerably below West Virginia's during this time period.

According to the *West Virginia Record*, eight months after Cabell Huntington Hospital announced an agreement to acquire St. Mary's Medical Center (November 2014), the attorney general announced a deal to ensure the acquisition is in compliance with the West Virginia Antitrust Act and all other applicable state and federal laws. This highly contested acquisition represents the combination of two of the largest employers in West Virginia. St. Mary's Medical Center represents the seventh largest private employer and Cabell Huntington Hospital represents the 11th largest private employer in the state.[63] According to WCHS TV, Steel of West Virginia dropped its attempt to block the merger (October 2016). After dismissing its appeal, the president and chief executive officer of Steel of West Virginia expressed his ongoing concern that this merger will create a monopoly and lead to higher cost and lower quality of care. He noted the Federal Trade Commission expressed similar concerns when it dismissed its complaint against the merger. According to the CEO, not enough people stepped forward to stop the monopoly from forming. The merger has been approved by the West Virginia Healthcare Authority, the state, and the attorney general.[64]

According to the *Courier-Journal*, Kings Daughters Medical Center (Ashland, WV), agreed to pay $40.9 million to the government to settle claims for falsely billing Medicaid and Medicare for unnecessary (heart) surgeries. It is described as the largest ever settlement involving a hospital in the state's eastern district.[65]

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[63] Karmasek, Jessica. "Deal Reached." *West Virginia Record*. July 31, 2015. - http://wvrecord.com/stories/510631143-morrisey-deal-reached-with-cabell-huntington-hospital-in-st-mary-s-acquisition
[64] Aaron, Bob. "Steel of West Virginia drops effort to halt merger." *WCHS-TV*. October 19, 2016. - http://wchstv.com/news/local/steel-of-west-virginia-drops-effort-to-halt-cabell-huntington-hospital-st-marys-merger
[65] Wolfson, Andrew. "Ashland hospital to pay $41 million..." *Courier-Journal*. May 29, 2014. - http://www.courier-journal.com/story/news/local/2014/05/28/ashland-hospital-pays-million-unnecessary-surgeries/9673553/

Combined Demographics Report

Assessment Area: Multi Huntington

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	5	5.4	1,856	1.9	710	38.3	21,838	22.1
Moderate-income	23	24.7	16,101	16.3	4,056	25.2	17,447	17.6
Middle-income	48	51.6	58,428	59.1	7,672	13.1	20,182	20.4
Upper-income	17	18.3	22,524	22.8	1,501	6.7	39,442	39.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**93**	**100.0**	**98,909**	**100.0**	**13,939**	**14.1**	**98,909**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	5,623	1,293	1.2	23	3,112	55.3	1,218	21.7
Moderate-income	30,940	15,918	14.9	51.4	10,599	34.3	4,423	14.3
Middle-income	93,374	63,943	59.9	68.5	19,023	20.4	10,408	11.1
Upper-income	34,608	25,623	24	74	6,037	17.4	2,948	8.5
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**164,545**	**106,777**	**100.0**	**64.9**	**38,771**	**23.6**	**18,997**	**11.5**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	827	6.6	709	6.3	113	11	5	3.1
Moderate-income	2,508	20.1	2,211	19.5	260	25.4	37	22.7
Middle-income	5,822	46.6	5,325	47.1	394	38.5	103	63.2
Upper-income	3,341	26.7	3,066	27.1	257	25.1	18	11
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**12,498**	**100.0**	**11,311**	**100.0**	**1,024**	**100.0**	**163**	**100.0**
	Percentage of Total Businesses:			**90.5**		**8.2**		**1.3**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	36	10.6	36	10.7	0	0	0	0
Middle-income	241	71.1	239	70.9	2	100	0	0
Upper-income	62	18.3	62	18.4	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**339**	**100.0**	**337**	**100.0**	**2**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.4**		**.6**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE HUNTINGTON-ASHLAND WV-KY-OH MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "Low Satisfactory." Fifth Third has demonstrated an adequate responsiveness to the credit needs of the community. In addition, Fifth Third originated one community development loan totaling $1.0 million in the area. Fifth Third has an adequate geographic distribution of loans and moderate lending gaps. Fifth Third has a good distribution among borrowers of different income levels and an adequate distribution of loans to businesses of different revenue sizes. Fifth Third exhibits an adequate record of serving the credit needs of highly economically disadvantaged areas, low-income individuals, and businesses with gross annual revenues of $1 million or less. The extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Lending activity reflects an adequate responsiveness to the credit needs within the assessment area. Fifth Third originated 306 home purchase, 275 refinance, 68 home improvement, 75 small business loans, and one community development loan during the evaluation period. The percentage of Fifth Third's total lending at 0.5% is greater than the percentage of total deposits at 0.2% in this area.

In addition to lending, Fifth Third modified existing loans to borrowers. Below shows the distribution of other real-estate secured modifications within the assessment area by borrower income.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	7	20.0%	8	22.9%	9	25.7%	10	28.6%
Percentage of Families by Family Income		***22.1%***		***17.6%***		***20.4%***		***39.9%***

The percentage of HAMP and other modifications by geography was not considered in evaluating Fifth Third's lending activity due to lack of volume. The percentage of other modifications made to low-income borrowers was comparable to the percentage of low-income families in the assessment area and the percentage of other modifications to moderate-income borrowers exceeded the percentage of moderate-income families. Therefore, other modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is adequate. Refinance lending, which was the largest loan category, is good, while performance for home purchase and home improvement lending is adequate. Small business lending is excellent. Further, there is a moderate level of lending gaps. The following lending gaps were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	5	1	80.0%
Moderate	23	5	78.3%
Middle	48	1	97.9%
Upper	17	0	100.0%
Total	**93**	**7**	**92.5%**

Overall, lending gaps are considered reasonable. Fifth Third had minimal lending gaps in low-income tracts and reasonable lending gaps in moderate-income tracts, as there is a higher owner-occupancy rate in these tracts.

Refinance Loans

Fifth Third made one refinance loan totaling $58,000 in low-income tracts. This represents 0.4% of refinance loans by volume and 0.2% by dollar amount, which is below the percentage of owner-occupied units at 1.2%. The percentage of loans by volume exceeded the 2014 aggregate at 0.8% and in 2015 was below the 2015 aggregate at 1.1%. Given that only 23.0% of housing units are owner-occupied and 77.0% are either rental or vacant, the geographic distribution of refinance loans in low-income tracts is adequate.

Fifth Third made 23 refinance loans totaling $2.2 million in moderate-income tracts. This represents 8.4% of refinance loans by volume, which is less than the owner-occupied units in these tracts at 14.9%. The percentage of loans by dollar amount at 6.9% is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 10.2% and was below the 2015 aggregate at 8.9%. Given that Fifth Third's performance was below proxy and slightly below the aggregate of all lenders and nearly half the housing units are either rental or vacant, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 159 refinance loans totaling $16.9 million in middle-income tracts. This represents 57.8% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 59.9%. The percentage of refinance loans by dollar amount (54.1%) is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate at 59.9% and was comparable to the 2015 aggregate at 58.4%.

Fifth Third made 92 refinance loans totaling $12.1 million in upper-income tracts. This represents 33.5% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 24.0%, and the dollar amount at 38.8% exceeds proxy. The percentage of loans by volume below the 2014 aggregate at 29.6% and exceeded the 2015 aggregate at 31.6%.

Overall, the geographic distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made three home purchase loans totaling $228,000 in low-income tracts. This represents 1.0% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 1.2%, and 0.4% by dollar amount, which is below the percentage of owner-occupied units in these geographies. The percentage of loans was comparable to the 2014 aggregate at 0.8% and exceeded the 2015 aggregate at 0.9%. Given that Fifth Third's performance was comparable to the aggregate of all lenders and the percentage of owner-occupied units in these geographies, the geographic distribution of home purchase loans in low-income tracts is good.

Fifth Third made 16 home purchase loans totaling $1.5 million in moderate-income tracts. This represents 5.2% of its home purchase loans by volume, which is significantly less than the percentage of owner-occupied units in these tracts at 14.9%, and 2.9% by dollar amount, which was also less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate at 9.4% and was below the 2015 aggregate at 9.4%. Since Fifth Third performance was below proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in moderate-income tracts is adequate.

Fifth Third made 134 home purchase loans totaling $20.9 million in middle-income tracts. This represents 43.8% of home purchase loans by volume, which is less than the percentage of owner-occupied units in these tracts at 59.9%, and 41.1% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 55.4% and was below the 2015 aggregate of 55.5%.

Fifth Third made 153 home purchase loans totaling $28.3 million in upper-income tracts. This represents 50.0% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 24.0%, but comparable at 55.5% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 34.5% and exceeded the 2015 aggregate of 34.3%.

Overall, the geographic distribution of home purchase loans is adequate.

Home Improvement Loans

Fifth Third made no home improvement loans in low-income tracts. The percentage of owner-occupied properties in these tracts is 1.2%. The aggregate made 0.8% of home improvement loans in these tracts in 2014 and 0.9% in 2015. Therefore, the geographic distribution of home improvement loans in low-income tracts is poor.

Fifth Third made six home improvement loans totaling $272,000 in moderate-income tracts. This represents 8.8% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 14.9% and 6.0% by dollar amount and is below proxy. The percentage of loans by volume was below the 2014 aggregate of 14.0% and in 2015 was below the 2015 aggregate of 12.1%. Given that Fifth Third's performance was below proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is adequate.

Fifth Third made 46 home improvement loans totaling $3.3 million in middle-income tracts. This represents 67.6% of home improvement loans by volume, which significantly exceeds the percentage of owner-occupied units in these tracts at 59.9%, and 72.3% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 57.6% and exceeded the 2015 aggregate of 60.1%.

Fifth Third made 16 home improvement loans totaling $987,000 in upper-income tracts. This represents 23.5% of home improvements loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 24.0%, and 21.7% by dollar amount, which is comparable to the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 27.6% and was below the 2015 aggregate of 26.8%.

Overall, the geographic distribution of home improvement loans is adequate.

Small Business Loans

Fifth Third made five small business loans totaling $1.6 million in low-income tracts. This represents 6.7% of business loans by volume, which exceeds the percentage of businesses in these tracts at 6.3%, and 12.5% by dollar amount, which exceeds proxy in these geographies. The percentage of loans by volume exceeds the 2014 aggregate of 6.3% and exceeded the 2015 aggregate of 5.9%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 16 small business loans totaling $3.1 million in moderate-income tracts. This represents 21.3% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 19.5%, and 23.5% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 14.6% and was below the 2015 aggregate of 16.0%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 31 small business loans totaling $3.0 million in middle-income tracts. This represents 41.3% of small business loans by volume, which is less than the percentage of businesses in these tracts at 47.1%, and 22.7% by dollar amount, which is less than the percentage of businesses in these geographies. The percentage of loans by volume was below the 2014 aggregate of 42.7% and exceeded the 2015 aggregate of 39.9%.

Fifth Third made 23 small business loans totaling $5.4 million in upper-income tracts. This represents 30.7% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 27.1%, and 41.3% by dollar amount, which is above proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 29.9% and was comparable to the 2015 aggregate of 31.0%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is good based on borrower income and adequate for businesses of different revenue sizes. Borrower distribution is good for refinance, home purchase, and home improvement loans.

Refinance Loans

Fifth Third made ten loans totaling $800,000 to low-income borrowers. This represents 3.6% of refinance loans by volume, which is significantly below the percentage of low-income families at 22.1%. The percentage of loans by dollar amount in these geographies at 2.6% is also significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.8% and below the 2015 aggregate of 6.7%. Given that Fifth Third's performance was significantly below the aggregate of all lenders and proxy, the borrower distribution of refinance loans to low-income borrowers is poor.

Fifth Third made 56 loans totaling $4.0 million to moderate-income borrowers. This represents 20.4% of refinance loans by volume, which exceeded the percentage of moderate-income families at 17.6%, and 12.8% by dollar volume, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 15.4% and exceeded the 2015 aggregate of 13.4%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 66 loans totaling $6.1 million to middle-income borrowers. This represents 24.0% of refinance loans by volume, which exceeds the percentage of middle-income families at 20.4%, and 19.4% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 22.3% and exceeded the 2015 aggregate of 20.1%.

Fifth Third made 137 loans totaling $19.7 million to upper-income borrowers. This represents 49.8% of refinance loans by volume, which exceeds the percentage of upper-income families at 39.9%, and the percentage of loans by dollar amount at 62.8% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 45.2% and exceeded the 2015 aggregate of 43.6%.

Overall, the borrower distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made seven loans totaling $472,000 to low-income borrowers. This represents 2.3% of home purchase loans by volume, which is significantly below the percentage of low-income families at 22.1%, and 0.9% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 5.6% and in 2015 was below the 2015 aggregate of 6.1%. Given that Fifth Third's performance was significantly below proxy and below the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is poor.

Fifth Third made 58 loans totaling $6.1million to moderate-income borrowers. This represents 19.0% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.6%, and 11.9% of loans by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of all lenders at 17.7% and exceeded the 2015 aggregate of 17.7%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 80 loans totaling $10.7 million to middle-income borrowers. This represents 26.1% of home purchase loans by volume, which exceeds the percentage of middle-income families at 20.4%, and 21.0% by dollar amount, which slightly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 24.0% and was comparable to the 2015 aggregate of 23.2%.

Fifth Third made 158 loans totaling $33.1 million to upper-income borrowers. This represents 51.6% of home purchase loans by volume, which exceeds the percentage of upper-income families at 39.9%, but below the dollar amount at 65.0%, exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 39.9% and exceeded the 2015 aggregate of 38.2%.

A community contact indicated there would be more demand for mortgage lending with an improved job market. Overall, the borrower distribution of home purchase loans is good.

Home Improvement Loans

Fifth Third made four loans totaling $70,000 to low-income borrowers. This represents 5.9% of home improvement loans by volume, which is significantly below the percentage of low-income families at 22.1%, and 1.5% by dollar amount, which is also significantly below proxy. The percentage of loans by volume was significantly below the 2014 aggregate of 10.4% and exceeded the 2015 aggregate of 6.7%. Given that Fifth Third's performance was below proxy and the aggregate of all lenders, the borrower distribution of home improvement loans to low-income borrowers is adequate.

Fifth Third made 13 loans totaling $675,000 to moderate-income borrowers. This represents 19.1% of its home improvement loans by volume, which exceeded the percentage of moderate-income families at 17.6%, and 14.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 19.1% and exceeded the 2015 aggregate of 19.4%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home improvement loans to moderate-income borrowers is good.

Fifth Third made 18 loans totaling $1.1 million to middle-income borrowers. This represents 26.5% of home improvement loans by volume, which exceeds the percentage of middle-income families at 20.4%, and 24.8% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.0% and was below the 2015 aggregate of 22.7%.

Fifth Third made 33 loans totaling $2.7 million to upper-income borrowers. This represents 48.5% of home improvement loans by volume, which exceeded the percentage of upper-income families at 39.9%, and 58.9% by dollar amount, which was below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.9% and exceeded the 2015 aggregate of 48.9%.

The overall borrower distribution of home improvement loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is adequate, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 46.7% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance was below the 2014 aggregate of 40.9% and the 2015 aggregate of 44.6% and was significantly below the percentage of small businesses in the assessment area at 90.5%. Fifth Third made an acceptable percentage of small-dollar loans (68.0%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. Further, the need for these small-dollar loans for small businesses was expressed by a community contact.

Community Development Loans

Fifth Third originated one community development loan totaling approximately $1.0 million during the evaluation period. The loan was a working capital loan to promote economic development by financing a small business to support retention of jobs for low- and moderate-income workers.

Community development lending in the assessment area represents 0.02% of the total dollar volume of community development loans originated during the evaluation period. This was Fifth Third's smallest market of community development lending. As such, Fifth Third made few, if any community development loans in the assessment area.

Flexible Lending Programs

Fifth Third had 155 flexible lending loans in this assessment area: 135 government loans, two down payment assistance loans, and 18 flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.5%	0.8%	1.2%	5.2%	3.1%	14.9%	51.1%	45.7%	59.9%	42.2%	50.4%	24.0%
Down Payment Assistance Programs	0.0%	0.0%	1.2%	0.0%	0.0%	14.9%	50.0%	32.3%	59.9%	50.0%	67.7%	24.0%
Other Flexible Lending Programs	0.0%	0.0%	1.2%	33.3%	34.8%	14.9%	50.0%	44.6%	59.9%	16.7%	20.6%	24.0%
Total	**1.3%**	**0.7%**	**1.2%**	**8.4%**	**5.6%**	**14.9%**	**51.0%**	**45.6%**	**59.9%**	**39.4%**	**48.1%**	**24.0%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	2.2%	1.2%	21.1%	26.7%	19.0%	17.6%	30.4%	29.2%	20.4%	33.3%	42.8%	39.9%
Down Payment Assistance Programs	100.0%	100.0%	21.1%	0.0%	0.0%	17.6%	0.0%	0.0%	20.4%	0.0%	0.0%	39.9%
Other Flexible Lending Programs	5.6%	2.2%	21.1%	22.2%	16.9%	17.6%	9.8%	20.4%	20.4%	50.0%	68.8%	39.9%
Total	**3.9%**	**1.8%**	**21.1%**	**25.8%**	**18.7%**	**17.6%**	**28.4%**	**27.5%**	**20.4%**	**34.8%**	**44.6%**	**39.9%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts, by number and dollar amount, was equivalent to the percentage of owner-occupied units in these tracts for government loan programs. The percentage of lending by volume and dollar in moderate-income tracts was below the percentage of owner-occupied units in these geographies.

Fifth Third's lending by volume and dollar amount to low-income borrowers was significantly below the percentage of low-income families in the assessment area. The percentage of lending by volume to moderate-income borrowers exceeded the percentage of moderate-income families, especially for government loan and other flexible lending programs.

Therefore, Fifth Third made extensive use of flexible lending practices is serving assessment area credit needs, since lending through flexible loan programs in low-income tracts was good and lending in moderate-income tracts and borrowers was adequate and excellent, respectively.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated 'Outstanding.'

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 92 qualified investments totaling $12.6 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	*$*	*#*	*$*	*#*	*$*
27	8,224,523	10	10,600	45	60,775

Also included in the total number of qualified investments are ten prior period investments totaling $4.3 million. Overall, Fifth Third made 0.8% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 0.2% and greater than percentage of branch offices at 0.5%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects and credit counseling throughout the assessment area, which were needs expressed by several community contacts. Included in total investments are 56 donations totaling $73,375 that supported United Way, local schools, small businesses, recreation centers, food banks, churches, and affordable housing.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "Outstanding." Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. The one banking center closed since the previous evaluation period was in a moderate-income tract. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains seven banking centers within this assessment area, including one in low-, one in moderate-, two in middle-, and three in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 0.5% of all its banking centers.

Fifth Third has a total of nine full-service ATMs within this assessment area, including one in low-, three in moderate-, two in middle-, and three in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: Multi Huntington

Tract Category	Branches: Total Branches #	Total Branches %	Open #	Closed #	Stand Alone ATMs: Total ATMs	#	%	Full Service ATMs #	Full Service ATMs %	Cash only ATMs #	Cash only ATMs %	Demographics: Census Tracts #	Census Tracts %	House holds %	Total Businesses %
Low	1	14.3%	0	0	Total	1	7.7%	1	11.1%	0	0.0%	5	5.4%	3.0%	6.7%
Moderate	1	14.3%	0	1	Total	7	53.8%	3	33.3%	4	100.0%	23	24.7%	18.2%	20.2%
Middle	2	28.6%	0	0	Total	2	15.4%	2	22.2%	0	0.0%	48	51.6%	57.0%	46.2%
Upper	3	42.9%	0	0	Total	3	23.1%	3	33.3%	0	0.0%	17	18.3%	21.8%	26.9%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Total	7	100.0%	0	1	Total	13	100.0%	9	100.0%	4	100.0%	93	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered excellent, as the distribution of branches exceeded the percentage of census tracts and households in these tracts. The branch distribution within moderate-income tracts was considered good.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 1,459 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 1.2% of all community development services provided and equates to 0.7 annualized persons (ANP).

Affordable Housing	Economic Development	Community Services
# of Hours	***# of Hours***	***# of Hours***
37	10	1,412

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development.

Community development services include 971 hours of providing financial literacy through local nonprofits and school programs, 428 hours serving on boards and committees, 44 hours providing technical assistance to non-profits, and 16 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy activities. Several community contacts mentioned the need for financial literacy training to provide debt counseling and assist first-time homebuyers and affordable housing support.

MULTI-STATE METROPOLITAN AREA
(Full-scope Review)

CRA RATING for Louisville-Jefferson County KY-IN MSA #31140: Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and adequate to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of making community development loans;
- An extensive use of flexible lending practices in serving the assessment area’s credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A relatively high level of providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Louisville-Jefferson County multistate assessment area. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the “Institution” section of this report.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE LOUISVILLE-JEFFERSON COUNTY KY-IN MSA

The Louisville-Jefferson County KY-IN MSA consists of Clark, Floyd, and Harrison counties in Indiana and Bullitt, Jefferson, Oldham, and Shelby counties in Kentucky. Fifth Third's assessment area excludes Scott and Washington counties in Indiana and Henry, Spencer, and Trimble counties in Kentucky. The assessment area is comprised of 35 low-, 57 moderate-, 105 middle-, and 85 upper-income tracts. There are also two tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked third out of 35 institutions with 9.8% of the deposit market share. PNC Bank had the majority of the market share 23.6% of deposits and JPMorgan Chase Bank ranked second with 16.6% of the market share. Deposits in this assessment area accounted for 2.3% of the Fifth Third's total deposits. This was the tenth-highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 3,711 HMDA loans and 982 CRA loans, which represented 3.6% and 2.5% of the total loans originated during the evaluation period, respectively. This was the eighth-largest HMDA market and 12th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked fifth among 424 HMDA reporters in the assessment area and Fifth Third ranked 36th. Wells Fargo Bank, Century Lending Company, PNC Bank, and Commonwealth Bank and Trust Company were the top four HMDA lenders in the assessment area. Fifth Third ranked 11th of 93 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, PNC Bank, Chase Bank USA, and US Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Two community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a small business development in Jefferson County, stated that while the area is experiencing some growth with franchises, there are not many small businesses coming into the area. The contact noted while overall employment is stable, there are a large number of low- and moderate-income individuals within the community, and it is difficult for these individuals to find good jobs that pay a living wage. The contact believed there are opportunities for area banks to work with developers and local organizations that deal with affordable housing needs in the community. Also, banks could make access to credit more obtainable for small business owners, as most banks do not make small-dollar loans up to $100,000, which small businesses sometimes need. In general, the contact believed banks in the area are fairly responsive to the credit needs of the community.

The second contact, representing a community development organization in the Clark, Floyd and Scott counties, stated there are not many high-tech jobs in the area and many of the (new) jobs do not pay a livable wage, when factoring in rising housing costs.

The contact stated there is a need for more transitional housing to assist homeless individuals and families in stabilizing and eventually securing permanent housing outside the shelter. The contact believed there are opportunities for banks to participate in housing blight eradication/redevelopment projects and to provide financing for local infrastructure projects. Often, local governments have to rely on more expensive financing options because banks seem unwilling to fund these longer-term types of projects.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 1.1 million. About 26.2% of the population lived in low- and moderate-income tracts. In addition, 76.3% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Louisville-Jefferson County MSA is the 43rd largest in terms of population in the nation.[66] Jefferson County is the largest county in the assessment area and the most populous county in Kentucky.[67] Louisville is the largest city in the MSA and the 30th most populous city in the U.S. Louisville has 615,366 residents and its population growth increased by 11.0% between 2000 and 2015.[68] According to Moody's Analytics, in 2015, the migration flow into Louisville was 32,599 residents, with a positive annual net migration from 2012 through 2015. In contrast, the largest cities in the MSA in Kentucky are Jeffersontown and Lyndon, which have 26,946 and 11,372 residents, respectively. The largest cities in Indiana are Jeffersonville, New Albany, and Clarksville, which have 46,960, 36,732, and 21,866 residents, respectively.[69]

The following table shows the population in the assessment area by county for 2010 and 201, with the percentage of the population increase.[70] The population within the MSA experienced positive growth between 2010 and 2015, with Shelby County experiencing the greatest growth and Harrison County experiencing the least growth in population during this time period. Moody's Analytics cited favorable population trends as an economic strength for the area.

[66] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[67] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[68] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[69] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[70] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Clark, IN	110,232	115,371	4.7%
Floyd, IN	74,578	76,778	2.9%
Harrison, IN	39,364	39,578	0.5%
Bullitt, KY	74,319	78,702	5.9%
Jefferson, KY	741,096	763,623	3.0%
Oldham, KY	60,316	64,875	7.6%
Shelby, KY	42,074	45,632	8.5%
Total	**1,141,979**	**1,184,559**	**3.7%**

Income Characteristics

In 2010 the MSA median family income was greater ($60,164) than Kentucky and Indiana at $52,046 and $58,944, respectively. The MSA's median family income increased in 2014, 2015, and 2016.

Borrower Income Levels
Louisville-Jefferson County, KY-IN MSA

FFIEC Estimated Median Family Income		Low	Moderate	Middle	Upper
		0 - 49.99%	50% - 79.99%	80% - 119.99%	120% - & above
2014	**$64,200**	0 - $32,099	$32,100 - $51,359	$51,360 - $77,039	$77,040 - & above
2015	**$65,400**	0 - $32,699	$32,700 - $52,319	$52,320 - $78,479	$78,480 - & above
2016	**$66,800**	0 - $33,399	$33,400 - $53,439	$53,440 - $80,159	$80,160 - & above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[71] Oldham County had the lowest poverty rates and Jefferson County had the highest poverty rates in 1999 and 2015. In 2015, all of the counties in the assessment area had poverty rates below the state-level poverty rates of Indiana and Kentucky. Harrison County experienced the largest increase in poverty rates during this period. In 2015, Indiana's and Kentucky's poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[72] The following table shows the poverty rates for 1999[73] and 2015.

[71] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[72] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[73] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
Clark	8.1%	10.4%	28.4%
Floyd	8.7%	11.3%	29.9%
Harrison	6.4%	11.2%	75.0%
Indiana	**9.5%**	**14.4%**	**51.6%**
Bullitt	7.9%	9.6%	21.5%
Jefferson	12.4%	15.4%	24.2%
Oldham	4.1%	6.2%	51.2%
Shelby	9.9%	11.5%	16.2%
Kentucky	**15.8%**	**18.3%**	**15.8%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 494,618 housing units and 292,245 families in the assessment area. From an income perspective, 28.7% of housing units, 18.5% of owner-occupied units, and 23.7% of families are located in low- or moderate-income tracts. Nearly three-quarters of the housing units in the low-income census tracts are either rental or vacant (72.5%) and 27.5% are owner-occupied. In the moderate-income census tracts, over half of the housing units are either rental or vacant (52.5%) and 47.5% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 39 years old, with 20.8% of the stock built before 1950. The oldest housing stock was in Jefferson County with a median age of 43 years, while the newest was 20 years in Bullitt County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 49 years in moderate-income tracts. Therefore, there appears to be ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas. In addition, the community contacts said there are opportunities for banks to fund affordable housing needs in the community (e.g., more transitional housing and assistance in eradicating housing blight).

According to 2010 U.S. Census data, the median housing value in the assessment area was $146,556 with an affordability ratio of 32.79. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. While median housing values fluctuated between 2010 and 2011-2015, housing generally became more affordable across the assessment area due to increased median household incomes. During the evaluation period, the most affordable housing was in Harrison County and the least affordable was in Jefferson County. Median gross rents increased at a fairly substantial rate across the assessment area, with renters in Oldham and Shelby counties experiencing the largest increase in rental rates and renters in Harrison County experiencing the smallest increase in gross rental rates.

The following table presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area, Indiana, and Kentucky. According to Moody's Analytics, housing has picked up with price appreciation accelerating to match the national pace and starts climbing.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Clark	$125,800	37.65	$129,000	40.08	$692	$755	9.1%
Floyd	$147,100	35.64	$156,300	35.13	$683	$723	5.9%
Harrison	$124,200	41.28	$129,300	40.32	$638	$669	4.9%
Indiana	**$123,000**	**38.78**	**$124,200**	**39.66**	**$683**	**$747**	**9.4%**
Bullitt	$143,000	36.03	$144,700	38.68	$701	$769	9.7%
Jefferson	$145,900	31.08	$150,400	32.38	$667	$749	12.3%
Oldham	$234,400	33.88	$247,500	34.53	$671	$833	24.1%
Shelby	$169,500	32.62	$175,700	34.33	$674	$796	18.1%
Kentucky	**$116,800**	**35.60**	**$123,200**	**35.50**	**$601**	**$675**	**12.3%**

According to Bankrate.com,[74] Indiana ranked 15th and Kentucky ranked 43rd for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[75]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Clark	1:863
Floyd	1:1,766
Harrison	1:1,741
Indiana	**1:1,590**
Bullitt	1:2,590
Jefferson	1:2,723
Oldham	1:7,252
Shelby	1:3,553
Kentucky	**1:4,270**
U.S.	**1:1,533**

In November 2016, Clark County had the highest rate of foreclosure and Oldham County had the lowest rates of foreclosure in the assessment area.

[74] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[75] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

Building permits for this MSA, Indiana, Kentucky, and the nation are included in the following table for 2014, 2015, and 2016.[76]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
MSA	4,035	3,979	-1.4%	5,001	25.7%
Indiana	**17,813**	**18,483**	**3.8%**	**18,317**	**-0.9%**
Kentucky	**9,421**	**10,566**	**12.2%**	**12,798**	**21.1%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

While the MSA experienced a slight decrease in the number of housing permits issued between 2014 and 2015, it experienced a significant increase between 2015 and 2016. The increase in the number of permits could indicate there is a growing demand for home purchase loans in the MSA and Kentucky during the evaluation period. According to Moody's Analytics, the demand for new housing starts has increased.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Louisville-Jefferson County area economy is in expansion due to competitive business costs and favorable population trends. Contributing to the area's economic strengths is the large insurance industry in a state with Medicaid expansion, a major shipping hub, the presence of a large research university, and low business costs (especially office rents). Economic weaknesses include below-average educational attainment despite the presence of the University of Louisville, few high-tech jobs, and below-average per capita income. Both community contacts commented on jobs not providing a living wage for lower-income workers. However, according to Moody's Analytics, job creation has been strong enough to absorb a surge in new labor market entrants and put downward pressure on the jobless rate.

According to Insider Louisville,[77] the Louisville MSA is home to three Fortune 500 companies in 2016. Other Fortune 500 firms with strong ties to Louisville include: General Electric, Ford Motor, Kroger, Comcast, UPS, and Time Warner Cable.

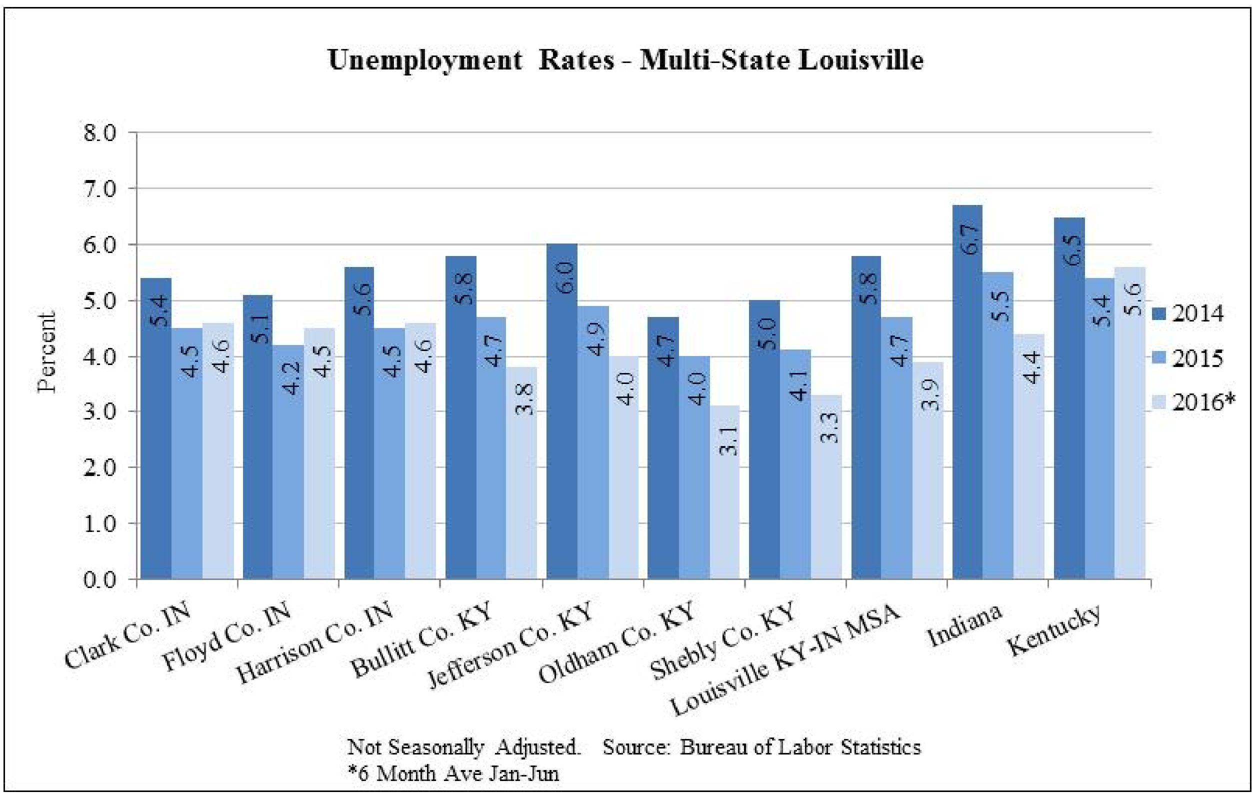
Louisville Fortune 500 Companies (2016)[78]		
Rank	**Company**	**Annual Revenue**
52	Humana	$54.3 billion
218	Yum! Brands	$13.3 billion
372	Kindred Healthcare	$5.3 billion

[76] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/
[77] Insider Louisville: http://insiderlouisville.com/business/fortune-500-three-louisville-based-firms-make-list-along-many-firms-strong-louisville-ties/
[78] All three companies experienced an appreciable improvement from the prior year's rankings (58th, 228th, 491st)

According to the Greater Louisville Chamber of Commerce,[79] the top 15 employers in the MSA in 2016 were:

Company	Number of Employees
United Parcel Service (UPS)	22,080
Ford Motor Co. (2 plants)	12,990
Humana Inc.	12,500
Norton Healthcare	11,389
Amazon.com	6,000
GE Appliances	6,000
KentuckyOne Health Inc.	6,000
Baptist Healthcare Systems Inc.	4,995
Kroger Co.	4,626
Manna Inc.	3,120
ResCare Inc.	2,435
Kindred Healthcare Inc.	2,381
LG&E and KU Energy	2,211
PNC Bank	1,500
Yum! Brands	1,343

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the MSA, Indiana, and Kentucky.



[79] GLI: https://www.greaterlouisville.com/talent/major-employers/

The unemployment rates declined each year in the MSA and were considerably below Indiana's or Kentucky's during this time period.

According to *Reuters*, on January 23, 2017 a U.S. judge blocked health insurer Aetna Inc.'s proposed $34 billion acquisition of Humana Inc. The U.S. Justice Department filed a lawsuit in July 2016 to block Aetna's acquisition of Humana and Anthem's acquisition of Cigna, arguing that these two deals would substantially lessen competition and lead to higher prices.[80] According to Business First of Louisville (as reported to *WDRB News),* Humana is the area's largest corporate headquarters in Kentucky, second-largest private employer, and third-largest employer overall in the 12-county metropolitan area. Humana is the single-largest source of taxes withheld from paychecks, despite having fewer employees than UPS and Jefferson County Public Schools. According to a University of Louisville finance professor, part of the justification for corporate mergers is reducing expenses through eliminating duplicate positions; so, despite what officials say, there will be layoffs.[81]

[80] Bartz, Diane. "U.S. blocks health insurer Aetna's $34 billion Humana acquisition." *Reuters*. January 23, 2017. - http://www.reuters.com/article/us-humana-aetna-antitrust-idUSKBN1572BF

[81] Otts, Chris and Green, Marcus. "Despite loss of biggest headquarters, Louisville officials are optimistic about Humana sale." WDCB News. July 3, 2015. - http://www.wdrb.com/story/29470858/despite-loss-of-biggest-headquarters-louisville-officials-optimistic-about-humana-sale

Combined Demographics Report

Assessment Area: Multi Louisville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	35	12.3	23,478	8	9,435	40.2	61,453	21
Moderate-income	57	20.1	45,833	15.7	8,073	17.6	50,954	17.4
Middle-income	105	37	125,558	43	9,588	7.6	60,516	20.7
Upper-income	85	29.9	97,376	33.3	3,370	3.5	119,322	40.8
Unknown-income	2	0.7	0	0	0	0	0	0
Total Assessment Area	**284**	**100.0**	**292,245**	**100.0**	**30,466**	**10.4**	**292,245**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	52,653	14,472	4.7	27.5	28,283	53.7	9,898	18.8
Moderate-income	89,467	42,469	13.8	47.5	36,393	40.7	10,605	11.9
Middle-income	203,802	138,534	45	68	49,381	24.2	15,887	7.8
Upper-income	148,696	112,700	36.6	75.8	26,464	17.8	9,532	6.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**494,618**	**308,175**	**100.0**	**62.3**	**140,521**	**28.4**	**45,922**	**9.3**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	5,767	10.1	4,839	9.3	901	19.4	27	13.2
Moderate-income	8,668	15.2	7,704	14.7	916	19.8	48	23.4
Middle-income	19,539	34.2	18,064	34.6	1,410	30.4	65	31.7
Upper-income	22,989	40.3	21,557	41.3	1,368	29.5	64	31.2
Unknown-income	130	0.2	90	0.2	39	0.8	1	0.5
Total Assessment Area	**57,093**	**100.0**	**52,254**	**100.0**	**4,634**	**100.0**	**205**	**100.0**
	Percentage of Total Businesses:			**91.5**		**8.1**		**.4**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	17	1.7	17	1.7	0	0	0	0
Moderate-income	53	5.2	53	5.3	0	0	0	0
Middle-income	480	47.4	479	47.6	1	16.7	0	0
Upper-income	462	45.7	457	45.4	5	83.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,012**	**100.0**	**1,006**	**100.0**	**6**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.4**		**.6**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE LOUISVILLE-JEFFERSON COUNTY KY-IN MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "High Satisfactory." Fifth Third has demonstrated a good responsiveness to the credit needs of the community. In addition, Fifth Third originated 33 community development loans totaling $187.1 million. Fifth Third has a good geographic distribution of loans and minimal lending gaps in the assessment area. Fifth Third has an excellent distribution among borrowers of different income levels and an adequate distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The good level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding aggregate lending, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects good responsiveness to the credit needs within the assessment area. Fifth Third originated 1,836 home purchase, 1,717 refinance, 158 home improvement, 982 small business, and 33 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 3.3% is greater than the percentage of total deposits at 2.3% in this area.

Fifth Third made 95.7% of the HMDA and 98.8% of the CRA lending within this designated assessment area. There was no concentration of loans identified in any of the excluded counties within the assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	8	4.4%	30	16.6%	102	56.4%	41	22.7%
Percentage of Owner Occupied Units		***4.7%***		***13.8%***		***45.0%***		***36.6%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	69	38.1%	50	27.6%	36	19.9%	26	14.4%
Percentage of Families by Family Income		***21.0%***		***17.4%***		***20.7%***		***40.8%***

*Unknown tract data is not included in the above table.

There were not enough HAMP loans for a meaningful analysis. The percentage of other modifications in low-income tracts was slightly below the percentage of owner-occupied units in these geographies, and the other modifications in moderate-income tracts exceeded the percentage of owner-occupied units. Therefore, modifications helped to expand lending activities in these areas.

The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Home purchase lending, the largest loan category, is good. Performance is also good for refinance and home improvement loans. Small business lending is good. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	35	3	91.4%
Moderate	57	1	98.3%
Middle	105	0	100.0%
Upper	85	0	100.0%
Unknown	2	2	0.0%
Total	**284**	**6**	**97.9%**

Overall, lending gaps are considered minimal, because there is a 90+ percent penetration rate in all tract income levels.

Home Purchase Loans

Fifth Third made 48 home purchase loans totaling $4.8 million in low-income tracts. This represents 2.6% of home purchase loans by volume, which is less than the percentage of owner-occupied units in these tracts at 4.7%, and 1.5% by dollar amount, which is also less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate at 2.1% and exceeded the 2015 aggregate at 2.0%. As Fifth Third's performance exceeded the aggregate of all lenders, but was below the percentage of owner-occupied units in these geographies, the geographic distribution is good.

Fifth Third made 254 home purchase loans totaling $26.2 million in moderate-income tracts. This represents 13.8% of its home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 13.8%, and 8.5% by dollar amount, which was below the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate at 12.2% and exceeded the 2015 aggregate at 11.6%. As Fifth Third's performance exceeded the aggregate of all lenders and comparable to proxy, the geographic distribution is good.

Fifth Third made 702 home purchase loans totaling $87.4 million in middle-income tracts. This represents 38.2% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 45.0%, and 28.4% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 43.7% and below the 2015 aggregate of 44.4%.

Fifth Third made 832 home purchase loans totaling $189.2 million in upper-income tracts. This represents 45.3% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 36.6%, and 61.5% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 42.0% and exceeded the 2015 aggregate of 42.0%.

The geographic distribution of home purchase loans is considered good.

Refinance Loans

Fifth Third made 71 refinance loans totaling $4.1 million in low-income tracts. This represents 4.1% of refinance loans by volume and 1.7% by dollar amount, which is below the percentage of owner-occupied units at 4.7%. The percentage of loans by volume exceeded the 2014 aggregate at 3.7% and was comparable to the 2015 aggregate at 2.4%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders and with only 27.5% of the housing units being owner-occupied, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 235 refinance loans totaling $20.5 million in moderate-income tracts. This represents 13.7% of refinance loans by volume, which is below the owner-occupied units in these tracts at 17.4%. The percentage of loans by dollar amount at 8.6% is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 13.8% and significantly exceeded the 2015 aggregate at 8.6%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 730 refinance loans totaling $76.8 million in middle-income tracts. This represents 42.5% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 45.0%. However, refinance loans by dollar amount (32.3%) was below proxy. The percentage of loans by volume at 44.8% was below the 2014 aggregate and was comparable to the 2015 aggregate at 42.9%.

Fifth Third made 681 refinance loans totaling $136.2 million in upper-income tracts. This represents 39.7% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 36.6%, and also exceeded proxy by dollar amount at 57.3%. The percentage of loans by volume was comparable to the 2014 aggregate at 39.5% and was below the 2015 aggregate at 44.1%.

Overall, the geographic distribution of refinance loans is good.

Home Improvement Loans

Fifth Third made three home improvement loans totaling $183,000 in low-income tracts. This represents 1.9% of home improvement loans by volume, which is less than the percentage of owner-occupied units in these tracts at 4.7%, and 1.4% by dollar amount, which is significantly less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 3.2% and was below the 2015 aggregate of 4.5%. Given the median age of housing in low-income tracts at 61 years, which may indicate the need for home improvement loans and Fifth Third's lending performance in these tracts, the geographic distribution is considered adequate.

Fifth Third made 29 home improvement loans totaling $1.6 million in moderate-income tracts. This represents 18.4% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 13.8%, and 12.4% by dollar amount, which is slightly below the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 15.4% and exceeded the 2015 aggregate of 13.1%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 64 home improvement loans totaling $4.0 million in middle-income tracts. This represents 40.5% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 45.0%, and 30.3% by dollar amount and below the percentage of owner-occupied units in these geographies. Also, the percentage of loans by volume was below the 2014 aggregate of 44.6% and was below the 2015 aggregate of 43.0%.

Fifth Third made 62 home improvement loans totaling $7.3 million in upper-income tracts. This represents 39.2% of home improvements loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 36.6%, and 55.9% by dollar amount, which also exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 36.8% and was below the 2015 aggregate of 39.4%.

Overall, the geographic distribution of home improvement loans is good.

Small Business Loans

Fifth Third made 123 small business loans totaling $21.3 million in low-income tracts. This represents 12.5% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 9.3%, and 17.0% by dollar amount, which also exceeds the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 8.7% and exceeded the 2015 aggregate of 10.2%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 140 small business loans totaling $19.3 million in moderate-income tracts. This represents 14.3% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 14.7%. This also represents 15.4% small business loans by dollar amount, which exceeds the percentage of small businesses in these tracts. The percentage of loans by volume was below the 2014 aggregate of 15.8% and was comparable to the 2015 aggregate of 15.4%. Given that Fifth Third's performance was comparable to proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 273 small business loans totaling $37.9 million in middle-income tracts. This represents 27.8% of small business loans by volume, which is less than the percentage of businesses in these tracts at 34.6%, and 30.3% by dollar amount, which is comparable to the percentage of businesses in these tracts. The percentage of loans by volume was below the 2014 aggregate of 31.5% and was below the 2015 aggregate of 31.0%.

Fifth Third made 446 small business loans totaling $46.7 million in upper-income tracts. This represents 45.4% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 41.3%, and 37.3% by dollar amount, which is below the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 42.4% and exceeded the 2015 aggregate of 42.0%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is excellent based on borrower income and adequate for businesses of different revenue sizes. Borrower distribution is excellent for home purchase and refinance, and good for home improvement loans.

Home Purchase Loans

Fifth Third made 338 loans totaling $30.7 million to low-income borrowers. This represents 18.4% of home purchase loans by volume, which is comparable to the percentage of low-income families at 21.0%. The percentage of loans by dollar amount in these geographies at 10.0% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 10.5% and substantially exceeded the 2015 aggregate of 10.4%.

Given that Fifth Third's performance was substantially above the aggregate of all lenders and comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 450 loans totaling $51.5 million to moderate-income borrowers. This represents 24.5% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.4%, and 16.7% by dollar volume, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 22.2% and was comparable to the 2015 aggregate of 22.7%. As Fifth Third's performance in home purchase lending to moderate-income borrowers exceeded proxy and the aggregate of all lenders, borrower distribution to moderate-income borrowers is excellent.

Fifth Third made 347 loans totaling $52.0 million to middle-income borrowers. This represents 18.9% of home purchase loans by volume, which is comparable to the percentage of middle-income families at 20.7%, and 16.9% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 20.6% and was comparable to the 2015 aggregate of 20.1%.

Fifth Third made 639 loans totaling $160.9 million to upper-income borrowers. This represents 34.8% of home purchase loans by volume, which is below the percentage of upper-income families at 40.8%, while the percentage of loans by dollar amount at 52.3% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 30.7% and exceeded the 2015 aggregate of 30.9%.

Overall, the borrower distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 260 loans totaling $20.4 million to low-income borrowers. This represents 15.1% of refinance loans by volume, which is below the percentage of low-income families at 21.0%, and 8.6% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 9.4% and significantly exceeded the 2015 aggregate of 7.0%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders, but was below proxy, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 389 loans totaling $37.7 million to moderate-income borrowers. This represents 22.7% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.4%, and 15.9% of loans by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 16.6% and exceeded the 2015 aggregate of 15.7%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 436 loans totaling $48.1 million to middle-income borrowers. This represents 25.4% of refinance loans by volume, which exceeds the percentage of middle-income families at 20.7%, and 20.2% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.3% and exceeded the 2015 aggregate of 18.8%.

Fifth Third made 576 loans totaling $122.4 million to upper-income borrowers. This represents 33.5% of refinance loans by volume, which is below the percentage of upper-income families at 40.8%, and 51.5% of loans by dollar amount, which exceeded proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 32.0% and was comparable to the 2015 aggregate of 34.0%.

A community contact stated there are a large number of low- and moderate-income individuals within the community; however, it is difficult for these individuals to find good jobs that will support their needs; additionally, the area has a high cost of living. With Fifth Third's excellent performance in refinance lending to low- and moderate-income borrowers that exceeded the aggregate of all lenders, the overall borrower distribution for refinance loans is excellent.

Home Improvement Loans

Fifth Third made 29 loans totaling $1.6 million to low-income borrowers. This represents 18.4% of home improvement loans by volume, which is comparable to the percentage of low-income families at 21.0%, and 12.2% by dollar, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 11.7% and exceeded the 2015 aggregate of 10.6%. Given that Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is good.

Fifth Third made 43 loans totaling $2.6 million to moderate-income borrowers. This represents 27.2% of its home improvement loans by volume, which substantially exceeded the percentage of moderate-income families at 17.4%, and 20.0% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.2% and the 2015 aggregate of 21.1%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 36 loans totaling $2.9 million to middle-income borrowers. This represents 22.8% of home improvement loans by volume, which exceeded the percentage of middle-income families at 20.7%, and 22.0% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.7% and was below the 2015 aggregate of 21.7%.

Fifth Third made 50 loans totaling $6.0 million to upper-income borrowers. This represents 31.6% of home improvement loans by volume, which was below the percentage of upper-income families at 40.8%, and 45.8% by dollar amount, which exceeds proxy. The percentage of loans by volume was below 2014 aggregate of 37.1% and was below the 2015 aggregate of 40.9%.

The overall borrower distribution of home improvement loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is adequate, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 53.6% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 42.9% and the 2015 aggregate of 47.4%, but was significantly below the percentage of small businesses in the assessment area at 91.5%. Also, Fifth Third made an acceptable percentage of small-dollar loans (73.2%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. A community contact indicated there is a need for small-dollar loans to small businesses.

Community Development Loans

Fifth Third originated 33 community development loans totaling $187.1 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
1	1,150,000	3	38,250,000	16	143,700,000	13	3,958,290

Community development lending in the assessment area represents 3.1% of the total dollar volume of community development loans originated during the evaluation period. This ranks as Fifth Third's tenth-highest percentage of community development lending during the evaluation period. Fifth Third's deposit market share is 9.8% and has high competition for community development loans from a number of large national banks in the area. As such, Fifth Third has a relatively high level of community development lending.

Examples of community development lending include, but are not limited to:

- A new loan to help fund a new markets tax credit that allows a nonprofit community development organization to continue to build and refurbish low-income rental housing and transitional shelter for homeless families and provide home repair assistance and financial empowerment education to low- and moderate-income individuals
- Working capital loans that promote economic development by financing businesses to support job retention, create new jobs, and promote growth to continue operations in low- and moderate-income geographies
- Multiple working capital loans supporting nonprofits that provide a multitude of services to low- and moderate-income individuals and families

Flexible Lending Programs

Fifth Third had 858 flexible lending loans in this assessment area: 547 loans were government loans, 46 were down payment assistance loans, and 265 were other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.5%	0.8%	4.7%	17.7%	13.7%	13.8%	50.5%	47.0%	45.0%	30.3%	38.6%	36.6%
Down Payment Assistance Programs	45.7%	49.5%	4.7%	4.3%	2.2%	13.8%	43.5%	44.6%	45.0%	6.5%	3.8%	36.6%
Other Flexible Lending Programs	13.2%	6.2%	4.7%	17.7%	11.6%	13.8%	44.2%	47.1%	45.0%	24.9%	35.1%	36.6%
Total	**7.5%**	**4.0%**	**4.7%**	**17.0%**	**12.7%**	**13.8%**	**48.1%**	**46.9%**	**45.0%**	**27.4%**	**36.4%**	**36.6%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	13.0%	8.3%	21.0%	33.3%	28.2%	17.4%	28.5%	30.5%	20.7%	22.1%	29.9%	40.8%
Down Payment Assistance Programs	65.2%	55.7%	21.0%	19.6%	17.9%	17.4%	6.5%	6.4%	20.7%	8.7%	20.1%	40.8%
Other Flexible Lending Programs	17.0%	13.6%	21.0%	23.0%	21.1%	17.4%	27.2%	20.4%	20.7%	30.2%	42.2%	40.8%
Total	**17.0%**	**11.4%**	**21.0%**	**29.4%**	**26.0%**	**17.4%**	**26.9%**	**27.0%**	**20.7%**	**23.9%**	**32.7%**	**40.8%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number exceeded the percentage of owner-occupied units in these tracts, particularly for the various down payment assistance programs. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units. Flexible lending in low- and moderate-income geographies by dollar amount was slightly below proxy.

Fifth Third's lending by volume to low-income borrowers was below the percentage of low-income families in the assessment area and lending by dollar amount was significantly below proxy. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, especially for government loan programs. Therefore, Fifth Third made extensive use of flexible lending practices is serving the assessment area's credit needs since lending through flexible loan programs to low-income borrowers was good, while the lending to low- and moderate-income tracts and moderate-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Outstanding."

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 168 investments totaling $36.4 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	*$*	*#*	*$*	*#*	*$*
59	22,803,710	10	52,031	79	474,519

Also included in the total number of qualified investments are 20 prior period investments totaling $13.1 million. Overall, Fifth Third made 2.2% of its total community development investments in this assessment area, which is comparable to the percentage of total deposits at 2.3% and branch offices at 3.2%, respectively.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable/transitional housing projects and small business funding, which was an important need expressed by community contacts. Included in the total investments are 98 donations totaling $553,310 that supported United Way, chamber of commerce, local schools, small businesses, churches, food banks, and affordable housing.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "High Satisfactory." Retail services are accessible and Fifth Third provides a relatively high level of community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. One banking center was opened and two were closed since the previous evaluation period, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 42 banking centers within this assessment area, including six in low-, one in moderate-, 18 in middle-, and 15 in upper-income census tracts. There are also two branches located in unknown income tracts. Fifth Third's banking centers in this assessment area represent 3.2% of all its banking centers.

Fifth Third has a total of 59 full-service ATMs within this assessment area, including nine in low-, four in moderate-, 23 in middle-, and 23 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: Multi Louisville

Tract Category	Branches: Total Branches #	Branches: Total Branches %	Branches: Open #	Branches: Closed #	Stand Alone ATMs: Total ATMs	Stand Alone ATMs: Total ATMs #	Stand Alone ATMs: Total ATMs %	Full Service ATMs #	Full Service ATMs %	Cash only ATMs #	Cash only ATMs %	Demographics: Census Tracts #	Demographics: Census Tracts %	Demographics: House holds %	Demographics: Total Businesses %
Low	6	14.3%	0	0	Total	14	20.0%	9	15.3%	5	45.5%	35	12.3%	9.5%	10.3%
Moderate	1	2.4%	0	0	Total	4	5.7%	4	6.8%	0	0.0%	57	20.1%	17.6%	15.3%
Middle	18	42.9%	0	0	Total	25	35.7%	23	39.0%	2	18.2%	105	37.0%	41.9%	33.9%
Upper	15	35.7%	0	1	Total	26	37.1%	23	39.0%	3	27.3%	85	29.9%	31.0%	40.3%
Unknown	2	4.8%	1	1	Total	1	1.4%	0	0.0%	1	9.1%	2	0.7%	0.0%	0.2%
Total	42	100.0%	1	2	Total	70	100.0%	59	100.0%	11	100.0%	284	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered excellent, as the distribution of branches exceeded the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered poor.

Community Development Services

Fifth Third provides a relatively high level of community development services in this assessment area. During the evaluation period, Fifth Third employees provided 2,617 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 2.2% of all community development services provided and equates to 0.13 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
459	48	143	1,967

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 1,779 hours serving on boards and committees, 453 hours of providing financial literacy through local nonprofits and school programs, 313 hours providing technical assistance to non-profits and local business, and 72 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to affordable housing activities, as a community contact noted the need for this type of service.

MULTI-STATE METROPOLITAN AREA
(Full-scope Review)

CRA RATING for South Bend-Elkhart-Mishawaka IN-MI CSA #515: Satisfactory

The lending test is rated:	**High Satisfactory**
The investment test is rated:	**Outstanding**
The service test is rated:	**High Satisfactory**

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- A good distribution of loans among borrowers of different income levels and adequate to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- Extensive use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are readily accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A relatively high level of providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the South Bend-Elkhart-Mishawaka multistate assessment area. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE SOUTH BEND-ELKHART-MISHAWAKA IN-MI CSA

The South Bend-Elkhart-Mishawaka IN-MI CSA consists of the following three MSAs:

- Elkhart-Goshen IN MSA #21140, consisting of Elkhart County in Indiana
- Niles-Benton MI MSA #35660, consisting of Berrien County in Michigan
- South Bend-Mishawaka IN-MI MSA #43780, consisting of St. Joseph County in Indiana and Cass County in Michigan

The assessment area is comprised of 14 low-, 41 moderate-, 72 middle-, and 43 upper-income tracts. There is also one tract with no income designation that does not report income information.

As of June 30, 2016, Fifth Third ranked fourth out of 24 institutions with 9.1% of the deposit market share. 1st Source Bank had the majority of the market share with 27.1% of deposits, followed by JP Morgan Chase and Lake City Bank with 13.3% and 9.7% of the market share, respectively. Deposits in this assessment area accounted for 0.8% of Fifth Third's total deposits, which was the 24th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 777 HMDA loans and 416 CRA loans, which represented 0.7% and 1.1% of the total loans originated during the evaluation period, respectively. This was the 28th largest HMDA market and 20th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 21st among 392 HMDA reporters in the assessment area, Fifth Third Mortgage Company-Michigan ranked 28th, and Fifth Third ranked 50th. Wells Fargo Bank, Ruoff Mortgage Company, Horizon Bank, and 1st Source Bank were the top four HMDA lenders in the assessment area. Fifth Third ranked 16th of 81 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, 1st Source Bank, Capital One, and U.S. Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Three community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an affordable housing organization, stated there is currently a construction project underway that will provide housing to low-income elderly individuals, funding for which primarily comes from Housing and Urban Development (HUD). The contact indicated there is a need for financial institutions to offer low-income individuals and families fee-free banking products and products that encourage a minimum balance be maintained. There is also a need for more programs to help low-income individuals obtain (first-time) mortgages. The contact stated this organization partners with financial institutions to conduct financial literacy workshops for low- and moderate-income individuals and transportation is provided. The contact specifically mentioned Fifth Third as being active in the community.

The second contact, representing a community development organization, stated the economy is improving due to increased manufacturing. The contact believed area banks have an opportunity to develop more deposit products targeted toward the unbanked (i.e., fee-free banking). The contact specifically mentioned 1st Source Bank and Centier Bank as being active in the community.

The final contact, representing a community development organization, stated that Berrien County has sufficient access to banking facilities and businesses generally have good relationships with area banks. The contact believed there is an ongoing need for small business owners and entrepreneurs to increase their financial and business planning expertise. The contact noted that financial institutions are well-represented on the organization's board and that Fifth Third, 1st Source Bank, and United Federal Credit Union are particularly involved and supportive of the organization's mission.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 673,596. About 25.0% of the population lived in low- and moderate-income tracts. In addition, 74.6% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the South Bend-Mishawaka MSA is the 155th largest in terms of population in the nation, while the Elkhart-Goshen MSA is the 217th and the Niles-Benton Harbor MSA is the 264th largest.[82] St. Joseph is the largest county in the assessment area and the fifth-most populous county in Indiana.[83] South Bend (located in St. Joseph County) is the largest city in assessment area and is the 296th most populous city in the U.S. South Bend has 320,098 residents, its population growth decreasing by 6.3% between 2000 and 2015. In contrast, the next largest cities in the assessment area are Elkhart, MI and Mishawaka, IN, which have 52,348 and 48,261 respectively; Niles Township, MI only has 13,895 residents.[84]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase or decrease.[85] The population within the assessment area experienced positive growth between 2010 and 2015, with Elkhart County experiencing the greatest growth and Berrien County experiencing the least growth in population during this time period. Moody's Analytics noted positive population growth and net migration trends for Elkhart, IN could indicate an increased demand in prospective homebuyers. Conversely, negative net migration trends in South Bend, IN and Niles, MI could indicate a decreased demand in prospective homebuyers in those metropolitan areas.

[82] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[83] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[84] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[85] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Elkhart, IN	197,559	203,474	3.0%
St. Joseph, IN	266,931	268,441	0.6%
Berrien, MI	156,813	154,636	-1.4%
Cass, MI	52,293	51,657	-1.2%
Total	**673,596**	**678,208**	**0.7%**

Income Characteristics

In 2010, the assessment area median family income was less ($55,071) than Indiana and Michigan at $58,944 and $60,341, respectively. Between 2014 and 2016, the median family income generally decreased in the Elkhart and South Bend MSAs and increased in the Niles MSA. Moody's Analytics noted exceptionally low household incomes as an economic weakness in the Elkhart MSA; however, Moody's also noted affordable cost of living and doing business as an economic strength in the Elkhart MSA and Niles MSA.

Borrower Income Levels
Elkhart-Goshen, IN MSA

FFIEC Estimated Median Family Income		Low	Moderate	Middle	Upper
		0 - 49.99%	50% - 79.99%	80% - 119.99%	120% - & above
2014	**$56,800**	0 - $28,399	$28,400 - $45,439	$45,440 - $68,159	$68,160 - & above
2015	**$53,300**	0 - $26,649	$26,650 - $42,639	$42,640 - $63,959	$63,960 - & above
2016	**$52,300**	0 - $26,149	$26,150 - $41,839	$41,840 - $62,759	$62,760 - & above

Borrower Income Levels
Niles-Benton Harbor, MI MSA

FFIEC Estimated Median Family Income		Low	Moderate	Middle	Upper
		0 - 49.99%	50% - 79.99%	80% - 119.99%	120% - & above
2014	**$54,900**	0 - $27,449	$27,450 - $43,919	$43,920 - $65,879	$65,880 - & above
2015	**$56,300**	0 - $28,149	$28,150 - $45,039	$45,040 - $67,559	$67,560 - & above
2016	**$59,100**	0 - $29,549	$29,550 - $47,279	$47,280 - $70,919	$70,920 - & above

Borrower Income Levels
South Bend-Mishawaka, IN-MI MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$55,400**	0	-	$27,699	$27,700	-	$44,319	$44,320	-	$66,479	$66,480	-	& above
2015	**$57,300**	0	-	$28,649	$28,650	-	$45,839	$45,840	-	$68,759	$68,760	-	& above
2016	**$52,900**	0	-	$26,449	$26,450	-	$42,319	$42,320	-	$63,479	$63,480	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[86] Elkhart County had the lowest poverty rates and Berrien County had the highest poverty rates in 1999 and 2015. In 2015, only Elkhart County and Cass County had poverty rates below those of Indiana and Michigan. Elkhart County experienced the largest increase in poverty rates during this period. In 2015, Indiana's and Michigan's poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[87] The following table shows the poverty rates for 1999[88] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Elkhart	7.8%	14.0%	79.5%
St. Joseph	10.4%	16.7%	60.6%
Indiana	**9.5%**	**14.4%**	**51.6%**
Berrien	12.7%	17.1%	34.6%
Cass	9.9%	14.8%	49.5%
Michigan	**10.5%**	**15.7%**	**49.5%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 294,119 housing units and 171,632 families in the assessment area. From an income perspective, 26.9% of housing units, 19.0% of owner-occupied units, and 23.0% of families are located in low- or moderate-income tracts. Nearly three quarters of the housing units in the low-income census tracts are either rental or vacant (72.9%) and 27.1% are owner-occupied. In the moderate-income census tracts, over half of the housing units are either rental or vacant (52.1%) and 47.9% are owner-occupied.

[86] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[87] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[88] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 44 years old, with 28.1% of the stock built before 1950. The oldest housing stock was in Berrien and St. Joseph counties with a median age of 48 and 47 years, respectively. The newest housing stock was 35 years in Elkhart County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 57 years in moderate-income tracts. Therefore, there appears to be ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $125,451 with an affordability ratio of 35.75. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values decreased between 2010 and 2011-2015, along with median family incomes. As a result, housing generally became more affordable across the assessment area. During the evaluation period, the most affordable housing was in St. Joseph County and the least affordable was in Berrien County. Median gross rents increased across the assessment area, with renters in Berrien County experiencing the largest increase in rental rates and renters in Elkhart County experiencing the smallest increase in gross rental rates. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area, Indiana, and Michigan. According to Moody's Analytics, overall housing prices are sluggish in this assessment area and below-average job and income gains and rising interest rates may hold back prospective homebuyers in 2017. However, in the Elkhart metropolitan area, Moody's Analytics indicated that gross median rents (as a share of median household income) are below average, so potential homebuyers may be better able to save for a down payment for a home.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Elkhart	$128,000	36.92	$124,000	38.64	$695	$719	3.5%
St. Joseph	$116,300	38.39	$114,800	39.61	$683	$719	5.3%
Indiana	**$123,000**	**38.78**	**$124,200**	**39.66**	**$683**	**$747**	**9.4%**
Berrien	$135,600	31.43	$132,600	33.93	$592	$674	13.9%
Cass	$133,700	33.79	$122,800	37.92	$634	$698	10.1%
Michigan	**$144,200**	**33.59**	**$122,400**	**40.50**	**$723**	**$783**	**8.3%**

According to Bankrate.com,[89] Indiana ranked 15th and Michigan ranked 26th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[90]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Elkhart	1:4,073
St. Joseph	1:1,982
Indiana	**1:1,590**
Berrien	1:1,637
Cass	1:1,492
Michigan	**1:2,036**
U.S.	**1:1,533**

In November 2016, Cass County had the highest rate of foreclosure and Elkhart County had the lowest rate of foreclosure in the assessment area.

Building permits for these MSAs, Indiana, Michigan, and the nation are included in the following table for 2014, 2015, and 2016.[91]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Elkhart-Goshen MSA	270	309	14.4%	287	-7.1%
Niles-Benton Harbor MSA	184	208	13.0%	15	-92.8%
South Bend-Mishawaka MSA	512	524	2.3%	293	-44.1%
Indiana	**17,813**	**18,483**	**3.8%**	**18,317**	**-0.9%**
Michigan	**15,836**	**18,226**	**15.1%**	**22,426**	**23.0%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The assessment area experienced increases in the number of housing permits issued between 2014 and 2015 and significant decreases between 2015 and 2016. The decrease in the number of permits could indicate there is a declining demand for home purchase loans within the assessment area during the evaluation period.

[89] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[90] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[91] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

According to Moody's Analytics, the demand for new residential construction in the South Bend and Niles MSAs will remain sluggish throughout 2017; however, Moody's predicted an increase in new residential construction in the Elkhart area primarily based on eventual increases in housing values and below-average gross median rental rates that allow potential homebuyers to save for a down payment.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Niles and South Bend area economies are in recovery, primarily due to the expansion of the Whirlpool research center and stable job base at the University of Notre Dame, respectively. Meanwhile, Elkhart's economy is at risk, primarily due to an over-reliance on vehicle production and steep cutbacks in manufacturing; however, there are favorable prospects for the recreational vehicle industry and an increased demand in residential construction due to an above-average population growth.

According to *Crain's Detroit,*[92] the Niles-Benton Harbor MSA is home to one Fortune 500 company in 2016 (up 14 places from last year). Also, according to the *South Bend Tribune,*[93] two Elkhart-based recreational vehicle companies have been named to Fortune magazine's 2016 list of the country's 100 fastest-growing companies, Patrick Industries and Drew Industries. Both companies are suppliers of parts for the recreational vehicle and manufactured housing industries. Patrick ranked 41st and Drew ranked 79th on the list.

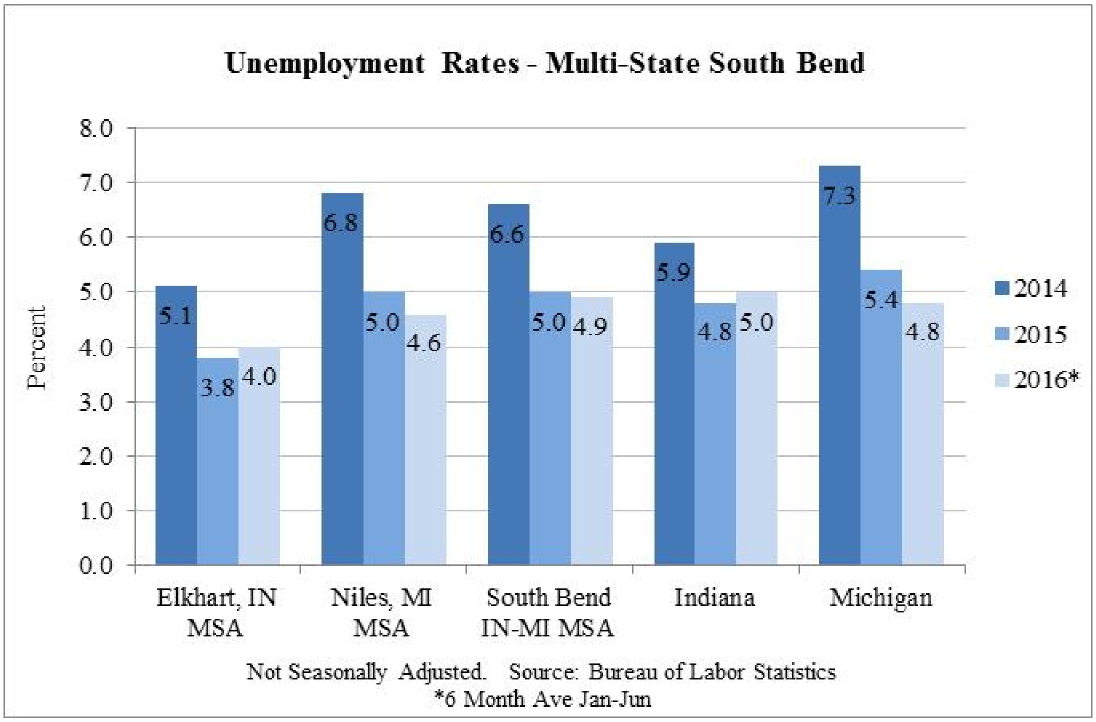
Niles-Benton Harbor Fortune 500 Companies (2016)		
Rank	**Company**	**Annual Revenue**
134	Whirlpool Corporation	$14.5 billion

According to Moody's Analytics the top 15 employers in the CSA in 2015/2016 were:

Company[94]	Number of Employees
Forest River Industries, Inc. (E-G)	10,245
Thor Industries Inc. (E-G)	9,000
University of Notre Dame (SB)	8,466
Drew Industries Inc. (E-G)	4,927
Lakeland Regional Health Systems (N-BH)	3,600
Beacon Health System (SB)	3,400
Whirlpool Corporation (N-BH)	3,362
St. Joseph's Regional Medical Center (SB)	3,000
Four Winds Casino (N-BH)	1,800
Indiana University Health Goshen (E-G)	1,634
Martin's Super Markets (SB)	1,555
Patrick Industries (E-G)	1,433
Indiana University (SB)	1,266
Indiana Michigan Power (N-BH)	1,200
1st Source Bank (SB)	1,160

[92] Crain's Detroit: http://www.crainsdetroit.com/article/20160606/NEWS/160609759/southeast-michigan-representation-on-fortune-500-shrinks
[93] South Bend Tribune: http://www.southbendtribune.com/news/business/elkhart-rv-companies-make-fortune-s-growth-list/article_868cb02f-3589-5db5-8e88-eb425e47450a.html
[94] (E-G) Elkhart-Goshen MSA, (N-BH) Niles-Benton Harbor MSA, (SB) South Bend-Mishawaka MSA

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the three MSAs, Indiana, and Michigan.



The unemployment rates declined each year in the assessment area, except for a slight increase in 2016 in the Elkhart MSA. Assessment area unemployment rates were considerably below Michigan's during this time period. The Elkhart MSA had unemployment rates significantly below the other MSAs all three years.

According to the *South Bend Tribune*, CTS Corp. announced that it will phase out production at its Elkhart plant and turn the location into a research and development center. The transition will begin during the first quarter of 2017 and is expected to continue into the second quarter of 2018. The changes will affect about 230 workers, as production in Elkhart is moved to existing CTS locations in China, Mexico, and Taiwan. CTS designs and manufactures electronic components for the aerospace, defense, industrial, information technology, medical, and transportation markets.[95]

[95] Staff Report. "CTS to end production at Elkhart plant and cut 230 jobs." *South Bend Tribune*. June 4, 2016. - http://www.southbendtribune.com/news/business/cts-to-end-production-at-elkhart-plant-and-cut-jobs/article_5a4e0148-29cf-11e6-9b0b-d79ef1c03b58.html

Combined Demographics Report

Assessment Area: Multi South Bend

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	14	8.2	5,267	3.1	2,449	46.5	34,319	20
Moderate-income	41	24	34,112	19.9	6,779	19.9	31,955	18.6
Middle-income	72	42.1	79,980	46.6	7,357	9.2	36,372	21.2
Upper-income	43	25.1	52,273	30.5	1,927	3.7	68,986	40.2
Unknown-income	1	0.6	0	0	0	0	0	0
Total Assessment Area	**171**	**100.0**	**171,632**	**100.0**	**18,512**	**10.8**	**171,632**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	12,782	3,468	1.9	27.1	5,938	46.5	3,376	26.4
Moderate-income	66,278	31,732	17.1	47.9	23,804	35.9	10,742	16.2
Middle-income	137,715	88,719	47.9	64.4	28,801	20.9	20,195	14.7
Upper-income	77,344	61,164	33	79.1	9,762	12.6	6,418	8.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**294,119**	**185,083**	**100.0**	**62.9**	**68,305**	**23.2**	**40,731**	**13.8**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	1,561	5.4	1,366	5.2	179	6.8	16	8.6
Moderate-income	5,307	18.2	4,722	17.9	559	21.2	26	14.1
Middle-income	13,113	45	11,799	44.8	1,224	46.5	90	48.6
Upper-income	9,155	31.4	8,431	32	671	25.5	53	28.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**29,136**	**100.0**	**26,318**	**100.0**	**2,633**	**100.0**	**185**	**100.0**
	Percentage of Total Businesses:			**90.3**		**9.0**		**.6**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	4	0.3	4	0.3	0	0	0	0
Moderate-income	70	5.6	69	5.7	1	3.6	0	0
Middle-income	713	57.5	694	57.2	19	67.9	0	0
Upper-income	454	36.6	446	36.8	8	28.6	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,241**	**100.0**	**1,213**	**100.0**	**28**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.7**		**2.3**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE SOUTH BEND-ELKHART-MISHAWAKA IN-MI CSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "High Satisfactory." Fifth Third has demonstrated good responsiveness to the credit needs of the community. In addition, Fifth Third originated 16 community development loans totaling $104.3 million. Fifth Third has a good geographic distribution of loans in the area with moderate lending gaps. Fifth Third has a good distribution among borrowers of different income levels and an adequate distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. A good level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of refinance lending based on the overall volume of lending, followed by small business, home purchase, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects good responsiveness to the credit needs within the assessment area. Fifth Third originated 428 refinance, 287 home purchase, 62 home improvement, 416 small business, and 16 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 0.8% equals the percentage of total deposits at 0.8% in this area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		**Mod**		**Middle**		**Upper**	
	#	**%**	**#**	**%**	**#**	**%**	**#**	**%**
Other Real Estate Secured Modifications	1	1.8%	14	25.5%	28	50.9%	12	21.8%
Percentage of Owner Occupied Units		***1.9%***		***17.1%***		***47.9%***		***33.0%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	12	21.8%	21	38.2%	13	23.6%	8	14.5%
Percentage of Families by Family Income		***20.0%***		***18.6%***		***21.2%***		***40.2%***

There were not enough HAMP modifications for a meaningful analysis. The percentage of other modifications in low- and moderate-income tracts were comparable to or exceeded the percentage of owner-occupied units in these geographies; therefore, modifications helped to expand lending activities in these areas.

The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area; therefore, the modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies for refinance, home purchase, and small business lending is good. Home improvement lending is adequate. There is also an overall moderate level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	14	8	42.9%
Moderate	41	13	68.3%
Middle	72	7	90.3%
Upper	43	4	90.7%
Unknown	1	1	0.0%
Total	**171**	**33**	**80.7%**

Overall, lending gaps are considered reasonable; however, there is a significant level of gaps in low- and moderate-income tracts. The relatively low owner-occupancy rates and high rental and vacancy rates in the low- and moderate-income tracts without lending are most likely contributing factors for not making loans in these areas.

Refinance Loans

Fifth Third made four refinance loans totaling $188,000 in low-income tracts. This represents 0.9% of refinance loans by volume, which is below the owner-occupied units in these tracts at 1.9%. The percentage of loans by dollar amount at 0.4% is also below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 0.6% and exceeded the 2015 aggregate at 0.5%.

As Fifth Third's performance exceeded the aggregate of all lenders and the relatively low owner-occupancy rate of 27.1%, geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 60 refinance loans totaling $14.8 million in moderate-income tracts. This represents 14.0% of refinance loans by volume, which is below the owner-occupied units in these tracts at 17.1%. The percentage of loans by dollar amount at 9.4% is also below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 13.6% and was comparable to the 2015 aggregate at 11.5%. As Fifth Third's performance was slightly below proxy and comparable to the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 237 refinance loans totaling $28.9 million in middle-income tracts. This represents 55.4% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 47.9%. The percentage of refinance loans by dollar amount (56.6%) also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate at 47.7% and exceeded the 2015 aggregate at 47.7%.

Fifth Third made 127 refinance loans totaling $17.1 million in upper-income tracts. This represents 29.7% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 33.0%. Also, the percentage of refinance loans by dollar amount (33.6%) is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate at 38.2% and was below the 2015 aggregate at 40.5%.

Overall, the geographic distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made two home purchase loans totaling $244,000 in low-income tracts. This represents 0.7% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 1.9%, and 0.6% by dollar amount, which is also less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate at 0.7% and was below the 2015 aggregate at 0.6%. As Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the geographic distribution is good.

Fifth Third made 52 home purchase loans totaling $5.0 million in moderate-income tracts. This represents 18.1% of its home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 17.1%, and 12.1% by dollar amount, which was below the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate at 13.7% and exceeded the 2015 aggregate at 13.6%. As Fifth Third's performance significantly exceeded the aggregate of all lenders and exceeded proxy, the geographic distribution is excellent.

Fifth Third made 123 home purchase loans totaling $15.7 million in middle-income tracts. This represents 42.9% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 47.9%, and 38.0% by dollar amount, which is also below proxy in these geographies. The percentage of loans by volume was below the 2014 aggregate of 46.1% and was below the 2015 aggregate of 46.2%.

Fifth Third made 110 home purchase loans totaling $20.3 million in upper-income tracts. This represents 38.3% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 33.0%, and 49.3% by dollar amount, which also exceeds proxy in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 39.4% and was below the 2015 aggregate of 39.6%.

Overall, the geographic distribution of home purchase loans is good.

Home Improvement Loans

Fifth Third did not originate any home improvement loans in low-income tracts. The percentage of owner-occupied units in these tracts is 1.9%. The 2014 aggregate was 1.3% and the 2015 aggregate was aggregate was 1.4%. Because the aggregate was able to originate a percentage of home improvement loans comparable to proxy, the geographic distribution is considered poor.

Fifth Third made eight home improvement loans totaling $394,000 in moderate-income tracts. This represents 12.9% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 17.1%, and 10.8% by dollar amount, which is also below proxy in these geographies. The percentage of loans by volume was below the 2014 aggregate of 13.2% and exceeded the 2015 aggregate of 15.9%. Given that Fifth Third's performance fell below proxy, but exceeded the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is good.

Fifth Third made 40 home improvement loans totaling $2.1 million in middle-income tracts. This represents 64.5% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 47.9%, and 56.4% by dollar amount, exceeding proxy in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 45.1% and exceeded the 2015 aggregate of 45.5%.

Fifth Third made 14 home improvement loans totaling $1.2 million in upper-income tracts. This represents 22.6% of home improvements loans by volume, which is less than the percentage of owner-occupied units in these tracts at 33.0%, and 32.9% by dollar amount, which is below proxy in these geographies. The percentage of loans by volume was substantially below the 2014 aggregate of 40.4% and was below the 2015 aggregate of 37.2%.

Overall, the geographic distribution of home improvement loans is adequate.

Small Business Loans

Fifth Third made 27 small business loans totaling $7.7 million in low-income tracts. This represents 6.5% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 5.2%, and 12.0% by dollar amount, which exceeds the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 5.2% and was comparable to 2015 aggregate of 5.1%. Given that Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 64 small business loans totaling $10.9 million in moderate-income tracts. This represents 15.4% of small business loans by volume, which is slightly below the percentage of businesses in these tracts at 17.9%. This also represents 17.0% of small business loans by dollar amount, which is comparable to the percentage of businesses in these tracts. The percentage of loans by volume was below the 2014 aggregate of 16.7% and was comparable to the 2015 aggregate of 18.0%. Given that Fifth Third's performance was slightly below proxy and comparable to the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 213 small business loans totaling $27.3 million in middle-income tracts. This represents 51.2% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 44.8%, and 42.8% by dollar amount, which also exceeds the percentage of businesses in these tracts. The percentage of loans by volume exceeded the 2014 aggregate of 44.8% and the 2015 aggregate of 43.5%.

Fifth Third made 112 small business loans totaling $17.9 million in upper-income tracts. This represents 26.9% of small business loans by volume, which is less than the percentage of businesses in these tracts at 32.0%, and 28.1% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume was below the 2014 aggregate of 32.1% and below the 2015 aggregate of 31.6%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is good based on borrower income and adequate for businesses of different revenue sizes. Borrower distribution is excellent for home purchase loans and good for refinance and home improvement loans.

Refinance Loans

Fifth Third made 50 loans totaling $3.3 million to low-income borrowers. This represents 11.7% of refinance loans by volume, which is significantly below the percentage of low-income families at 20.0%. The percentage of loans by dollar amount in these geographies at 6.5% is also significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.4% and exceeded the 2015 aggregate of 5.8%.

Given that Fifth Third's performance exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 86 loans totaling $7.7 million to moderate-income borrowers. This represents 20.1% of refinance loans by volume, which exceeds the percentage of moderate-income families at 18.6% and 15.1% by dollar volume, below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.9% and in 2015 exceeded the 2015 aggregate of 15.1%. As Fifth Third's performance in refinance lending to moderate-income borrowers exceeded the aggregate and proxy, borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 109 loans totaling $10.2 million to middle-income borrowers. This represents 25.5% of refinance loans by volume, which exceeds the percentage of middle-income families at 21.2%, and 19.9% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.7% and in 2015 was comparable to the 2015 aggregate of 20.5%.

Fifth Third made 171 loans totaling $28.8 million to upper-income borrowers. This represents 40.0% of refinance loans by volume, which is comparable to the percentage of upper-income families at 40.2%, while the percentage of loans by dollar amount at 56.4% exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 37.4% and in 2015 exceeded the 2015 aggregate of 39.8%.

Overall, the borrower distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made 39 loans totaling $2.5 million to low-income borrowers. This represents 13.6% of home purchase loans by volume, which is below the percentage of low-income families at 20.0%, and 6.1% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 7.8% and significantly exceeded the 2015 aggregate of 7.4%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 62 loans totaling $5.5million to moderate-income borrowers. This represents 21.6% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 18.6%, and 13.3% of loans by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 22.3% and the 2015 aggregate of 21.7%. Given that Fifth Third's performance exceeded proxy and was comparable to the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 61 loans totaling $7.7 million to middle-income borrowers. This represents 21.3% of home purchase loans by volume, which is comparable to the percentage of middle-income families at 21.2%, and 18.7% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 21.1% and was comparable the 2015 aggregate of 22.8%.

Fifth Third made 110 loans totaling $22.3 million to upper-income borrowers. This represents 38.3% of home purchase loans by volume, which is slightly below the percentage of upper-income families at 40.2%, and 54.3% of loans by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 32.9% and the 2015 aggregate of 33.6%.

With Fifth Third's excellent performance in home purchase lending to low- and moderate-income borrowers, its overall borrower distribution is considered excellent.

Home Improvement Loans

Fifth Third made four loans totaling $169,000 to low-income borrowers. This represents 6.5% of home improvement loans by volume, which is significantly below the percentage of low-income families at 20.0%, and 4.6% by dollar amount, which is also significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 8.7% and was below the 2015 aggregate of 10.8%. Given that Fifth Third's performance was significantly below the proxy and below the aggregate of all lenders, the borrower distribution of home improvement loans to low-income borrowers is adequate.

Fifth Third made 20 loans totaling $957,000 to moderate-income borrowers. This represents 32.3% of its home improvement loans by volume, which substantially exceeded the percentage of moderate-income families at 18.6%, and 26.2% by dollar amount, which also exceeded proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 18.5% and exceeded the 2015 aggregate of 20.0%. Given that Fifth Third's performance exceeded the proxy and the aggregate of all lenders, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 13 loans totaling $682,000 to middle-income borrowers. This represents 21.0% of home improvement loans by volume, which is comparable to the percentage of middle-income families at 21.2%, and 18.7% by dollar amount, which is slightly below proxy. The percentage of loans by volume was slightly below the 2014 aggregate of 24.1% and exceeded the 2015 aggregate of 22.7%.

Fifth Third made 23 loans totaling $1.8 million to upper-income borrowers. This represents 37.1% of home improvement loans by volume, which was below the percentage of upper-income families at 40.2%, and 48.4% by dollar amount, which is above proxy. The percentage of loans by volume was below the 2014 aggregate of 40.8% and was below the 2015 aggregate of 40.4%.

The overall borrower distribution of home improvement loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is adequate, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 45.9% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance was comparable to the 2014 aggregate of 42.1% and exceeded the 2015 aggregate of 45.1%, but was significantly below the percentage of small businesses in the assessment area at 90.3%. Also, Fifth Third made an acceptable percentage of small-dollar loans (68.5%) up to $100,000, amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated 16 community development loans totaling $104.3 million during the evaluation period as shown in the table below:

Economic Development		Revitalization and Stabilization		Community Services	
#	*$*	*#*	*$*	*#*	*$*
11	54,750,000	3	47,000,000	2	2,500,000

Community development lending in the assessment area represented 1.7% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 17th highest percentage of community development lending during the evaluation period. Fifth Third has 9.1% of the deposit market share and has to compete for community development loans with a number of large national banks in the area. As such, Fifth Third is considered to have a relatively high level of community development lending in this assessment area.

Examples of community development lending include, but are not limited to:

- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies.

- Working capital loans that support eligible activities in designated redevelopment areas.

- Renewal of a working capital line of credit that supports a college that serves low- and moderate-income students.

Flexible Lending Programs

Fifth Third had 249 flexible lending loans in this assessment area: 110 government loans, 15 down payment assistance loans, and 124 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	0.0%	0.0%	1.9%	24.5%	18.1%	17.1%	48.2%	48.4%	47.9%	27.3%	33.5%	33.0%
Down Payment Assistance Programs	13.3%	6.1%	1.9%	40.0%	32.2%	17.1%	40.0%	49.6%	47.9%	6.7%	12.0%	33.0%
Other Flexible Lending Programs	1.6%	1.0%	1.9%	15.3%	10.0%	17.1%	54.0%	54.5%	47.9%	29.0%	34.5%	33.0%
Total	**1.6%**	**0.7%**	**1.9%**	**20.9%**	**14.6%**	**17.1%**	**50.6%**	**51.6%**	**47.9%**	**26.9%**	**33.1%**	**33.0%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	20.9%	12.9%	20.0%	29.1%	26.4%	18.6%	29.1%	31.3%	21.2%	20.9%	29.4%	40.2%
Down Payment Assistance Programs	60.0%	57.0%	20.0%	13.3%	16.2%	18.6%	6.7%	12.2%	21.2%	20.0%	14.7%	40.2%
Other Flexible Lending Programs	12.9%	10.6%	20.0%	29.0%	30.5%	18.6%	27.4%	23.5%	21.2%	28.2%	33.5%	40.2%
Total	**19.3%**	**13.6%**	**20.0%**	**28.1%**	**28.0%**	**18.6%**	**26.9%**	**26.6%**	**21.2%**	**24.5%**	**30.9%**	**40.2%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts, by number was comparable to the percentage of owner-occupied units, while the percentage of loans by dollar amount was below proxy. Overall, Fifth Third's lending in moderate-income tracts by number exceeded the percentage of owner-occupied units, while the percentage of loans by dollar amount was below proxy. In particular, the percentage of loans made through down payment assistance programs in low- and moderate-income tracts significantly exceeded proxy.

Fifth Third's lending to low-income borrowers by volume was comparable to the percentage of low-income families, while the percentage of lending by dollar amount was below proxy. In particular, the percentage of loans made through down payment assistance programs to low-income borrowers significantly exceeded proxy. Overall, the percentage of loans by volume and dollar amount to moderate-income borrowers significantly exceeded the percentage of moderate-income families.

Therefore, Fifth Third made extensive use of flexible lending practices in serving assessment area credit needs, since lending through flexible loan programs to moderate-income borrowers is excellent and lending to low-income borrowers and in moderate-income tracts is good. Lending in low-income tracts is adequate.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Outstanding."

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 119 investments totaling $30.8 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	*$*	*#*	*$*	*#*	*$*	*#*	*$*
60	17,424,877	22	77,390	1	7,500	23	64,405

Also included in the total number of qualified investments are 13 prior period investments totaling $13.3 million. Overall, Fifth Third made 1.9% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 0.8% and greater than the percentage of branch offices at 1.3%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area and programs to help low-income individuals obtain mortgages, which were needs expressed by a community contact. Included in total investments are 49 donations totaling $153,795 that supported chambers of commerce, small businesses, education, economic development, and affordable housing. The majority of Fifth Third's donations supported economic development and services to low- and moderate-income individuals.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "High Satisfactory." Retail services are readily accessible and Fifth Third provides a relatively high level of community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. No banking centers opened or closed since the previous evaluation period. Delivery services are readily accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 17 banking centers within this assessment area, including two in low-, six in moderate-, five in middle-, and four in upper-income census tracts. Fifth Third banking centers in this assessment area represent 1.3% of all its banking centers.

Fifth Third has a total of 18 full-service ATMs within this assessment area, including three in low-, six in moderate-, five in middle-, and four in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: Multi South Bend

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	2	11.8%	0	0	Total	3	13.0%	3	16.7%	0	0.0%	14	8.2%	3.7%	5.5%
Moderate	6	35.3%	0	0	Total	8	34.8%	6	33.3%	2	40.0%	41	24.0%	21.9%	18.2%
Middle	5	29.4%	0	0	Total	7	30.4%	5	27.8%	2	40.0%	72	42.1%	46.4%	44.7%
Upper	4	23.5%	0	0	Total	5	21.7%	4	22.2%	1	20.0%	43	25.1%	28.0%	31.6%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	1	0.6%	0.0%	0.0%
Total	17	100.0%	0	0	Total	23	100.0%	18	100.0%	5	100.0%	171	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered excellent, because the distribution of branches substantially exceeded the percentage of census tracts and households in these tracts. The branch distribution within moderate-income tracts is also considered to be excellent.

Community Development Services

Fifth Third provides a relatively high level of community development services in this assessment area. During the evaluation period, Fifth Third employees provided 1,774 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 1.5% of all community development services provided and equates to 0.85 annualized persons (ANP).

Affordable Housing	Economic Development	Community Services
# of Hours	***# of Hours***	***# of Hours***
129	858	787

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development. Community development services include 953 hours serving on boards and committees, 495 hours providing technical assistance to non-profits and local business, 318 hours of providing financial literacy through local nonprofits and school programs, and eight hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy and technical assistance to small businesses. The community contacts mentioned the need for financial literacy training and assistance to first-time homebuyers and the need to provide technical assistance and financial literacy training to small business owners.

STATE OF FLORIDA

CRA RATING for State of Florida: Outstanding
The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A leader in making community development loans;
- Use of flexible lending practices in serving the assessment area’s credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

Full-scope reviews were conducted for two assessment areas in Florida: the Orlando-Deltona-Daytona Beach CSA and the Tampa-St. Petersburg-Clearwater MSA. Limited-scope reviews were performed on the remaining six assessment areas: the Cape Coral-Fort Myers MSA, Jacksonville MSA, Lakeland MSA, Miami-Fort Lauderdale-West Palm Beach MSA, Naples-Immokalee-Marco Island MSA, and the North Port-Sarasota CSA. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the “Institution” section of this report.

The Orlando-Deltona-Daytona Beach and the Tampa-St. Petersburg assessment areas received greater weight in determining the CRA rating for the state. These areas had the largest lending volumes and number of banking centers and ranked third and first, respectively, in this state's share of deposits during the evaluation period. Lastly, these areas represented 52.5% of the banking centers, 44.6% of deposits, and 50.8% of lending in Florida.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF FLORIDA

Lending activity accounted for 8.8% of the Fifth Third's total lending activity, while deposits accounted for 9.8% of the Fifth Third's total deposits. HMDA-reportable lending in Florida represented 7.8% of the Fifth Third's total HMDA lending, while CRA-reportable lending represented 11.5% of the Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked 12th among 241 insured institutions and has a deposit market share of 1.9% and 158 banking center locations within Florida.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF FLORIDA

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Florida is rated "Outstanding." Fifth Third's lending reflects an excellent responsiveness to the credit needs in the following two of its eight assessment areas: Orlando-Deltona-Daytona Beach and Tampa-St. Petersburg-Clearwater. Lending reflects a good responsiveness to credit needs in the Cape Coral-Fort Myers and the North Port-Sarasota assessment areas and an adequate responsiveness in the remaining four assessment areas: Jacksonville, Lakeland, Miami-Fort Lauderdale-West Palm Beach, and Naples-Immokalee-Marco Island.

Lending Activity

In Florida, Fifth Third originated 8,185 HMDA loans totaling $1.8 billion and 4,503 small business loans totaling $459.8 million during the evaluation period.

Lending activity in Florida is excellent. The Orlando-Deltona-Daytona Beach and Tampa-St. Petersburg-Clearwater assessment areas have excellent lending activity. Lending activity is good in the Cape Coral-Fort Myers and the North Port-Sarasota assessment areas and adequate in the remaining four assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is excellent in the assessment areas located in Florida. The geographic distribution is excellent in the Orlando-Deltona-Dayton Beach and the Tampa-St. Petersburg-Clearwater assessment areas. In the Cape Coral-Fort Myers and the Naples-Immokalee-Marco Island assessment areas, the geographic distribution is good and adequate in the remaining four assessment areas.

A low level of lending gaps was identified in five of eight assessment areas. There was a moderate level of lending gaps in the Jacksonville and Lakeland assessment areas and a high level of lending gaps in the Miami-Fort Lauderdale-West Palm Beach assessment area.

The distribution of loans among borrowers of different income levels is excellent and good to businesses of different revenue sizes in the assessment areas located in Florida. The borrower distribution is excellent in the Orlando-Deltona-Dayton Beach and the Tampa-St. Petersburg-Clearwater assessment areas and adequate in the Miami-Fort Lauderdale-West Palm Beach assessment area. Borrower distribution is good in the remaining five assessment areas. The distribution to businesses of different revenue sizes is adequate in the Jacksonville and Miami-Fort Lauderdale-West Palm Beach assessment areas and good in the remaining six assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Florida, Fifth Third originated 96 community development loans totaling $516.1 million, which represented 8.6% of the Fifth Third's community development lending by dollar volume. This is an outstanding level of community development lending in Florida. Fifth Third was a leader in providing community development loans in the Orlando-Deltona-Daytona Beach, Tampa-St. Petersburg-Clearwater, and Miami-Fort Lauderdale-West Palm Beach assessment areas. Fifth Third made a relatively high level of community development loans in the North Port-Sarasota assessment areas and an adequate level of community development loans in the remaining four assessment areas.

Flexible Lending

Overall, Fifth Third consistently makes use of flexible lending practices within assessment areas located in Florida.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Florida is rated "Outstanding." Fifth Third funded $120.0 million in qualified community development investments in Florida during the current evaluation period and $76.5 million from prior periods. Fifth Third's level of qualified investments is excellent in the Orlando-Deltona-Dayton Beach, Tampa-St. Petersburg-Clearwater, Jacksonville, Lakeland, and Miami-Fort Lauderdale-West Palm Beach assessment areas. Fifth Third has a good level of qualified community development investments in the North Port-Sarasota assessment area and adequate levels in the remaining two assessment areas.

Fifth Third was considered responsive to the credit and community development needs in the state; therefore, investments without a purpose, mandate, or function of serving Fifth Third's assessment areas in Florida was considered to positively impact state performance. Fifth Third made $9.1 million in qualified investments, typically in the form of LIHTCs that benefited counties within the state but outside Fifth Third's delineated assessment areas within Florida.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in Florida is rated "High Satisfactory." The Fifth Third's performance is excellent in the Tampa-St. Petersburg-Clearwater assessment area, adequate in Naples-Immokalee-Marco Island assessment area, and good in the remaining six assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in the institution's assessment areas. Retail service distribution is good in six assessment areas and adequate in the Orlando-Deltona-Daytona Beach and Naples-Immokalee-Marco Island assessment areas.

Fifth Third has 158 banking centers in Florida, which represents 12.2% of Fifth Third's total branches. Its record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. One branch opened in a moderate-income tract during the evaluation period in the Jacksonville assessment area, whereas three branches closed in moderate-income tracts during the evaluation period: one in the Jacksonville assessment area and two in the Orlando-Deltona-Daytona Beach assessment area.

Banking services and business hours do not vary in a way that inconveniences any portions of the Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third is a leader in providing community development services in Florida. Fifth Third's performance is excellent in the Tampa-St. Petersburg-Clearwater, Jacksonville, Lakeland, and Miami-Fort Lauderdale-West Palm Beach assessment areas. The level of community development services is good in the remaining four assessment areas.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE ORLANDO-DELTONA-DAYTONA BEACH FL CSA # 422

The Orlando-Deltona-Daytona Beach FL CSA consists of the following two MSAs: the Deltona-Daytona Beach-Ormond Beach MSA #19660, consisting of Volusia County, but excluding Flagler County, and the Orlando-Kissimmee-Sanford MSA #36740, consisting of Lake, Orange, Osceola, and Seminole counties.

The assessment area is comprised of 13 low-, 128 moderate-, 213 middle-, and 147 upper-income tracts. There are also three tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information

As of June 30, 2016, Fifth Third ranked seventh out of 51 institutions with 3.6% of the deposit market share. SunTrust Bank had the majority of the market share 22.3% of deposits, followed by Bank of America, Wells Fargo Bank, JPMorgan Chase, Regions Bank, and BB&T with 20.8%, 16.0%, 6.7%, 3.7%, and 3.6% of the market share, respectively. Deposits in this assessment area accounted for 1.9% of the Fifth Third's total deposits. This was the third-highest percentage of deposits within the state and 14th highest within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 1,936 HMDA loans and 1,036 CRA loans, which represented 1.9% and 2.6% of the total loans originated during the evaluation period, respectively. This was the 14th largest HMDA market and 11th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 24th among 838 HMDA reporters in the assessment area and Fifth Third ranked 123rd. Wells Fargo Bank, Quicken Loans, FBC Mortgage, and Freedom Mortgage, and JPMorgan Chase were the top five HMDA lenders in the assessment area. Fifth Third ranked 16th of 145 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Bank of America, Capital One, and SunTrust Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Five community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing the business community in the Deltona-Daytona Beach area stated the local economy is improving and new residential construction is increasing. While the area's unemployment is low, most jobs are low-paying, service-sector jobs. The contact stated there is a need for less rigid credit standards so that small businesses can obtain loans more easily.

The contact believed banks are trying to meet the credit needs of the business community despite increasing regulatory burdens. Because banks are required to obtain voluminous amounts of information, customers can find the application process to be overwhelming and time-consuming. The contact specifically mentioned Gateway Bank of Florida, SeaCoast Bank, SunTrust Bank, and TD Bank as being active within the community.

The second contact, representing an affordable housing organization serving the Deltona area, stated the emphasis on credit scores typically places lower-income individuals at a disadvantage. Fewer individuals are qualifying for mortgage loans and it is taking banks longer to qualify consumers. Overall, the contact believed bankers are not out in the community as much as before, which does not make banks seem less intimidating to the unbanked. The contact indicated there is a need for banks to offer fee-free products and services to lower-income individuals and attract the unbanked. The contact specifically mentioned Fifth Third, HomeBridge Mortgage, and PNC Bank as being responsive to meeting the credit needs in the community.

The third contact, representing a business development organization that serves Volusia County, stated that while there is a higher concentration of hospitality jobs, which are typically low-paying, there has been a rise in new residential construction. The contact stated a major issue facing the community is having enough facilities to house the increasing homeless population. In regards to banking needs, area banks need to find ways to extend credit to small startup businesses. Typically, banks do not want to lend to startup businesses because they are considered to be too risky. Larger financial institutions seem to have more stringent credit requirements that have forced small business owners/entrepreneurs to seek online business loan alternatives. The contact believed that regulatory burdens affect a bank’s ability to lend. The contact specifically mentioned SunTrust Bank, Bank of America, Intracoastal Bank, MainStreet Community Bank of Florida, and a few local credit unions as being particularly responsive to the credit needs in the area.

The fourth contact, representing a community development organization that serves Lake County, stated that the county is experiencing growth and consequently, there is demand for skilled labor construction. While this organization does not work directly with financial institutions, the contact stated there are several community development construction projects underway that financial institutions could support.

The fifth contact, representing an affordable housing organization in the Orlando area, stated housing prices are recovering, but are not back to pre-financial crisis levels. The contact stated there is a substantial shortage of affordable housing (i.e., rentals) for extremely low-income tenants in the Orlando-area. Increasing rental rates are making housing generally less affordable in the area. Affordable housing developers are seeing higher land prices from increased competition with luxury developers who want to convert low-cost rentals into higher-cost, luxury rentals. The contact also noted an increase in the number of unqualified homebuyers mostly due to banks’ rigid underwriting standards. The contact indicated about 10.0% of the population is unbanked and typically relies on alternative lenders to meet their credit needs.

The contact believed banks could be more responsive to the needs of low-income consumers and small business owners by offering small-dollar, minimal-fee loans in order to compete with payday lenders. The contact specifically mentioned Bank of America, Wells Fargo Bank, Seaside National Bank & Trust, and First Green Bank as being responsive to credit needs in the community.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 673,596. About 25.0% of the population lived in low- and moderate-income tracts. In addition, 74.6% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Orlando-Kissimmee-Sanford MSA is the 24th largest in terms of population in the nation, while the Deltona-Daytona Beach-Ormond Beach MSA is the 90th largest.[96] Orange County is the largest county in the assessment area and the fifth most populous county in Florida.[97] Orlando (located in Orange County) is the largest city in assessment area and is the 73rd most populous city in the U.S. Orlando has 270,934 residents, its population growth increased by 39.1% between 2000 and 2015. In contrast, the next largest cities in the assessment area are Deltona, Daytona Beach, Sanford, Kissimmee, and Ormond Beach, which have 88,474; 64,736; 58,111; 69,152; and 40,970 residents, respectively.[98]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase.[99] The assessment area's population experienced positive growth between 2010 and 2015, with Osceola County experiencing the greatest growth and Volusia County experiencing the least growth in population during this time period. According to Moody's Analytics, the Orlando MSA is the only metropolitan area in Florida where the proportion of residents age 65 and over is less than the national average. As a result, the Orlando area can build on its large population of young adults and create job opportunities for skilled and unskilled labor. Overall, this assessment area has a robust domestic and foreign in-migration which contributes to an increasing demand for employment and housing.

County	2010 Population	2015 Population	Population Percent Change
Lake	297,052	325,875	9.7%
Orange	1,145,956	1,288,126	12.4%
Osceola	268,685	323,993	20.6%
Seminole	422,718	449,144	6.3%
Volusia	494,593	517,887	4.7%
Total	**2,629,004**	**2,905,025**	**10.5%**

[96] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[97] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[98] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[99] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Income Characteristics

In 2010, the assessment area's median family income was slightly greater ($57,708) than Florida at $57,204. Between 2014 and 2016, the median family income decreased in the Deltona MSA, with a slight increase in 2016. However, in the Orlando MSA, the median family income increased in 2015, but slightly decreased in 2016. Moody's Analytics noted low per capita income as an economic weakness in the Deltona MSA. In the Orlando MSA, Moody's noted about one-third of the jobs created in 2016 have been in the leisure-hospitality industry, which is nearly double the statewide and national levels. While many of these jobs are low paying, Moody's noted that average hourly earnings have risen at an above-average rate over the last year.

Borrower Income Levels
Deltona-Daytona Beach-Ormond Beach, FL MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$52,600**	0	-	$26,299	$26,300	-	$42,079	$42,080	-	$63,119	$63,120	-	& above
2015	**$51,500**	0	-	$25,749	$25,750	-	$41,199	$41,200	-	$61,799	$61,800	-	& above
2016	**$51,700**	0	-	$25,849	$25,850	-	$41,359	$41,360	-	$62,039	$62,040	-	& above

Borrower Income Levels
Orlando-Kissimmee-Sanford, FL MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$54,800**	0	-	$27,399	$27,400	-	$43,839	$43,840	-	$65,759	$65,760	-	& above
2015	**$58,300**	0	-	$29,149	$29,150	-	$46,639	$46,640	-	$69,959	$69,960	-	& above
2016	**$57,800**	0	-	$28,899	$28,900	-	$46,239	$46,240	-	$69,359	$69,360	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[100] Seminole County had the lowest poverty rates in 1999 and 2015. Orange County had the highest poverty rate in 1999, but Osceola County had the highest poverty rate in 2015. In 2015, Seminole, Lake, and Orange counties all had poverty rates below Florida's. Osceola County experienced the largest increase in poverty rates during this period. Florida's poverty rates exceeded the national poverty rates in 1999 and 2015. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[101]

[100] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[101] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html

A community contact specifically mentioned an insufficient amount of housing options to support the increasing homeless population in the Deltona area. The following table shows the poverty rates for 1999[102] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Lake	9.6%	12.8%	33.3%
Orange	12.1%	15.6%	28.9%
Osceola	11.5%	18.5%	60.9%
Seminole	7.4%	11.5%	55.4%
Volusia	11.6%	16.3%	40.5%
Florida	**12.5%**	**15.8%**	**26.4%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 1.2 million housing units and 647,964 families in the assessment area. From an income perspective, 27.3% of housing units, 19.5% of owner-occupied units, and 24.9% of families are located in low- or moderate-income tracts. Three-quarters of the housing units in the low-income census tracts are either rental or vacant (75.1%) and 24.9% are owner-occupied. In the moderate-income census tracts, over half of the housing units are either rental or vacant (58.9%) and 41.1% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was only 24 years old and only 3.6% of the stock was built before 1950. However, within the assessment area, the median age of housing stock was 38 years in low-income tracts and 27 years in moderate-income tracts. Therefore, there appears to be limited opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $134,073, with an affordability ratio of 23.25. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values decreased between 2010 and 2011-2015, along with median family incomes; as a result, housing generally became more affordable across the assessment area. During the evaluation period, the most affordable housing was in Osceola County and the least affordable was in Orange County. Median gross rents increased across the assessment area, with renters in Volusia County experiencing the largest increase in rental rates and renters in Osceola County experiencing the smallest increase in gross rental rates. In 2010, renters with rent costs greater than 30.0% of income was greatest in Osceola and Orange counties at 60.2% and 56.7%, respectively.

[102] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

According to a community contact, there is a substantial shortage of affordable rental housing for extremely low-income tenants in the Orlando-area due to increased competition from luxury developers who want to convert low-cost rentals into luxury rentals. With above-average rental rates in this assessment area, potential homebuyers may not be able to save enough for a down payment for a home. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Florida.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Lake	$178,400	26.05	$140,100	33.12	$904	$936	3.5%
Orange	$228,600	21.93	$163,800	29.27	$995	$1,033	3.8%
Osceola	$199,200	23.26	$132,100	33.50	$1,036	$1,049	1.3%
Seminole	$241,000	24.47	$176,100	32.37	$1,024	$1,077	5.2%
Volusia	$186,300	23.83	$131,600	31.24	$879	$918	4.4%
Florida	**$205,600**	**23.18**	**$159,000**	**29.88**	**$957**	**$1,002**	**4.7%**

According to Bankrate.com,[103] Florida ranked sixth for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[104]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Lake	1:1,190
Orange	1:1,042
Osceola	1:789
Seminole	1:1,201
Volusia	1:1,090
Florida	**1:986**
U.S.	**1:1,533**

In November 2016, Osceola County had the highest rate of foreclosure and Seminole County had the lowest foreclosure rate in the assessment area.

Building permits for this CSA, Florida, and the nation are included in the following table for 2014, 2015, and 2016.[105]

[103] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[104] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[105] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Deltona-Daytona Beach-Ormond Beach MSA	1,921	2,047	6.6%	2,021	-1.3%
Orlando-Kissimmee-Sanford MSA	16,115	20,474	27.0%	23,251	13.6%
Florida	**84,084**	**109,924**	**30.7%**	**113,912**	**3.6%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The assessment area experienced an increase in the number of housing permits issued between 2014 and 2015 and to a lesser extent between 2015 and 2016. There was a small decrease between 2015 and 2016 in the Deltona area. The increase in the number of permits could indicate there is a stable demand for home purchase loans in the Deltona area and an increasing demand for home purchase loans in the Orlando area. According to Moody's Analytics, the housing revival occured sooner and is more powerful than expected in the Orlando MSA and residential construction and house prices are slower to rebound in the Deltona MSA.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Deltona and Orlando area economies are in recovery, primarily due to strong tourism and ample job opportunities in services, strong demographics due to in-migration, a large retiree population that supports a huge healthcare industry, and major colleges in the area. While the labor market is able to absorb an influx of entrants, poor job quality (i.e., low-paying service industry jobs and high employment volatility) remains an economic weakness, along with a stubbornly high foreclosure rate.

According to *Orlando Sentinel*,[106] Orlando is home to one Fortune 500 company in 2016 (fell 46 places from last year after selling Red Lobster). Nationwide, Darden Restaurants has about 150,000 employees at 1,500 restaurants and is the parent company of Olive Garden, LongHorn Steakhouse, Eddie V's, Bahama Breeze, Seasons 52, Yard House, and Capital Grille.

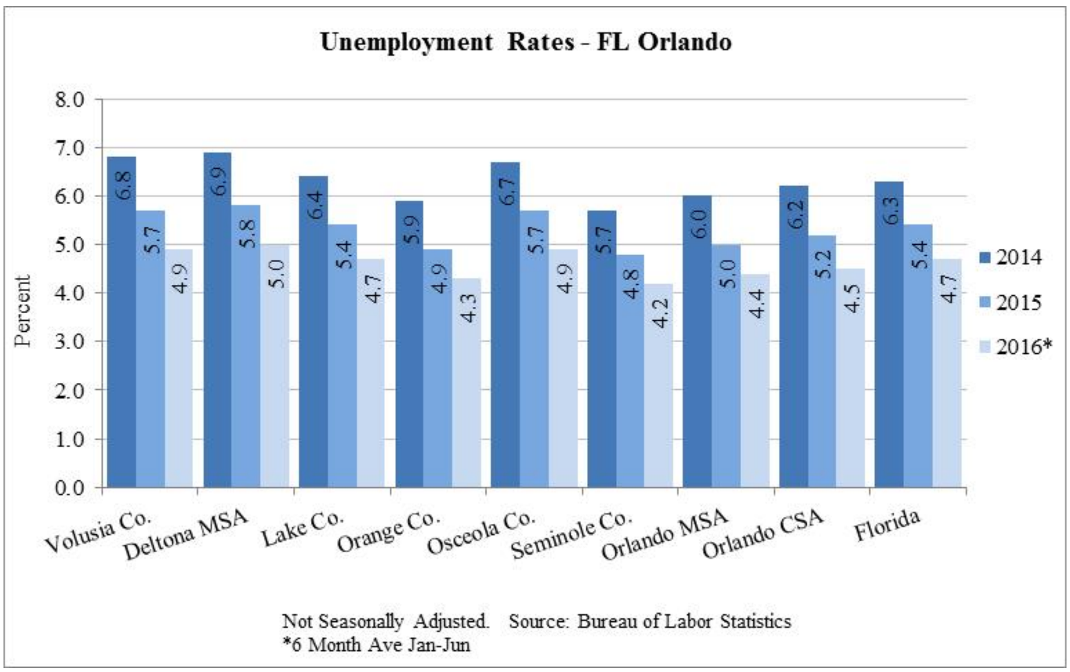
Orlando Fortune 500 Companies (2016)		
Rank	**Company**	**Annual Revenue**
371	Darden Restaurants	$710 million

According to Moody's Analytics the top 15 employers in the assessment area in 2015/2016 were:

[106] Orlando Sentinel: http://www.orlandosentinel.com/business/consumer/os-fortune-500-publix-darden-20160606-story.html

Company	Number of Employees
Walt Disney World Resort	74,000
Universal Orlando (Comcast)	20,000
Adventist Health System/Florida Hospital	19,304
Orlando Health	14,000
Lockheed Martin	7,000
Westgate Resorts	6,500
SeaWorld Parks & Entertainment	6,032
Darden Restaurants	5,221
Halifax Medical Center	4,709
Publix Super Markets Inc.	3,425
Florida Hospital Ormond Memorial	3,256
Wal-Mart Stores Inc.	3,194
National Association for Stock Car Racing	1,700
Vison HR Inc.	1,667
Daytona Beach Community College	1,568

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 across the CSA and Florida.



Overall, the unemployment rates declined each year in the assessment area and Florida. Unemployment rates were fairly consistent across the assessment area during this time period.

According to the *Orlando Weekly*, SeaWorld announced 311 jobs will be eliminated in the second major layoff in two years. While some employees will be let go in San Diego and Tampa, the majority of layoffs will occur in Orlando due to the number of higher-paid corporate positions located in Orlando. These layoffs are part of a companywide $65 million cost-cutting initiative.[107]

[107] Pedicini, Sandra. “SeaWorld Entertainment eliminates hundreds of jobs.” *Orlando Sentinel.* December 6, 2016. - http://www.orlandosentinel.com/business/tourism/os-seaworld-layoffs-20161206-story.html

According to *WMFE 90.7*, 67 insurance and refund specialists will be laid off in 2017 from Florida Hospital Medical Group (the largest multi-specialty doctor's group in Central Florida), with more than 500 doctors and 2,000 employees due to outsourcing of the central billing function and new electronic medical records software.[108]

[108] Aboraya, Abe. "Florida Hospital Medical Group Will Lay Off Workers Next Year." *WMFE 90.7*. December 27, 2016. - http://www.wmfe.org/florida-hospital-medical-group-will-lay-off-workers-next-year/67837

Combined Demographics Report

Assessment Area: FL Orlando

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	13	2.6	7,365	1.1	2,756	37.4	129,983	20.1
Moderate-income	128	25.4	153,902	23.8	24,451	15.9	119,931	18.5
Middle-income	213	42.3	287,717	44.4	23,031	8	135,788	21
Upper-income	147	29.2	198,967	30.7	8,899	4.5	262,262	40.5
Unknown-income	3	0.6	13	0	0	0	0	0
Total Assessment Area	**504**	**100.0**	**647,964**	**100.0**	**59,137**	**9.1**	**647,964**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	17,759	4,418	0.7	24.9	9,638	54.3	3,703	20.9
Moderate-income	301,543	123,989	18.8	41.1	122,872	40.7	54,682	18.1
Middle-income	519,881	304,737	46.3	58.6	124,617	24	90,527	17.4
Upper-income	329,790	224,948	34.2	68.2	53,831	16.3	51,011	15.5
Unknown-income	50	50	0	100	0	0	0	0
Total Assessment Area	**1,169,023**	**658,142**	**100.0**	**56.3**	**310,958**	**26.6**	**199,923**	**17.1**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	2,206	1.1	2,015	1.1	177	1.9	14	5.1
Moderate-income	43,867	22.3	40,928	21.8	2,867	30.6	72	26.5
Middle-income	79,623	40.4	75,985	40.5	3,530	37.7	108	39.7
Upper-income	71,411	36.2	68,534	36.6	2,799	29.9	78	28.7
Unknown-income	27	0	27	0	0	0	0	0
Total Assessment Area	**197,134**	**100.0**	**187,489**	**100.0**	**9,373**	**100.0**	**272**	**100.0**
	Percentage of Total Businesses:			**95.1**		**4.8**		**.1**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	4	0.3	4	0.3	0	0	0	0
Moderate-income	158	11.4	150	11.5	8	10.3	0	0
Middle-income	718	51.8	671	51.3	47	60.3	0	0
Upper-income	503	36.3	480	36.7	23	29.5	0	0
Unknown-income	4	0.3	4	0.3	0	0	0	0
Total Assessment Area	**1,387**	**100.0**	**1,309**	**100.0**	**78**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**94.4**		**5.6**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE ORLANDO-DELTONA-DAYTONA BEACH FL CSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 14 community development loans totaling $76.4 million. Fifth Third has an excellent geographic distribution of loans and minimal lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. An excellent level of community development loans and use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by small business, refinance, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 1,190 home purchase, 662 refinance, 84 home improvement, 1,036 small business, and 14 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 2.1% is greater than the percentage of total deposits at 1.9% in this area.

Fifth Third made 97.8% of HMDA and 99.8% of CRA lending within its designated assessment area. No concentrations of lending were identified in Flagler County, the only excluded county in this assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. The distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income are presented below.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	0	0.0%	20	19.8%	50	49.5%	31	30.7%
Percentage of Owner Occupied Units		***0.7%***		***18.8%***		***46.3%***		***34.2%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	11	10.9%	29	28.7%	21	20.8%	39	38.6%
Percentage of Families by Family Income		***20.1%***		***18.5%***		***21.0%***		***40.5%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications for a meaningful analysis. The percentage of other real-estate secured modifications in moderate-income tracts exceeded the percentage of owner occupied units in these geographies. Therefore, modifications helped to expand lending activities in these areas.

The percentage of other modifications made to low-income borrowers was significantly less than the percentage of low-income families in the assessment area; however, the percentage of other modifications to moderate-income borrowers was substantially higher than the percentage of moderate-income families. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Home purchase, refinance, home improvement, and small business lending are all excellent. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	13	3	76.9%
Moderate	128	12	90.6%
Middle	213	14	93.4%
Upper	147	6	95.9%
Unknown	3	3	0.0%
Total	**504**	**38**	**92.5%**

Lending gaps are considered minimal, due to the low number of lending gaps in moderate-, middle-, and upper-income tracts. The lower penetration rate in low-income tracts can be attributed to the limited number of owner-occupied units and small businesses located in these census tracts.

Home Purchase Loans

Fifth Third made 12 home purchase loans totaling $1.7 million in low-income tracts. This represents 1.0% of home purchase loans by volume, which exceeded the percentage of owner-occupied units in these tracts at 0.7% and 0.8% by dollar amount, which exceeded proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 0.3% and in 2015 exceeded the 2015 aggregate at 0.3%. As Fifth Third's performance exceeded the proxy and aggregate of all lenders, the geographic distribution in low-income tracts is excellent.

Fifth Third made 268 home purchase loans totaling $34.2 million in moderate-income tracts. This represents 22.5% of its home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 18.8% and 15.9% by dollar amount, which was below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 13.9% and in 2015 exceeded the 2015 aggregate at 14.4%. As Fifth Third's performance exceeded the proxy and aggregate of all lenders, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 511 home purchase loans totaling $80.2 million in middle-income tracts. This represents 42.9% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 46.3% and 37.2% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 46.4% and in 2015 was below the 2015 aggregate of 46.0%.

Fifth Third made 399 home purchase loans totaling $99.4 million in upper-income tracts. This represents 33.5% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 34.2% and 46.1% by dollar amount, which exceeds the proxy. The percentage of loans by volume exceeded the 2014 aggregate of 39.4% and in 2015 was below the 2015 aggregate of 39.3%.

A community contact indicated the need for more affordable housing with fewer lending restrictions. Because Fifth Third effectively penetrated these tracts and performance in low- and moderate-income areas exceeded proxy and the aggregate of all lenders, the geographic distribution of home purchase loans is considered excellent.

Refinance Loans

Fifth Third made five refinance loans totaling $654,000 in low-income tracts. This represents 0.8% of refinance loans by volume which slightly exceeds the percentage of owner-occupied units in these tracts at 0.7% and 0.6% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate at 0.4% and in 2015 exceeded the 2015 aggregate at 0.4%. Since Fifth Third's performance exceeds proxy and the aggregate of all lenders, the geographic distribution of refinance loans in low-income tracts is excellent.

Fifth Third made 125 refinance loans totaling $14.4 million in moderate-income tracts. This represents 18.9% of refinance loans by volume, which slightly exceeds the owner-occupied units in these tracts at 18.8%. The percentage of loans by dollar amount at 12.7% is below proxy. The percentage of loans by volume was below the 2014 aggregate at 13.7% and in 2015 exceeded the 2015 aggregate at 12.7%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 292 refinance loans totaling $38.6 million in middle-income tracts. This represents 44.1% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 46.3%. However, refinance loans by dollar amount (33.9%) was below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 44.1% and in 2015 was below the 2015 aggregate at 43.2%.

Fifth Third made 240 refinance loans totaling $60.2 million in upper-income tracts. This represents 36.3% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 34.2% and the dollar amount at 52.9% also exceeds proxy. The percentage of loans by volume was below the 2014 aggregate at 41.8% and in 2015 was below the 2015 aggregate at 43.8%.

Overall, the geographic distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made two home improvement loans totaling $198,000 in low-income tracts. This represents 2.4% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 0.7%, and 2.2% by dollar amount, which also exceeds proxy. The percentage of loans by volume substantially exceeded the 2014 aggregate of 0.8% and in 2015 substantially exceeded the 2015 aggregate of 0.8%. Given the high median age of housing in low-income tracts at 38 years and Fifth Third's lending performance in these tracts, the geographic distribution in low-income tracts is considered excellent.

Fifth Third made 18 home improvement loans totaling $1.6 million in moderate-income tracts. This represents 21.4% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 18.8%, and 18.2% by dollar amount, which is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 16.2% and in 2015 exceeded the 2015 aggregate of 16.6%. Given that Fifth Third's lending performance exceeded proxy and the aggregate, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 40 home improvement loans totaling $3.6 million in middle-income tracts. This represents 47.6% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 46.3% and 40.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 46.2% and in 2015 was comparable to the 2015 aggregate of 42.9%.

Fifth Third made 24 home improvement loans totaling $3.5 million in upper-income tracts. This represents 28.6% of home improvements loans by volume, which is less than the percentage of owner-occupied units in these tracts at 34.2% and 39.4% by dollar amount, which exceeds proxy.

The percentage of loans by volume was below the 2014 aggregate of 36.7% and in 2015 was below the 2015 aggregate of 39.7%.

Overall, the geographic distribution of home improvement loans is excellent.

Small Business Loans

Fifth Third made 23 small business loans totaling $2.3 million in low-income tracts. This represents 2.2% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 1.1% and 2.0% by dollar amount, which also exceeds the percentage of businesses in these geographies. Fifth Third's lending by volume in 2014 exceeded the 2014 aggregate of 1.1% and in 2015 exceeded the 2015 aggregate of 1.2%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 280 small business loans totaling $47.0 million in moderate-income tracts. This represents 27.0% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 21.8%. This also represents 40.8% small business loans by dollar amount, which significantly exceeds the percentage of businesses in these tracts. The percentage of loans by volume exceeded the 2014 aggregate of 21.3% and in 2015 exceeded the 2015 aggregate of 20.7%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 364 small business loans totaling $34.2 million in middle-income tracts. This represents 35.1% of small business loans by volume, which is less than the percentage of businesses in these tracts at 40.5%. Lending by dollar amount at 29.7% is also less than the percentage of businesses in these tracts. The percentage of loans by volume was below the 2014 aggregate of 37.6% and in 2015 was below the 2015 aggregate of 37.8%.

Fifth Third made 369 small business loans totaling $31.8 million in upper-income tracts. This represents 35.6% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 36.6%, and 27.6% by dollar amount, which is below proxy. The percentage of loans by volume was below to the 2014 aggregate of 38.7% and in 2015 was below the 2015 aggregate of 39.3%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for home purchase, refinance, and home improvement loans.

Home Purchase Loans

Fifth Third made 195 loans totaling $19.0 million to low-income borrowers. This represents 16.4% of home purchase loans by volume, which is below the percentage of low-income families at 20.1%; however, the percentage of loans by dollar amount (8.8%) is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 3.4% and in 2015 significantly exceeded the 2015 aggregate of 3.9%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 227 loans totaling $28.1 million to moderate-income borrowers. This represents 19.1% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 18.5% and 13.0% of loans by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 14.1% and in 2015 exceeded the 2015 aggregate of 15.6%. Given that Fifth Third's performance exceeded proxy and exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 192 loans totaling $29.1 million to middle-income borrowers. This represents 16.1% of home purchase loans by volume, which is less than the percentage of middle-income families at 21.0%, and 13.5% by dollar amount, which is also below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 19.5% and in 2015 was below the 2015 aggregate of 20.3%.

Fifth Third made 413 loans totaling $109.0 million to upper-income borrowers. This represents 34.7% of home purchase loans by volume, which is below the percentage of upper-income families at 40.5% and 50.6% of loans by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 46.1% and in 2015 was below the 2015 aggregate of 44.1%.

A community contact stated since interest rates are so closely linked to one's credit score, low- and moderate-income individuals are typically at a disadvantage which impacts the ability of these individuals to qualify for loans and buy homes. With Fifth Third's excellent performance in home purchase lending to low- and moderate-income borrowers, the overall borrower distribution is considered excellent.

Refinance Loans

Fifth Third made 111 loans totaling $9.3 million to low-income borrowers. This represents 16.8% of refinance loans by volume, which is below the percentage of low-income families at 20.1%. The percentage of loans by dollar amount to low-income borrowers at 8.2% is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 6.2% and in 2015 significantly exceeded the 2015 aggregate of 4.9%. Given Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 119 loans totaling $13.3 million to moderate-income borrowers. This represents 18.0% of refinance loans by volume, which is comparable to the percentage of moderate-income families at 18.5% and 11.7% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 11.8% and in 2015 significantly exceeded the 2015 aggregate of 11.2%. Since Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution to moderate-income borrowers is excellent.

Fifth Third made 118 loans totaling $14.6 million to middle-income borrowers. This represents 17.8% of refinance loans by volume, which is below the percentage of middle-income families at 21.0%, and 12.8% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.1% and in 2015 was comparable to the 2015 aggregate of 16.4%.

Fifth Third made 273 loans totaling $69.5 million to upper-income borrowers. This represents 41.2% of refinance loans by volume, which is comparable to the percentage of upper-income families at 40.5%, while the percentage of loans by dollar amount at 61.1% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.9% and in 2015 was below the 2015 aggregate of 42.3%.

Overall, the borrower distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made 12 loans totaling $952,000 to low-income borrowers. This represents 14.3% of home improvement loans by volume, which is below the percentage of low-income families at 20.1%, and 10.6% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 8.8% and in 2015 was comparable to the 2015 aggregate of 8.1%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 20 loans totaling $1.6 million to moderate-income borrowers. This represents 23.8% of its home improvement loans by volume, which exceeds the percentage of moderate-income families at 18.5%, and 18.0% by dollar amount, which is comparable to proxy. The percentage of loans by volume substantially exceeded the 2014 aggregate of 16.7% and in 2015 was comparable to the 2015 aggregate of 15.8%. Given that Fifth Third's performance substantially exceeded the aggregate of all lenders and exceeded proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 22 loans totaling $2.4 million to middle-income borrowers. This represents 26.2% of home improvement loans by volume, which exceeds the percentage of middle-income families at 21.0%, and the dollar amount at 27.2% also exceeds proxy. The percentage of loans by volume substantially exceeded the 2014 aggregate of 20.9% and in 2015 slightly exceeded the 2015 aggregate of 19.2%.

Fifth Third made 29 loans totaling $3.7 million to upper-income borrowers. This represents 34.5% of home improvement loans by volume, which was below the percentage of upper-income families at 40.5%, and 41.3% by dollar amount, which is above proxy. The percentage of loans by volume was below 2014 aggregate of 46.3% and in 2015 was below the 2015 aggregate of 52.0%.

Overall, the borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 60.0% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance in 2014 exceeded the 2014 aggregate of 48.8% and in 2015 exceeded the 2015 aggregate of 54.9%, but was significantly below the percentage of small businesses in the assessment area at 95.1%. Also, during the evaluation period Fifth Third was able to make a relatively high percentage of small-dollar loans (78.3%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, several community contacts indicated the need for banks to extend credit to small businesses and make small-dollar loans.

Community Development Loans

Fifth Third originated 14 community development loans totaling $76.4 million during the evaluation period as shown in the table below:

Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$
4	12,000,000	4	36,700,000	6	27,669,555

Community development lending in the assessment area represents 1.3% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 19th highest percentage of community development lending during the evaluation period. Given Fifth Third's deposit market share (3.6%) and the presence of several large financial institutions in the market and competition for community development loans, Fifth Third is a leader in community development lending in this assessment area.

Examples of community development lending include, but are not limited to:

- New loan to a university to purchase a multi-building complex to accommodate more low- and moderate-income college students
- Working capital loan that supports a nonprofit that provides a multitude of services to low- and moderate-income children and families
- Working capital loans that support a college that serves low- and moderate-income students
- Working capital loan that promotes economic development by financing businesses to support job retention of 50 jobs and adding 20 new jobs

The economic development loans aiding in retaining and expanding employment were deemed to be responsive, as a community contact indicated there is a need for small businesses to be able to obtain loans more easily in order to start up or expand operations. However, there were also no community development loans supporting affordable housing, which was an expressed need in this assessment area.

Flexible Lending Programs

Overall, Fifth Third had 339 flexible lending loans in this assessment area: 243 government loans, 14 down payment assistance loans, and 82 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	0.4%	0.5%	0.7%	16.0%	13.4%	18.8%	51.9%	48.8%	46.3%	31.7%	37.3%	34.2%
Down Payment Assistance Programs	14.3%	17.3%	0.7%	28.6%	26.6%	18.8%	42.9%	39.1%	46.3%	14.3%	16.9%	34.2%
Other Flexible Lending Programs	0.0%	0.0%	0.7%	13.4%	10.1%	18.8%	53.7%	46.1%	46.3%	32.9%	43.9%	34.2%
Total	**0.9%**	**0.9%**	**0.7%**	**15.9%**	**12.9%**	**18.8%**	**51.9%**	**47.8%**	**46.3%**	**31.3%**	**38.4%**	**34.2%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	8.2%	4.2%	20.1%	33.3%	26.5%	18.5%	25.9%	26.4%	21.0%	31.7%	41.4%	40.5%
Down Payment Assistance Programs	35.7%	23.4%	20.1%	28.6%	36.5%	18.5%	21.4%	22.9%	21.0%	14.3%	17.3%	40.5%
Other Flexible Lending Programs	12.2%	8.8%	20.1%	9.8%	5.4%	18.5%	24.4%	21.0%	21.0%	52.4%	63.7%	40.5%
Total	**10.3%**	**5.9%**	**20.1%**	**27.4%**	**21.4%**	**18.5%**	**25.4%**	**24.9%**	**21.0%**	**36.0%**	**46.3%**	**40.5%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number and dollar amount exceeded the percentage of owner-occupied units in these tracts, particularly for the various down payment assistance programs that are offered. The percentage of lending by volume and dollar amount in moderate-income tracts was below the percentage of owner-occupied units.

Fifth Third's lending by volume to low-income borrowers was below the percentage of low-income families in the assessment area and lending by dollar amount was significantly below proxy. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, especially for government loan and down payment assistance programs.

Therefore, Fifth Third made use of flexible lending practices in serving assessment area credit needs, since lending through flexible loan programs in low-income tracts and to moderate-income borrowers was excellent and the lending in moderate-income tracts was good, while lending to low-income borrowers was adequate.

Investment Test

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 96 qualified investments totaling $46.7 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	*$*	*#*	*$*	*#*	*$*
29	30,461,896	15	529,189	44	279,852

Also included in the total number of investments are eight prior period investments totaling $15.4 million. Overall, Fifth Third made 2.9% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 1.9% and less than the percentage of branch offices at 3.1%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which was an important need expressed by several community contacts. Fifth Third made 64 donations totaling $397,021 that supported chambers of commerce, charitable organizations, small businesses, education, economic development, and affordable housing. The majority (70.4%) of Fifth Third's donations supported services to low- and moderate-income individuals, such as after-school programs and various charitable organizations.

Service Test

Fifth Third's performance under the service test in this assessment area is rated good. Retail services are reasonably accessible and Fifth Third provides a relatively high level of community development services.

Retail Services

Fifth Third's record of opening and closing offices has generally not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, eight banking centers were closed. Two banking centers closed were located in moderate-income tracts. No banking centers were opened during the evaluation period. Delivery services are reasonably accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 40 banking centers within this assessment area, including none in low-, nine in moderate-, 18 in middle-, and 13 in upper-income census tracts. Fifth Third banking centers represent 25.3% of its banking centers in Florida and 3.1% of all its banking centers.

Fifth Third has a total of 53 full-service ATMs within this assessment area, including none in low-, 12 in moderate-, 21 in middle-, and 20 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: FL Orlando

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	0	0.0%	0	0	Total	1	0.9%	0	0.0%	1	1.7%	13	2.6%	1.5%	1.1%
DTO	0		0	0	SA	1		0		1					
Moderate	9	22.5%	0	2	Total	34	30.4%	12	22.6%	22	37.3%	128	25.4%	25.5%	22.0%
DTO	0		0	0	SA	34		12		22					
Middle	18	45.0%	0	3	Total	45	40.2%	21	39.6%	24	40.7%	213	42.3%	44.3%	40.0%
DTO	0		0	0	SA	45		21		24					
Upper	13	32.5%	0	3	Total	32	28.6%	20	37.7%	12	20.3%	147	29.2%	28.8%	36.9%
DTO	0		0	0	SA	32		20		12					
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	3	0.6%	0.0%	0.0%
DTO	0		0	0	SA	0		0		0					
Total	40	100.0%	0	8	Total	112	100.0%	53	100.0%	59	100.0%	504	100.0%	100.0%	100.0%
DTO	0		0	0	SA	112		53		59					

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered poor, because of the distribution of branches was below the percentage of census tracts and households, plus no full-service ATMs in these tracts. The branch distribution within moderate-income tracts was considered good.

Community Development Services

Fifth Third provides a relatively high level of providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 2,920 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 2.5% of all community development services provided and equates to 1.4 annualized persons (ANP).

Affordable Housing	Economic Development	Community Services
# of Hours	***# of Hours***	***# of Hours***
266	375	2,279

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development. Community development services include 1,357 hours serving on boards and committees, 1,255 hours of providing financial literacy through local nonprofits and school programs, 284 hours providing technical assistance to non-profits and local business, and 24 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy activities. Several community contacts mentioned the need for financial literacy training to assist individuals with the loan application process and provide technical assistance to small business owners.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE TAMPA-ST. PETERRSBURG-CLEARWATER FL MSA #45300

The Tampa-St. Petersburg-Clearwater FL MSA includes Hillsborough, Pasco, and Pinellas counties, but Fifth Third's assessment area excludes Hernando County. The assessment area is comprised of 33 low-, 177 moderate-, 278 middle-, and 201 upper-income tracts. There are also 12 tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information

As of June 30, 2016, Fifth Third ranked sixth out of 61 institutions with 3.6% of the deposit market share. Raymond James Bank had the majority of the market share 19.4% of deposits, followed by Bank of America, Wells Fargo Bank, SunTrust Bank, and Regions Bank with 16.6%, 13.5%, 11.8%, and 6.7% of the market share, respectively. Deposits in this assessment area accounted for 2.5% of the Fifth Third's total deposits. This was the highest percentage of deposits within the state and the ninth highest within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 2,073 HMDA loans and 1,403 CRA loans, which represented 2.0% and 3.6% of the total loans originated during the evaluation period, respectively. This was the 12th largest HMDA market and eighth-largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 25th among 897 HMDA reporters in the assessment area and Fifth Third ranked 129th. Wells Fargo Bank, Quicken Loans, JPMorgan Chase Bank, PennyMac Loan Services, and Bank of America were the top five HMDA lenders in the assessment area. Fifth Third ranked 16th of 145 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Bank of America, Wells Fargo Bank, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Two community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a community development organization, stated the economic situation is improving in this area. There is an increased demand for small business lending and banks appear to be originating loans to small businesses. The contact stated area banks work closely with this organization and are aggressively looking for qualified small business owners. However, the contact indicated there is a need for specialized commercial loan products, which banks typically do not offer.

The second contact, representing an affordable housing organization, stated the Tampa housing market is improving, but foreclosure rates and unemployment rates remain high. The unemployment rate fell zero percentage points at the end of last year. The contact stated there is a need for more affordable housing, as lower-income individuals and families seeking affordable housing may be on waitlists for months.

Since the economic downturn, the contact stated it has been difficult for low- and moderate-income individuals to refinance or obtain loan modifications, because banks appear to be relying on pre-recession appraised values that are above current fair market values. The contact believed there are opportunities for banks to help meet the credit needs of this community by offering ongoing support instead of one-time donations, because these types of offerings do not have a sustainable, long-term impact on the community. Additionally, there is a need for financial institutions to offer financial education and explain ways to repair credit to lower-income individuals impacted by the economic downturn.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 2.6 million. About 28.4% of the population lived in low- and moderate-income tracts. In addition, 78.7% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Tampa-St. Petersburg-Clearwater MSA is the 18th largest in terms of population in the nation.[109] Hillsborough County is the largest county in the assessment area and the fourth-most populous county in Florida.[110] Tampa (located in Hillsborough County) is the largest city in the assessment area and is the 53rd most populous city in the U.S. Tampa has 369,075 residents and its population growth increased by 21.3% between 2000 and 2015. The cities of St. Petersburg and Clearwater have 257,083 and 113,003 residents, respectively, with population growth around 3.2% between 2000 and 2015. In contrast, New Port Richey only has 15,842 residents.[111]

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase.[112] The population within the assessment area experienced positive growth between 2010 and 2015, with Hillsborough County experiencing the greatest growth and Pinellas County experiencing the least growth in population during this time period. According to Moody's Analytics, domestic migration made up more than three-quarters of the growth and international migration accounted for nearly a quarter of the increase in 2015. This assessment area has a robust domestic and foreign in-migration, which contributes to an increasing demand for employment and housing.

County	2010 Population	2015 Population	Population Percent Change
Hillsborough	1,229,226	1,349,050	9.7%
Pasco	464,697	497,909	7.1%
Pinellas	916,542	949,827	3.6%
Total	**2,610,465**	**2,796,786**	**7.1%**

[109] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[110] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[111] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[112] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Income Characteristics

In 2010, the MSA median family income was slightly greater ($57,801) than Florida at $57,204. The median family income in the MSA increased between 2014 and 2016; however, Moody's Analytics noted high living costs relative to per capita income. Moody's also noted full employment and wage gains in the next year, primarily as a result of a rising number of high-wage jobs being created in the area's fledgling high-tech industry. These gains should support growing retail and housing markets.

Borrower Income Levels
Tampa-St. Petersburg-Clearwater, FL MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$57,400**	0	-	$28,699	$28,700	-	$45,919	$45,920	-	$68,879	$68,880	-	& above
2015	**$59,000**	0	-	$29,499	$29,500	-	$47,199	$47,200	-	$70,799	$70,800	-	& above
2016	**$59,200**	0	-	$29,599	$29,600	-	$47,359	$47,360	-	$71,039	$71,040	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[113] Pinellas County had the lowest poverty rate in 1999 and 2015 and Hillsborough County had the highest; however, Pasco County experienced the largest increase in poverty rate during the evaluation period. In 2015, Pasco and Pinellas counties had poverty rates below Florida's. The poverty rates for Hillsborough County and Florida were the same and exceeded the national poverty rates in 1999 and 2015. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[114] The following table shows the poverty rates for 1999[115] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Hillsborough	12.5%	15.8%	26.4%
Pasco	10.7%	14.6%	36.4%
Pinellas	10.0%	13.6%	36.0%
Florida	**12.5%**	**15.8%**	**26.4%**
U.S.	**11.8%**	**13.5%**	**14.4%**

[113] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[114] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[115] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 1.3 million housing units and 649,472 families in the assessment area. From an income perspective, 29.1% of housing units, 23.3% of owner-occupied units, and 26.7% of families are located in low- or moderate-income tracts. Over two-thirds of the housing units in the low-income census tracts are either rental or vacant (68.7%). In the moderate-income census tracts, over half of the housing units are either rental or vacant (51.7%) and 48.3% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was only 30 years old and only 5.3% of the stock was built before 1950. However, within the assessment area, the median age of housing stock was 39 years in low-income tracts and 35 years in moderate-income tracts. Therefore, there appears to be opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $185,296 with an affordability ratio of 25.24. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values decreased between 2010 and 2011-2015 and median family incomes increased; as a result, housing became more affordable across the assessment area. During the evaluation period, the most affordable housing was in Pasco County and the least affordable was in Pinellas County. A community contact stated it has been difficult for low- and moderate-income individuals to refinance or obtain loan modifications, because banks appear to be relying on pre-recession appraised values that are above current fair market values. Moody's Analytics noted that area house prices have slowed to the weakest six-month growth rate in more than a year. Median gross rents increased across the assessment area, with renters in Pasco County experiencing the largest increase in rental rates and renters in Pinellas County experiencing the smallest increase in gross rental rates. In 2010, about 53.0% of renters across the assessment area had rent costs greater than 30.0% of income. Increasing rental rates may make it more difficult for potential homebuyers to save for a down payment for a home. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Florida.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Hillsborough	$198,900	24.90	$159,200	31.77	$906	$965	6.5%
Pasco	$157,400	28.10	$117,800	38.25	$865	$930	7.5%
Pinellas	$185,700	24.37	$150,200	30.51	$904	$952	5.3%
Florida	**$205,600**	**23.18**	**$159,000**	**29.88**	**$957**	**$1,002**	**4.7%**

According to Bankrate.com,[116] Florida ranked 6th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[117]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Hillsborough	1:857
Pasco	1:694
Pinellas	1:926
Florida	**1:986**
U.S.	**1:1,533**

In November 2016, all three counties in this assessment area had higher rates of foreclosure than Florida. A community contact mentioned the continuing high rates of foreclosure in this area.

Building permits for this MSA, Florida, and the nation are included in the following table for 2014, 2015, and 2016.[118]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Tampa-St. Petersburg-Clearwater MSA	12,386	15,653	26.4%	17,180	9.8%
Florida	**84,084**	**109,924**	**30.7%**	**113,912**	**3.6%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The assessment area experienced increases in the number of housing permits issued between 2014 and 2015 and to a lesser extent between 2015 and 2016. The increase in the number of permits could indicate there is an increasing demand for home purchase loans in this area.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Tampa metropolitan area economy is in recovery, primarily due to the increase in professional, scientific, and technical services over the next five years. The Tampa metropolitan area is the financial services capital of Florida and has grown into the hub for professional and management services in the state.

[116] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[117] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[118] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

According to *Tampa Bay Times*,[119] the Tampa Bay area is home to four Fortune 500 companies in 2016.

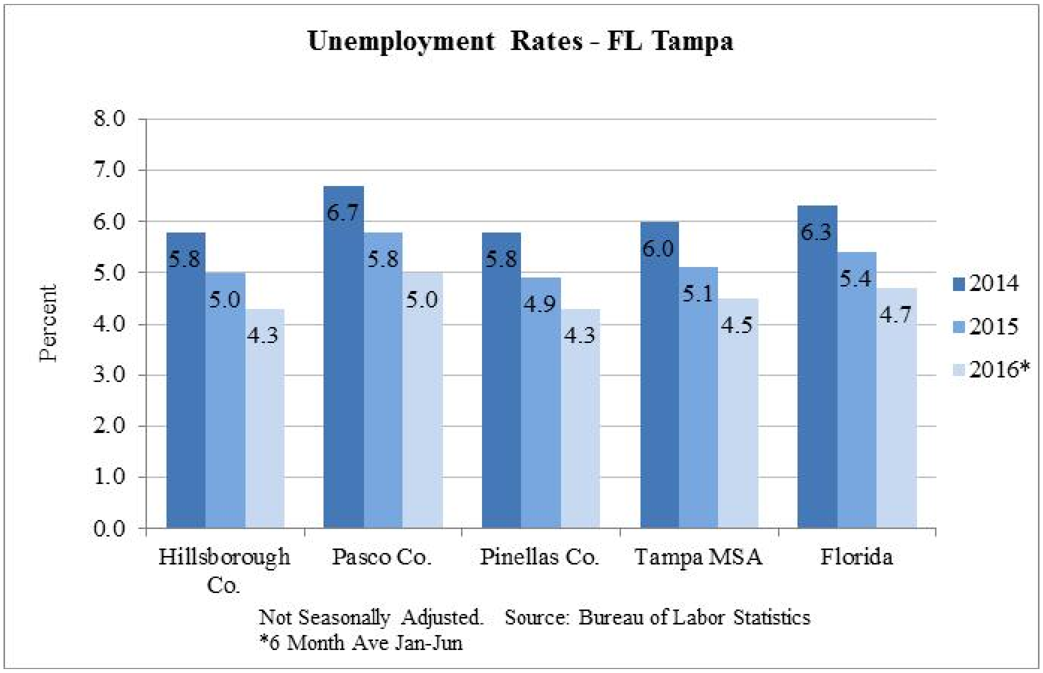
Tampa Bay Fortune 500 Companies (2016)		
Rank	**Company**	**Annual Revenue**
108	Tech Data Corp	$26.0 billion
158	Jabil Circuit Inc.	$17.9 billion
202	WellCare Health Plans	$13.9 billion
482	Raymond James Financial	$5.5 billion

According to Moody's Analytics the top 15 employers in the MSA in 2015/2016 were:

Company	Number of Employees
MacDill Air Force Base	19,000
Verizon Communications	14,000
University of South Florida	12,661
Tampa International Airport	7,060
Tampa General Hospital	6,600
Shriners Hospital for Children	5,378
St. Joseph's Hospital	5,242
JP Morgan Chase & Co.	5,237
Freedom Village	5,000
Publix Super Markets	4,630
TECO Energy Company	4,290
James A. Haley Veterans Hospital	4,240
Bay Pines VA Healthcare Center	3,800
Bank of America Corp.	3,754
Outback Steakhouse Corp.	3,625

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 across the MSA and Florida.

[119] Tampa Bay Times: http://www.tampabay.com/news/business/corporate/st-petersburgs-raymond-james-financial-cracks-fortune-500-rankings/2280477



The unemployment rates declined each year in the assessment area and Florida, with Pasco County having the highest unemployment rates during this time period. A community contact stated the unemployment rate in this area remains high and that the unemployment rate fell zero percentage points at the end of last year. According to Moody's Analytics, unemployed workers are discouraged from entering a labor market that has not seen a reduction in the joblessness rate in last six months of last year, and employed workers have seen no wage increased during this time.

According to *Tampa Bay Times*, in 2016 regional layoffs under the Worker Adjustment & Retraining Notification (WARN) rules fell sharply (a 34.0% decrease from reported layoffs in 2015); this is the first significant drop in mass area layoffs in the past five years. In 2016, the most significant reported job cuts under WARN rules was announced by Ohio-based customer management firm, Convergys Corp, which eliminated 375 jobs at a call center located in Tampa Bay. In 2015, the biggest WARN cuts were by Tampa International Airport concessionaire HMS Host, which eliminated nearly 796 jobs. In 2014, the closing of an Express Scripts facility in Tampa resulted in the loss of 422 jobs.[120]

[120] Trigauz, Robert. "Mass layoffs in 2016 by Tampa Bay firms drop sharply after years of heavy job cuts." *Tampa Bay Times.* January 6, 2017. - http://www.tampabay.com/news/business/mass-layoffs-in-2016-by-tampa-bay-firms-drop-sharply-after-years-of-heavy/2308730

Combined Demographics Report

Assessment Area: FL Tampa

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	33	4.7	21,504	3.3	7,795	36.2	133,528	20.6
Moderate-income	177	25.2	152,220	23.4	24,041	15.8	118,163	18.2
Middle-income	278	39.7	262,465	40.4	21,253	8.1	127,303	19.6
Upper-income	201	28.7	213,273	32.8	8,432	4	270,478	41.6
Unknown-income	12	1.7	10	0	0	0	0	0
Total Assessment Area	**701**	**100.0**	**649,472**	**100.0**	**61,521**	**9.5**	**649,472**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	44,609	13,946	1.9	31.3	22,922	51.4	7,741	17.4
Moderate-income	320,424	154,755	21.4	48.3	107,359	33.5	58,310	18.2
Middle-income	511,840	304,948	42.1	59.6	129,985	25.4	76,907	15
Upper-income	376,600	250,180	34.6	66.4	68,761	18.3	57,659	15.3
Unknown-income	53	0	0	0	53	100	0	0
Total Assessment Area	**1,253,526**	**723,829**	**100.0**	**57.7**	**329,080**	**26.3**	**200,617**	**16.0**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	5,249	2.8	4,727	2.7	508	5.2	14	5.4
Moderate-income	37,860	20.5	35,252	20.2	2,546	26	62	24
Middle-income	71,142	38.5	67,055	38.4	3,989	40.8	98	38
Upper-income	70,343	38.1	67,563	38.7	2,697	27.6	83	32.2
Unknown-income	196	0.1	155	0.1	40	0.4	1	0.4
Total Assessment Area	**184,790**	**100.0**	**174,752**	**100.0**	**9,780**	**100.0**	**258**	**100.0**
	Percentage of Total Businesses:			**94.6**		**5.3**		**.1**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	28	2.2	27	2.2	1	1.7	0	0
Moderate-income	260	20.1	248	20.1	12	20	0	0
Middle-income	536	41.4	511	41.5	23	38.3	2	66.7
Upper-income	470	36.3	445	36.1	24	40	1	33.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,294**	**100.0**	**1,231**	**100.0**	**60**	**100.0**	**3**	**100.0**
	Percentage of Total Farms:			**95.1**		**4.6**		**.2**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE TAMPA-ST. PETERSBURG-CLEARWATER FL MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 18 community development loans totaling $130.5 million. Fifth Third has an excellent geographic distribution of loans and a low level of lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of small business lending based on the overall volume of lending, followed by home purchase, refinance, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects a good responsiveness to the credit needs within the assessment area. Fifth Third originated 1,403 small business, 1,358 home purchase, 620 refinance, 95 home improvement, and 18 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 2.4% is comparable to the percentage of total deposits at 2.5% in this area.

Fifth Third made 95.4% of the HMDA and 98.9% of the CRA lending within its designated assessment area. However, a concentration of HMDA lending was identified in Hernando County, which is excluded from the assessment area. During the evaluation period, Fifth Third originated 99 loans in Hernando County, which has 14 low- and moderate-income tracts.

In addition to lending, Fifth Third modified existing loans to borrowers. The following table shows the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	1	1.1%	16	17.6%	40	44.0%	34	37.4%
Percentage of Owner Occupied Units		***1.9%***		***21.4%***		***42.1%***		***34.6%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	13	14.3%	28	30.8%	19	20.9%	30	33.0%
Percentage of Families by Family Income		***20.6%***		***18.2%***		***19.6%***		***41.6%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications in this assessment area for a meaningful analysis. The percentage of other modifications in low- and moderate-income tracts was comparable to the percentage of owner occupied units; therefore, modifications helped to expand lending activities in these areas.

The percentage of other modifications made to low-income borrowers was below the percentage of low-income families in the assessment and the percentage of other modifications to moderate-income borrowers was substantially higher than the percentage of moderate-income families. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers. In addition, a community contact indicated the need for loan modifications within this assessment area.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Small business, the largest loan category, and home purchase are excellent. Refinance and home improvement are good. There is also a low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	33	6	81.8%
Moderate	177	23	87.0%
Middle	278	27	90.3%
Upper	201	6	97.0%
Unknown	12	12	0.0%
Total	**701**	**74**	**89.4%**

Lending gaps are considered minimal, due to the limited number of lending gaps in low- and moderate- income tracts and low amount of lending gaps in middle-, and upper-income tracts. The owner-occupancy rates in low- and moderate-income tracts are relatively low at 31.3% and 48.3%, respectively, which likely impacts the demand for loans in these areas.

Small Business Loans

Fifth Third made 47 small business loans totaling $5.3 million in low-income tracts. This represents 3.3% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 2.7%, and 4.8% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 3.2% and was comparable to the 2015 aggregate of 3.3%. Given that Fifth Third's performance exceeded proxy and was comparable to the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 313 small business loans totaling $30.8 million in moderate-income tracts. This represents 22.3% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 20.2%. This also represents 28.2% small business loans by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.7% and was comparable to the 2015 aggregate of 19.0%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 488 small business loans totaling $44.2 million in middle-income tracts. This represents 34.8% of small business loans by volume, which is slightly below the percentage of businesses in these tracts at 38.4%, and 40.5% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 37.2% and was comparable to the 2015 aggregate of 37.9%.

Fifth Third made 555 small business loans totaling $28.9 million in upper-income tracts. This represents 39.6% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 38.7%, and 26.5% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 38.7% and exceeded the 2015 aggregate of 38.8%.

Overall, the geographic distribution of small business loans is excellent.

Home Purchase Loans

Fifth Third made 30 home purchase loans totaling $3.4 million in low-income tracts. This represents 2.2% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 1.9%, and 1.3% by dollar amount, which is comparable to the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate at 1.0% and exceeded the 2015 aggregate at 1.2%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders in these geographies, the geographic distribution in low-income tracts is excellent. Further, the owner-occupancy rate in low-income tracts is relatively low; therefore, Fifth Third's ability to penetrate these geographies is notable.

Fifth Third made 306 home purchase loans totaling $35.9 million in moderate-income tracts. This represents 22.5% of its home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 21.4%, and 14.0% by dollar amount, which was below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 13.5% and exceeded the 2015 aggregate at 14.3%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 478 home purchase loans totaling $73.5 million in middle-income tracts. This represents 35.2% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 42.1%, and 28.6% by dollar amount, which is below proxy. The percentage of loans by volume was below to the 2014 aggregate of 41.3% and was below the 2015 aggregate of 41.0%.

Fifth Third made 544 home purchase loans totaling $143.9 million in upper-income tracts. This represents 40.1% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 34.6%, and 59.1% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 44.2% and was below the 2015 aggregate of 43.5%.

Overall, the geographic distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 14 refinance loans totaling $1.2 million in low-income tracts. This represents 2.3% of refinance loans by volume, which exceeds the percentage of owner-occupied units at 1.9%, and 1.1% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 1.4% and exceeded the 2015 aggregate at 1.1%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of refinance loans in low-income tracts is excellent.

Fifth Third made 123 refinance loans totaling $12.4 million in moderate-income tracts. This represents 19.8% of refinance loans by volume, which is below the owner-occupied units in these tracts at 21.4%. Also, the percentage of loans by dollar amount at 11.5% is significantly below proxy. However, the percentage of loans by volume was comparable to the 2014 aggregate at 13.5% and exceeded the 2015 aggregate at 12.6%. As Fifth Third's performance significantly exceeded the aggregate of all lenders, but was below proxy, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 232 refinance loans totaling $30.2 million in middle-income tracts. This represents 37.4% of refinance loans by volume, which is below the owner-occupied units in these tracts at 42.1%. Refinance loans by dollar amount (28.1%) was also below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 40.2% and was comparable to the 2015 aggregate at 39.6%.

Fifth Third made 251 refinance loans totaling $63.9 million in upper-income tracts. This represents 40.5% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 34.6%. The percentage of loans by dollar amount at 59.3% also exceeded proxy. However, the percentage of loans by volume was comparable to the 2014 aggregate at 44.9% and was below the 2015 aggregate at 46.6%.

Overall, the geographic distribution of refinance loans is good.

Home Improvement Loans

There was no lending by Fifth Third in low-income tracts. The percentage of owner-occupied units in these tracts is 1.9%. The percentage of loans by volume for the 2014 aggregate is 1.4% and the 2015 aggregate is 1.9%. A community contact stated it has been difficult for low- and moderate-income individuals to obtain financing after the economic downturn due to inflated real estate values. Given the low amount of owner-occupied units and low aggregate lending in these tracts, the geographic distribution is considered adequate.

Fifth Third made 20 home improvement loans totaling $1.3 million in moderate-income tracts. This represents 21.1% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 21.4%, and 16.8% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume was below the 2014 aggregate of 19.0% and exceeded the 2015 aggregate of 17.7%. Given that Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 38 home improvement loans totaling $2.9 million in middle-income tracts. This represents 40.0% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 42.1%, and 37.3% by dollar amount, which is less than the percentage of owner-occupied units in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 39.9% and was below the 2015 aggregate of 40.4%.

Fifth Third made 37 home improvement loans totaling $3.5 million in upper-income tracts. This represents 38.9% of home improvements loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 34.6%, and 45.9% by dollar amount, which exceeds the percentage of owner-occupied units in these geographies. The percentage of loans by volume was comparable to the 2014 aggregate of 39.8% and was below the 2015 aggregate of 40.1%.

Overall, the geographic distribution of home improvement loans is good. While Fifth Third did not make any home improvement loans in low-income tracts, performance is excellent in moderate-income tracts.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for all three HMDA loan categories.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 58.0% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance in 2014 exceeded the 2014 aggregate of 48.2% and exceeded the 2015 aggregate of 54.7%, but was significantly below the percentage of small businesses in the assessment area at 94.6%. Also, during the evaluation period, Fifth Third was able to make a relatively high percentage of small-dollar loans (84.3%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact indicated the need to make loans to small businesses.

Home Purchase Loans

Fifth Third made 219 loans totaling $18.9 million to low-income borrowers. This represents 16.1% of home purchase loans by volume, which is below the percentage of low-income families at 20.6%, and 7.4% of loans by dollar amount, which is significantly below proxy. However the percentage of loans by volume exceeded the 2014 aggregate of 4.0% and significantly exceeded the 2015 aggregate of 4.1%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 226 loans totaling $27.5 million to moderate-income borrowers. This represents 16.6% of home purchase loans by volume, which is below the percentage of moderate-income families at 18.2%, and 10.7% of loans by dollar amount, which is significantly below proxy. However, the percentage of loans by volume was comparable to the 2014 aggregate of 14.5% and exceeded the 2015 aggregate of 15.7%. Given that Fifth Third's performance was slightly below proxy and significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 251 loans totaling $36.5 million to middle-income borrowers. This represents 18.5% of home purchase loans by volume, which is comparable to the percentage of middle-income families at 19.6%, and 14.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.7% and was below the 2015 aggregate of 19.4%.

Fifth Third made 604 loans totaling $161.8 million to upper-income borrowers. This represents 44.5% of home purchase loans by volume, which is greater than the percentage of upper-income families at 41.6%, and 63.0% of loans by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 46.4% and was below the 2015 aggregate of 44.1%.

A community contact indicated this area is still impacted by high unemployment, which could be a factor impacting the ability of lower-income individuals to purchase homes. With Fifth Third's strong performance in home purchase lending to low- and moderate-income borrowers, the overall borrower distribution is excellent.

Refinance Loans

Fifth Third made 113 loans totaling $9.0 million to low-income borrowers. This represents 18.2% of refinance loans by volume, which is comparable to the percentage of low-income families at 20.6%. The percentage of loans by dollar amount in these geographies at 8.4% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 6.0% and significantly exceeded the 2015 aggregate of 4.7%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 112 loans totaling $10.6 million to moderate-income borrowers. This represents 18.1% of refinance loans by volume, which is comparable to the percentage of moderate-income families at 18.2%, and 9.8% by dollar volume, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 11.3% and significantly exceeded the 2015 aggregate of 10.8%. As Fifth Third's performance was comparable to proxy and significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 107 loans totaling $14.1 million to middle-income borrowers. This represents 17.3% of refinance loans by volume, which is comparable to the percentage of middle-income families at 19.6%, and 13.1% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 17.8% and was comparable to the 2015 aggregate of 16.2%.

Fifth Third made 246 loans totaling $65.3 million to upper-income borrowers. This represents 39.7% of refinance loans by volume, which is comparable to the percentage of upper-income families at 41.6%, while the percentage of loans by dollar amount at 60.6% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.4% and was below the 2015 aggregate of 42.7%.

A community contact indicated it has been difficult for low- and moderate-income borrowers to refinance. With Fifth Third's excellent performance in refinance lending to low- and moderate-income borrowers, the overall borrower distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made 18 loans totaling $1.1 million to low-income borrowers. This represents 18.9% of home improvement loans by volume, which is comparable to the percentage of low-income families at 20.6%, and 14.7% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 8.9% and significantly exceeded the 2015 aggregate of 7.5%.

Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 20 loans totaling $1.3 million to moderate-income borrowers. This represents 21.1% of its home improvement loans by volume, which exceeded the percentage of moderate-income families at 18.2%, and is comparable to the dollar amount at 17.3%. The percentage of loans by volume exceeded the 2014 aggregate of 16.4% and exceeded the 2015 aggregate of 16.1%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 23 loans totaling $2.0 million to middle-income borrowers. This represents 24.2% of home improvement loans by volume, which exceeds the percentage of middle-income families at 19.6%, and is comparable by dollar amount at 26.0%. The percentage of loans by volume exceeded the 2014 aggregate of 19.5% and exceeded the 2015 aggregate of 19.5%.

Fifth Third made 33 loans totaling $3.1 million to upper-income borrowers. This represents 34.7% of home improvement loans by volume, which was below the percentage of upper-income families at 41.6%, and 40.2% by dollar amount, which was also below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 50.4% and was below the 2015 aggregate of 52.1%.

The overall borrower distribution of home improvement loans is excellent.

Community Development Loans

Fifth Third originated 18 community development loans totaling $130.5 million during the evaluation period as shown in the table below:

Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$
2	15,500,000	11	108,354,952	5	6,652,644

Community development lending in the assessment area represents 2.2% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 14th highest percentage of community development lending during the evaluation period.

Given Fifth Third's deposit market share (3.6%) and the presence of several large financial institutions in the market and competition for community development loans, Fifth Third is a leader in community development lending in this assessment area.

Examples of community development lending include, but are not limited to:

- Working capital loan that promotes economic development by financing a business so it can expand employment by being able to add five new jobs
- Construction loan to help build a domestic violence shelter offering a multitude of services to low- and moderate-income women and children who have experienced various forms of abuse
- Renewal of a line of credit to help rehabilitate a property located in a designated Brownfield area for commercial purposes
- Working capital loan that supports a nonprofit that provides a multitude of services to low- and moderate-income children and families
- Working capital loans that support a nonprofit that helps low- and moderate-income students successfully enter colleges and universities or the workforce through a variety of programs
- Working capital loan that supports a nonprofit that provides a multitude of healthcare services to low- and moderate-income senior citizens

The economic development loans that help to expand employment is deemed to be responsive, as a community contact indicated there is a need for small businesses to be able to obtain loans. However, there were also no community development loans supporting affordable housing which is an expressed need in this assessment area. Loans supporting services to low- and moderate income individuals are also responsive due to the area's higher poverty rates and unemployment rates.

Flexible Lending Programs

Fifth Third had 373 flexible lending loans in this assessment area: 278 government loans, 17 down payment assistance loans, and 78 were other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.4%	0.9%	1.9%	20.9%	14.7%	21.4%	40.3%	39.1%	42.1%	37.4%	45.3%	34.6%
Down Payment Assistance Programs	23.5%	21.4%	1.9%	17.6%	12.1%	21.4%	35.3%	35.2%	42.1%	23.5%	31.3%	34.6%
Other Flexible Lending Programs	0.0%	0.0%	1.9%	16.7%	10.5%	21.4%	48.7%	41.0%	42.1%	34.6%	48.5%	34.6%
Total	**2.1%**	**1.2%**	**1.9%**	**19.8%**	**13.8%**	**21.4%**	**41.8%**	**39.4%**	**42.1%**	**36.2%**	**45.6%**	**34.6%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	7.9%	4.2%	20.6%	22.7%	17.5%	18.2%	30.9%	29.4%	19.6%	37.1%	47.5%	41.6%
Down Payment Assistance Programs	52.9%	48.1%	20.6%	23.5%	26.3%	18.2%	11.8%	17.4%	19.6%	11.8%	8.1%	41.6%
Other Flexible Lending Programs	10.3%	5.8%	20.6%	15.4%	11.4%	18.2%	14.1%	12.4%	19.6%	56.4%	67.3%	41.6%
Total	**10.5%**	**5.7%**	**20.6%**	**21.2%**	**16.4%**	**18.2%**	**26.5%**	**25.5%**	**19.6%**	**39.9%**	**50.6%**	**41.6%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number exceeded the percentage of owner-occupied units in these tracts, especially for the various down payment assistance programs, while the percentage by dollar was below proxy. The percentage of lending by volume in moderate-income tracts was slightly less than the percentage of owner-occupied units. The percentage by dollar was also below proxy.

Fifth Third's lending by volume to low-income borrowers was below the percentage of low-income families in the assessment area; however, various down payment assistance programs substantially exceeded proxy. Lending by dollar amount was significantly below the percentage of low-income families in the assessment area. The percentage of lending by volume to moderate-income borrowers exceeded the percentage of moderate-income families and lending by dollar amount was below proxy.

Fifth Third made use of flexible lending practices is serving assessment area credit needs, as lending through flexible loan programs to moderate-income borrowers and in low-income tracts was excellent, while lending in moderate-income tracts was good. Lending to low-income borrowers was adequate.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 95 qualified investments totaling $68.7 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	*$*	*#*	*$*	*#*	*$*	*#*	*$*
23	43,017,424	17	119,495	5	38,000	45	262,305

Also included in the total number of investments are five prior period investments totaling $25.3 million. Fifth Third made 4.2% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 2.5% and greater than the percentage of branch offices at 3.3%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which was an important need expressed by a community contact. Fifth Third made 73 donations totaling $429,180 that supported charitable organizations, local schools, small businesses, food banks, churches, and affordable housing. The majority (61.0%) of Fifth Third's donations supported services to low- and moderate-income individuals. Due to high poverty rates and high unemployment, there is a need in the area to support services targeted to low- and moderate-income individuals.

Service Test

Fifth Third's performance under the service test in this assessment area is rated excellent. Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, one banking center was closed and none were opened, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 43 banking centers within this assessment area, including one in low-, 12 in moderate-, 10 in middle-, and 20 in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 27.2% of its banking centers in Florida and 3.3% of all its banking centers.

Fifth Third has a total of 43 full-service ATMs within this assessment area, including two in low-, 10 in moderate-, 11 in middle-, and 20 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: FL Tampa

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
			Open	Closed											
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	1	2.3%	0	0	Total	2	2.7%	2	4.7%	0	0.0%	33	4.7%	3.5%	2.8%
DTO	0		0	0	SA	2		2		0					
Moderate	12	27.9%	0	0	Total	21	28.4%	10	23.3%	11	35.5%	177	25.2%	24.9%	20.3%
DTO	0		0	0	SA	21		10		11					
Middle	10	23.3%	0	1	Total	26	35.1%	11	25.6%	15	48.4%	278	39.7%	41.3%	38.3%
DTO	0		0	0	SA	26		11		15					
Upper	20	46.5%	0	0	Total	23	31.1%	20	46.5%	3	9.7%	201	28.7%	30.3%	38.5%
DTO	0		0	0	SA	23		20		3					
Unknown	0	0.0%	0	0	Total	2	2.7%	0	0.0%	2	6.5%	12	1.7%	0.0%	0.1%
DTO	0		0	0	SA	2		0		2					
Total	43	100.0%	0	1	Total	74	100.0%	43	100.0%	31	100.0%	701	100.0%	100.0%	100.0%
DTO	0		0	0	SA	74		43		31					

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered adequate, because the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 2,534 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 2.1% of all community development services provided and equates to 1.22 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
194	897	6	1,437

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization.

Community development services include 1,307 hours serving on boards and committees, 1,081 hours of providing financial literacy through local nonprofits and school programs, 130 hours providing technical assistance to non-profits and local business, and 16 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy, foreclosure outreach prevention, and affordable housing activities. A community contact mentioned the need for more affordable housing and financial literacy training to provide ways for low- and moderate-income individuals to repair their credit. Also, the rate of foreclosures remains significantly higher in multiple counties throughout this assessment area compared to the national foreclosure rate.

METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF FLORIDA

- **Cape Coral-Fort Myers MSA**
  - As of June 30, 2016, Fifth Third operated 18 branches in the assessment area, representing 11.4% of its branches in Florida.
  - As of June 30, 2016, Fifth Third had $1.2 million in deposits in this assessment area, representing a market share of 7.6% and 11.0% of its statewide deposits.
- **Jacksonville MSA**
  - As of June 30, 2016, Fifth Third operated 11 branches in the assessment area, representing 7.0% of its branches in Florida.
  - As of June 30, 2016, Fifth Third had $477,311 in deposits in this assessment area, representing a market share of 0.8% and 4.6% of it statewide deposits.
- **Lakeland MSA**
  - As of June 30, 2016, Fifth Third operated four branches in the assessment area, representing 2.5% of its branches in Florida.
  - As of June 30, 2016, Fifth Third had $82,027 in deposits in this assessment area, representing a market share of 1.3% and 0.8% of it statewide deposits.
- **Miami-Fort Lauderdale-West Palm Beach MSA**
  - As of June 30, 2016, Fifth Third operated seven branches in the assessment area, representing 4.4% of its branches in Florida.
  - As of June 30, 2016, Fifth Third had $680,091 in deposits in this assessment area, representing a market share of 0.3% and 6.6% of it statewide deposits.
- **Naples-Immokalee-Marco Island MSA**
  - As of June 30, 2016, Fifth Third operated 17 branches in the assessment area, representing 10.8% of its branches in Florida.
  - As of June 30, 2016, Fifth Third had $2.5 million in deposits in this assessment area, representing a market share of 16.0% and 23.7% of it statewide deposits.
- **North Port-Sarasota CSA**
  - As of June 30, 2016, Fifth Third operated 18 branches in the assessment area, representing 11.4% of its branches in Florida.
  - As of June 30, 2016, Fifth Third had $905,725 in deposits in this assessment area, representing a market share of 4.0% and 8.7% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF FLORIDA

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Cape Coral-Fort Myers MSA	Below	Below	Consistent
Jacksonville MSA	Below	Consistent	Consistent
Lakeland MSA	Below	Consistent	Consistent
Miami-Fort Lauderdale-West Palm Beach MSA	Below	Consistent	Consistent
Naples-Immokalee-Marco Island MSA	Below	Below	Below
North Port-Sarasota CSA	Below	Below	Consistent

For the lending test, Fifth Third received an "Outstanding" rating in Florida. Performance in all six of the limited-scope assessment areas was below Fifth Third's performance for the state. Although below the state performance, lending levels were good or adequate for the geographic and borrower distribution of loans. There was an excellent level of community development loans in the Miami-Fort Lauderdale-West Palm Beach assessment area and a good level of community development loans in the North Port-Sarasota assessment area. There were adequate levels of community development loans in the remaining four limited-scope assessment areas. A high level of lending gaps was identified in the Miami-Fort Lauderdale-West Palm Beach assessment area and moderate gaps in lending identified in the Jacksonville and Lakeland assessment areas. Overall, a low level of lending gaps was noted in the remaining three assessment areas.

For the investment test, Fifth Third received an "Outstanding" rating in Florida. While the investment activity was consistent to the state in three of the six limited-scope assessment areas, the performance in the Cape Coral-Fort Myers, Naples-Immokalee-Marco Island, and North Port-Sarasota assessment area was below Fifth Third's performance for the state. Although below the state performance, investment activity was good in the North Port-Sarasota and adequate in the Cape Coral-Fort Myers and Naples-Immokalee-Marco Island assessment areas. The weaker performance was primarily due to a lower level of qualified investments and contributions relative to Fifth Third's operational presence in the assessment area.

For the service test, Fifth Third received a "High Satisfactory" rating in Florida. Performance was consistent with the state in five of six limited-scope assessment areas and services in the Naples-Immokalee-Marco Island assessment area were below Fifth Third's performance for the state. Retail services were adequate in the Naples-Immokalee-Marco Island assessment area and good in the remaining five limited-scope assessment areas. The weaker retail services performance in the Naples-Immokalee-Marco Island assessment area was primarily due to less accessibility of delivery systems in lower-income geographies. Qualified community development services were excellent in three limited-scope assessment areas and good in the Cape Coral-Fort Myers, Naples-Immokalee-Marco Island, and North Port-Sarasota assessment areas. The weaker community development services performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third's operational presence in these assessment areas.

The performance in the limited-scope assessment areas did not change the overall state rating.

STATE OF GEORGIA

CRA RATING for State of Georgia: Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- An adequate distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- Limited use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted the Atlanta-Sandy Springs-Roswell MSA. A limited-scope review was performed on Augusta-Richmond County MSA. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

The Atlanta-Sandy Springs-Roswell assessment area received greater weight in determining the CRA rating for the state. The Atlanta-Sandy Springs-Roswell area had the largest lending volume, number of banking centers, and share of deposits during the evaluation period. Lastly, the Atlanta-Sandy Springs-Roswell area represented 90.6% of the banking centers, 88.7% of deposits, and 94.0% of lending in Georgia.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF GEORGIA

Lending activity accounted for 1.7% of the Fifth Third's total lending activity, while deposits accounted for 1.0% of the Fifth Third's total deposits. HMDA-reportable lending in Georgia represented 1.8% of the Fifth Third's total HMDA lending, while CRA-reportable lending represented 1.3% of the Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked 22nd among 237 insured institutions and has a deposit market share of 0.5% and 32 banking center locations within Georgia.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF GEORGIA

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Georgia is rated "High Satisfactory." Fifth Third's lending reflects a good responsiveness to the credit needs in the Atlanta-Sandy Springs-Roswell assessment area and an adequate responsiveness to the credit needs in the Augusta-Richmond County assessment area.

Lending Activity

In Georgia, Fifth Third originated 1,855 HMDA loans totaling $510.7 million and 521 small business loans totaling $65.7 million during the evaluation period.

Lending activity is adequate in the Atlanta-Sandy Springs-Roswell and Augusta-Richmond County assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is good. The geographic distribution is good in in the Atlanta-Sandy Springs-Roswell assessment area and adequate in the Augusta-Richmond County assessment area. Overall, moderate gaps in lending were identified in the assessment areas in Georgia.

The distribution of loans among borrowers of different income levels is adequate and good to businesses of different revenue sizes. Borrower distribution is adequate in in the Atlanta-Sandy Springs-Roswell assessment area and good in the Augusta-Richmond County assessment area. The distribution of loans to businesses of different revenue sizes is good in the Atlanta-Sandy Springs-Roswell assessment area and adequate in the Augusta-Richmond County assessment area.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Georgia, Fifth Third originated 22 community development loans totaling $211.7 million, which represented 3.5% of the Fifth Third's community development lending by dollar volume. Fifth Third was a leader in providing community development loans in the Atlanta-Sandy Springs-Roswell assessment area; however, Fifth Third made no community development loans in the Augusta-Richmond County assessment area, which is considered to be a poor level of community development loans. Therefore, Fifth Third makes a relatively high level of community development loans in Georgia.

Flexible Lending

Overall, Fifth Third consistently makes limited use of flexible lending practices within assessment areas located in Georgia.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Georgia is rated "Outstanding." Fifth Third funded $76.3 million in qualified community development investments in Georgia during the evaluation period, consisting of $40.8 million obtained from new investments made during the current review period and $35.5 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in the Atlanta-Sandy Springs-Roswell and Augusta-Richmond County assessment areas.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test with the assessment areas located in Georgia is rated "High Satisfactory." Its performance was good in the Atlanta-Sandy Springs-Roswell and Augusta-Richmond County assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's Service Test section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in the institution's assessment areas. Retail service distribution is good in Atlanta-Sandy Springs-Roswell and Augusta-Richmond County assessment areas.

Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly to low- and moderate-income geographies and individuals. No branches were opened or closed in low- or moderate-income tracts in Georgia during the evaluation period.

Banking services and business hours do not vary in a way that inconveniences any portions of the bank's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third provides a relatively high level of community development services. Fifth Third's performance is excellent in the Atlanta-Sandy Springs-Roswell assessment area and good in the Augusta-Richmond County assessment area.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE ATLANTA-SANDY SPRINGS-ROSWELL GA MSA #12060

The Atlanta-Sandy Springs-Roswell GA MSA includes Clayton, Cobb, DeKalb, Douglas, Forsyth, Fulton, Gwinnett, Paulding, Rockdale, and Walton counties. Fifth Third's assessment area excludes Barrow, Bartow, Butts, Cherokee, Coweta, Dawson, Fayette, Haralson, Heard, Henry, Jasper, Lamar, Morgan, Meriwether, Newton, Pickens, Pike, and Spalding counties. The assessment area is comprised of 86 low-, 179 moderate-, 227 middle-, and 249 upper-income tracts. There are also five tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked 16th out of 72 institutions with 0.7% of the deposit market share. SunTrust Bank had the majority of the market share with 30.1% of deposits, followed by Bank of America, Wells Fargo Bank, BB&T, and Synovus Bank with 19.6%, 19.1%, 5.0%, and 2.4% of the market share, respectively. Deposits in this assessment area accounted for 0.9% of the Fifth Third's total deposits, which was 88.7% of deposits within the state and the 22nd highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 1,727 HMDA loans and 507 CRA loans, which represented 1.7% and 1.3% of the total loans originated during the evaluation period, respectively. This was the 16th largest HMDA market and 17th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 55th among 745 HMDA reporters in the assessment area and Fifth Third ranked 189th. Wells Fargo Bank, Quicken Loans, SunTrust Bank, JPMorgan Chase Bank, and Fidelity Bank were the top five HMDA lenders in the assessment area. Fifth Third ranked 29th of 175 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Wells Fargo Bank, Bank of America, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Four community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a community development organization that serves Walton County, stated the local economy is improving. In the past 24 months, companies have invested $2.5 billion in new industry. The area is attracting new businesses that will be hiring several hundred employees in the next year; as a result, there is a need for new housing construction and construction-permanent loans. The contact stated there is also a need for banks to provide more small-dollar type loans for small businesses. The contact believed financial institutions are adequately meeting area credit needs.

The second contact, representing a community development organization that serves Cobb County, stated the county lost nearly 7,000 jobs during the recession (2008-2012). However, the contact believed that about 80.0% of the lost positions have been recovered. Several economic development initiatives are being executed along the I-75/I-285 corridor (e.g., new stadium and several planned office buildings). The contact stated there are opportunities for banks to ease credit standards for small businesses and startups and fund more small-dollar loans to these types of businesses. The contact believed banks are generally meeting the credit needs of the area, particularly community banks.

The third contact, representing a neighborhood development and affordable housing organization in the Atlanta area, stated Georgia's foreclosure rates have improved in the last year (by at least 15.0%) and housing values are on the rise. The contact stated the number of people who are seriously delinquent on their mortgages continues to decrease, but lower-income people continue to struggle to pay their mortgages because incomes have not bounced back. While banks have lessened some earlier restrictions, loan modification assistance requires a good deal of paperwork and takes about 90 days to get approved. It is an exhaustive process, thus many people procrastinate in starting the process. The contact believed housing markets in lower-income neighborhoods are not rebounding as quickly due to a lack of affordable, quality homes in the area. Housing that was previously affordable has increased 40.0% within the past several years, and gentrification has played a significant role in these extreme price increases. Gentrification tends to push low- and moderate-income people and families out of their neighborhoods and eventually prices them out being able to live there. The contact stated in addition to banks investing in LIHTC programs that support affordable rental-housing for lower-income individuals, banks could make it easier for lower-income individuals to get low-cost loans to either rehabilitate existing housing or construct new housing. Increased financial access for this purpose could be incredibly impactful in helping more lower-income people own their homes.

The final contact, representing an organization that provides services to low-income individuals within Atlanta, stated the majority of individuals in the community do not have credit or are unbanked. As a result, financial literacy is needed in this community. The contact indicated Fifth Third and Delta Community Credit Union provide financial literacy programs in the community. The contact also stated monetary donations are also important to this organization to help meet its obligations.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 4.0 million. About 30.8% of the population lived in low- and moderate-income tracts. In addition, 73.6% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Atlanta-Sandy Springs-Roswell MSA is the ninth largest in terms of population in the nation.[121] Fulton County is the largest county in the assessment area and the most populous county in Georgia.[122] Atlanta (located in Fulton County) is the largest city in the MSA and is the 39th most populous city in the U.S. Atlanta has 463,878 residents, its population growth increased by 10.1% between 2000 and 2015. In contrast, the cities of Sandy Springs, Roswell, and Marietta only have 105,330; 94,501; and 59,067 residents, respectively.[123]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase.[124] The population within the assessment area experienced positive growth between 2010 and 2015, with Forsyth County experiencing the greatest growth and DeKalb County experiencing the least growth in population during this time period. According to Moody's Analytics, by 2020, the Atlanta MSA is forecasted to be the eighth largest metropolitan area in the county with a population of nearly 6.4 million. Net migration to the Atlanta MSA from 2015 to 2020 is projected to reach nearly 122,700 averaging nearly 25,000 annually. Overall, this assessment area has a very robust domestic and foreign in-migration, which contributes to an increasing demand for employment and housing.

County	2010 Population	2015 Population	Population Percent Change
Clayton	192,162	273,955	42.6%
Cobb	521,535	741,334	42.1%
DeKalb	537,119	734,871	36.8%
Douglas	95,883	140,733	46.8%
Forsyth	118,897	212,438	78.7%
Fulton	696,540	1,010,562	45.1%
Gwinnett	575,496	895,823	55.7%
Paulding	97,788	152,238	55.7%
Rockdale	63,835	88,856	39.2%
Walton	61,857	88,399	42.9%
Total	**2,961,112**	**4,339,209**	**46.5%**

[121] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[122] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[123] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[124] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Income Characteristics

In 2010 the MSA median family income was greater ($68,992) than Georgia's at $58,790. The median family income in the MSA increased between 2014 and 2015 and decreased by nearly 5.0% between 2015 and 2016. Moody's Analytics noted through 2020, Atlanta's median household income growth of 3.4% annually will outpace that of the U.S. and will place Atlanta in the top quartile for MSA income growth.

Borrower Income Levels
Atlanta-Sandy Springs-Roswell, GA MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$70,100**	0	-	$35,049	$35,050	-	$56,079	$56,080	-	$84,119	$84,120	-	& above
2015	**$70,700**	0	-	$35,349	$35,350	-	$56,559	$56,560	-	$84,839	$84,840	-	& above
2016	**$67,200**	0	-	$33,599	$33,600	-	$53,759	$53,760	-	$80,639	$80,640	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[125] Forsyth and Paulding counties had the lowest poverty rates in 1999 and 2015. Fulton County had the highest poverty rate in 1999 and Clayton County had the highest rate in 2015. Clayton County also experienced the largest increase in poverty rate during the evaluation period. In 2015, Clayton and DeKalb counties had poverty rates higher than Georgia's; in addition, poverty rates for Clayton, DeKalb, Fulton, Rockdale, and Douglas counties and Georgia all exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[126] The following table shows the poverty rates for 1999[127] and 2015.

[125] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[126] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[127] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
Clayton	10.1%	23.3%	130.7%
Cobb	6.5%	11.4%	75.4%
DeKalb	10.8%	17.8%	64.8%
Douglas	7.8%	14.1%	80.8%
Forsyth	5.5%	6.3%	14.5%
Fulton	15.7%	16.0%	1.9%
Gwinnett	5.7%	12.6%	121.1%
Paulding	5.5%	8.8%	60.0%
Rockdale	8.2%	15.9%	93.9%
Walton	9.7%	12.7%	30.9%
Georgia	**13.0%**	**17.2%**	**32.3%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 1.6 million housing units and 942,615 families in the assessment area. From an income perspective, 33.2% of housing units, 20.8% of owner-occupied units, and 28.0% of families are located in low- or moderate-income tracts. Over three-quarters of the housing units in the low-income census tracts are either rental or vacant (78.0%) and only 22.0% are owner-occupied. In the moderate-income census tracts, well over half of the housing units are either rental or vacant (59.2%) and 40.8% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area. Additionally, a community contact stated there is a need for banks to make it easier for lower-income individuals to obtain low-cost loans to either rehabilitate existing housing or construct new housing. Increased financial access for this purpose could be incredibly impactful in helping more lower-income people own their homes.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was only 24 years old and only 5.5% of the stock was built before 1950. However, within the assessment area, the median age of housing stock was 37 years in low-income tracts and 28 years in moderate-income tracts. Therefore, there appears to be opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas. As stated above, a community contact stated there is a need for home improvement loans and construction loans to build new housing in lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $196,860 with an affordability ratio of 29.60. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values decreased between 2010 and 2011-2015 and median family incomes increased; as a result, housing became more affordable across the assessment area. However, Moody's Analytics noted the eroding affordability hurts in-migration.

During the evaluation period, the most affordable housing was in Clayton County and the least affordable was in Fulton County. Median gross rents increased across the assessment area, with renters in Paulding County experiencing the largest increase in rental rates and renters in Rockdale County experiencing a slight decrease in gross rental rates. In 2010, about 49.1% of renters across the assessment area had rent costs greater than 30.0% of income. Increasing rental rates may make it harder for potential homebuyers to save for a down payment for a home. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Georgia.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Clayton	$127,800	33.89	$85,200	48.05	$865	$881	1.8%
Cobb	$211,000	31.05	$197,400	33.37	$933	$1,006	7.8%
DeKalb	$190,000	27.03	$163,000	31.52	$922	$991	7.5%
Douglas	$157,300	35.51	$121,300	44.42	$912	$949	4.1%
Forsyth	$276,700	31.66	$267,300	33.23	$1,078	$1,172	8.7%
Fulton	$253,100	22.41	$241,300	23.71	$929	$1,001	7.8%
Gwinnett	$194,200	32.55	$167,700	35.95	$954	$1,043	9.3%
Paulding	$149,600	41.68	$133,500	45.03	$907	$1,018	12.2%
Rockdale	$169,900	32.83	$140,000	36.04	$933	$916	-1.8%
Walton	$164,900	31.37	$152,900	35.61	$784	$845	7.8%
Georgia	**$161,400**	**30.57**	**$148,100**	**33.50**	**$808**	**$879**	**8.8%**

According to Bankrate.com,[128] Georgia ranked 16th in foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[129]

[128] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[129] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Clayton	1:700
Cobb	1:1,865
DeKalb	1:1,549
Douglas	1:829
Forsyth	1:2,318
Fulton	1:1,643
Gwinnett	1:1,538
Paulding	1:1,500
Rockdale	1:1,121
Walton	1:1,252
Georgia	**1:1,645**
U.S.	**1:1,533**

In November 2016, Clayton and Douglas counties had the highest rates of foreclosure and Forsyth County had the lowest. In Fulton County, Atlanta had the fourth-highest foreclosure rate among municipalities at 1:1,686. A community contact mentioned the improving rates of foreclosure. As shown above, half the counties (including Fulton County) in this assessment area and Georgia have foreclosure rates that are below the nationwide foreclosure rate.

Building permits for this MSA, Georgia, and the nation are included in the following table for 2014, 2015, and 2016.[130]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Atlanta-Sandy Springs-Roswell MSA	26,683	30,342	13.7%	36,121	19.0%
Georgia	**39,673**	**45,549**	**14.8%**	**51,052**	**12.1%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The assessment area experienced increases in the number of housing permits issued between 2014 and 2015 and, to a greater extent, between 2015 and 2016. The increase in the number of permits could indicate there is an increasing demand for home purchase loans in this area. Two community contacts mentioned the need for new housing construction and construction-permanent loans in the area to meet the growing in-migration of residents. Moody's Analytics noted that construction remains strong, as builders accommodate robust residential and commercial demand.

[130] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Atlanta metropolitan area economy is in expansion, primarily due to diverse economy, distribution and cultural center, business-friendly environment, and strong demographics. The Atlanta area has a large and well-educated workforce pool and low corporate tax rates that aid in attracting new businesses and residents to the area. Atlanta is considered to be a major logistics hub, as 80.0% of the U.S. population can be reached from Atlanta in two days by truck. Additionally, Atlanta has proximity to the Port of Savannah (one of the largest regional container ports on the eastern seaboard), which is a bonus for trade and is considered to be a leading U.S. railroad hub. Atlanta is also considered to be a hub for research and development in that partnerships with local researchers have been instrumental to attracting businesses to the metropolitan area.

According to the Metro Atlanta Chamber,[131] Metropolitan Atlanta ranks third among cities with the highest Fortune 500 concentration, behind New York and Houston. In 2016, this MSA was home to 16 headquarters, including 14 in Atlanta.

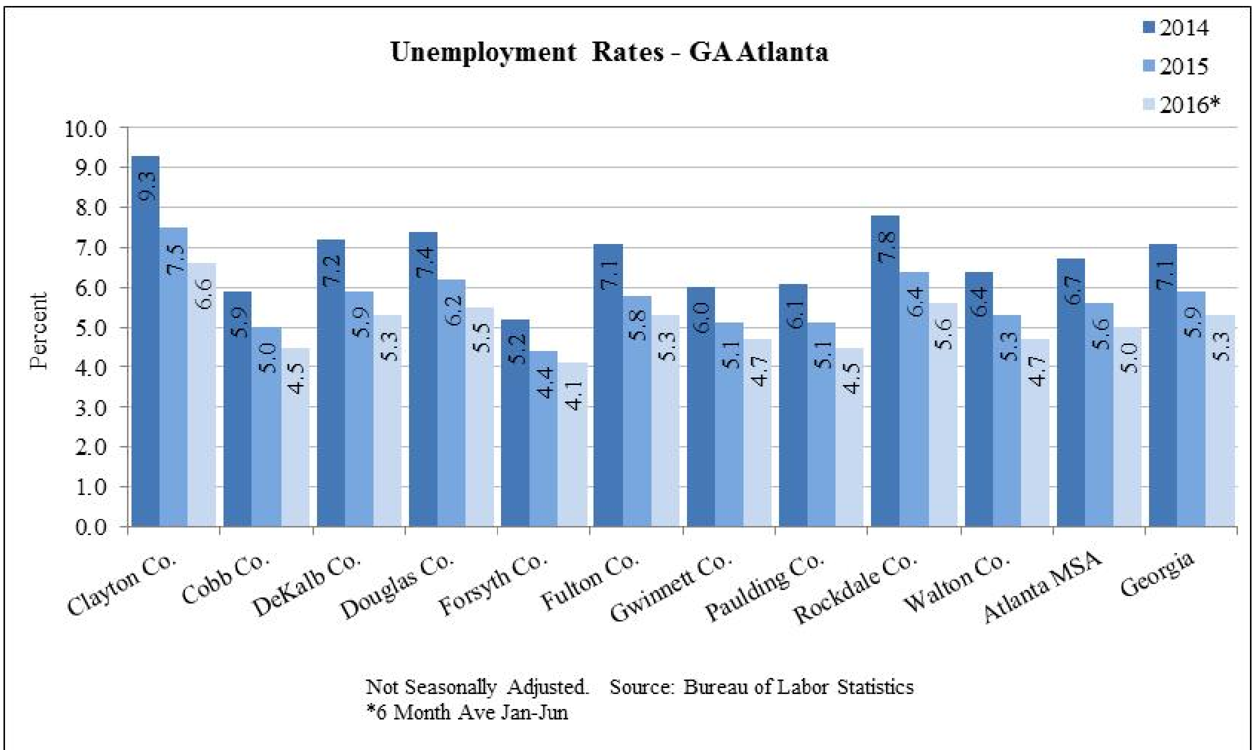
Atlanta MSA Fortune 500 Companies (2016)		
Rank	**Company**	**Annual Revenue**
28	Home Depot	$88.5 billion
48	United Parcel Service (UPS)	$58.4 billion
62	Coca-Cola Company	$44.3 billion
68	Delta Air Lines	$40.7 billion
162	The Southern Company	$17.5 billion
183	Genuine Parts Company (GPC)	$15.3 billion
249	First Data	$11.5 billion
320	HD Supply Holdings	$8.8 billion
323	**Veritiv Corporation**[132]	$8.7 billion
329	SunTrust Banks	$8.5 billion
360	AGCO Corporation	$7.5 billion
393	Asbury Automotive Group	$6.6 billion
397	Coca-Cola European Partners	$6.5 billion
409	NCR Corporation	$6.4 billion
433	PulteGroup, Inc.	$6.0 billion
434	Newell Brands	$5.9 billion

According to Moody's Analytics the top 15 employers in the MSA in 2016 were:

[131] Metro Atlanta Chamber: www.metroatlantachamber.com/resources/most-popular/fortune-500-fortune-1000-in-metro-atlanta
[132] Bold type indicates company new to the list in 2016. Veritiv was established in 2014 as a result of a merger within International Paper Company.

Company	Number of Employees
Delta Air Lines	29,970
Emory University	27,090
Wal-Mart Stores	26,000
AT&T	16,794
WellStar Health System	14,000
Piedmont Healthcare	11,000
Publix Supermarkets	9,819
Georgia Institute of Technology	9,564
Northside Hospital	9,467
Children's Healthcare of Atlanta	9,200
Home Depot	9,000
Emory Healthcare	8,648
Centers for Disease Control	8,639
Coca-Cola Company	8,000
Coreslab Structures	7,571

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 across the MSA and Georgia.



Unemployment rates declined each year in the assessment area and Georgia, with Clayton County having the highest and Forsyth County having the lowest unemployment rates during this time period. Two community contacts stated that since the recession, about 80.0% of the lost jobs in this area have been recovered; however, lower-income people continue to struggle to pay their mortgages because incomes have not rebounded to pre-recession levels.

According to *WSB-TV Atlanta*, in 2015 Coca-Cola Company announced 1,800 layoffs in North America and internationally; about 500 jobs are in Atlanta. The layoffs are to streamline and simply the company's structure and accelerate the growth of its global business. An economics professor stated while 500 local layoffs is a significant number of people, Atlanta has more than 2.5 million people working here and added nearly 60,000 jobs to payrolls over the past 12 months.[133] According to *The Atlanta Journal-Constitution*, even as Georgia's unemployment rate declines, companies continue to shut down or shed operations in moves impacting thousands of employees. The annual job cut total has risen steadily in recent years, from 6,820 in 2012 to 10,683 in 2015. However, by other measures Georgia's job market has vastly improved. Unemployment is falling, employers are adding tens of thousands of jobs, and pay is rising at a modest pace. The rising job cuts could reflect the trend in the large firms, as the law requires them to report job cuts and large firms have been hit harder by weakness in overseas markets and mergers. Filed layoff notices with Worker Adjustment and Retraining Notification Act (WARN) in 2016 include notices from the following companies warning of job cuts:

- Georgia Power (Atlanta) – 270 employees , layoff
- WellStar Health Systems (Marietta) – 521 employees, layoff
- Concentrix Corp. (Norcross/Gwinnett County) – 454 employees, facility closure
- MARTA (Atlanta) – 371 employees, layoff
- Delta Global Services (Atlanta) – 275 employees, contract.[134]

[133] WSB-TV Atlanta. "Coca-Cola Company announces 1,800 layoffs, 500 are local." *WSB-TV Atlanta.* January 8, 2015. - http://www.wsbtv.com/news/local/coca-cola-company-announces-1800-layoffs/54019331
[134] Grantham, Russell. "Layoff warnings up despite falling jobless rate." *The Atlanta Journal-Constitution.* August 22, 2016. - http://www.myajc.com/business/layoff-warnings-despite-falling-jobless-rate/RyjBrOw42FV2shJXk7qFzL/

Combined Demographics Report

Assessment Area: GA Atlanta

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	86	11.5	61,003	6.5	19,626	32.2	205,602	21.8
Moderate-income	179	24	202,695	21.5	34,226	16.9	156,322	16.6
Middle-income	227	30.4	336,219	35.7	26,602	7.9	176,142	18.7
Upper-income	249	33.4	342,698	36.4	12,728	3.7	404,549	42.9
Unknown-income	5	0.7	0	0	0	0	0	0
Total Assessment Area	**746**	**100.0**	**942,615**	**100.0**	**93,182**	**9.9**	**942,615**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	143,908	31,639	3.4	22	78,976	54.9	33,293	23.1
Moderate-income	398,607	162,547	17.4	40.8	170,796	42.8	65,264	16.4
Middle-income	543,772	349,403	37.5	64.3	138,094	25.4	56,275	10.3
Upper-income	545,976	388,923	41.7	71.2	109,826	20.1	47,227	8.7
Unknown-income	33	0	0	0	33	100	0	0
Total Assessment Area	**1,632,296**	**932,512**	**100.0**	**57.1**	**497,725**	**30.5**	**202,059**	**12.4**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	13,723	5.2	12,333	5	1,338	7.7	52	9.5
Moderate-income	53,696	20.3	49,287	20	4,253	24.4	156	28.5
Middle-income	86,593	32.7	81,553	33	4,870	28	170	31
Upper-income	110,683	41.8	103,600	42	6,915	39.7	168	30.7
Unknown-income	152	0.1	116	0	34	0.2	2	0.4
Total Assessment Area	**264,847**	**100.0**	**246,889**	**100.0**	**17,410**	**100.0**	**548**	**100.0**
	Percentage of Total Businesses:			**93.2**		**6.6**		**.2**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	37	3.6	34	3.3	3	15.8	0	0
Moderate-income	139	13.4	137	13.5	2	10.5	0	0
Middle-income	395	38.2	385	37.9	10	52.6	0	0
Upper-income	461	44.5	459	45.2	2	10.5	0	0
Unknown-income	3	0.3	1	0.1	2	10.5	0	0
Total Assessment Area	**1,035**	**100.0**	**1,016**	**100.0**	**19**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.2**		**1.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE ATLANTA-SANDY SPRINGS-ROSWELL GA MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated good. Fifth Third has demonstrated a good responsiveness to the credit needs of the community. In addition, Fifth Third originated 22 community development loans totaling $211.7 million. Fifth Third has a good geographic distribution of loans and moderate lending gaps. Fifth Third has a good distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and limited use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance and small business lending. There were an insufficient number of home improvement loans to analyze performance. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an adequate responsiveness to the credit needs within the assessment area. Fifth Third originated 974 home purchase, 721 refinance, 30 home improvement, 507 small business, and 22 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 1.6% exceeded the percentage of total deposits at 0.9% in this area.

Fifth Third made 82.8% of the HMDA and 90.4% of the CRA lending within its designated assessment area. However, while the majority of loans were made within the assessment area, a concentration of lending was identified in the excluded Cherokee County with 132 loans. No concentrations of lending were identified in other excluded counties within the assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	11	21.2%	16	30.8%	13	25.0%	12	23.1%
Percentage of Families by Family Income		***21.8%***		***16.6%***		***18.7%***		***42.9%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications in this assessment area for a meaningful analysis. Also, there was an insufficient volume of other modifications to analyze the distribution of modifications by census tract income. However, the percentage of other modifications made to low-income borrowers was comparable to the percentage of low-income families in the assessment area and the percentage of other modifications to moderate-income borrowers was substantially higher than the percentage of moderate-income families. Therefore, modifications helped Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Home purchase and refinance lending are adequate. Small business lending is excellent. Further, moderate lending gaps were noted for the assessment area, as shown in the following table.

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	86	56	34.9%
Moderate	179	58	67.6%
Middle	227	39	82.8%
Upper	249	13	94.8%
Unknown	5	5	0.0%
Total	**746**	**171**	**77.1%**

While overall lending gaps are considered reasonable, there was a significant level of lending gaps in low-income tracts. However, most of the low-income tracts with no loans are located in Atlanta, and these tracts have low owner-occupancy rates (22.0%) and high rental/vacancy rates (78.0%).

Home Purchase Loans

Fifth Third made 17 home purchase loans totaling $1.9 million in low-income tracts. This represents 1.7% of home purchase loans by volume, which is significantly below the percentage of owner-occupied units in these tracts at 3.4%, and 0.7% by dollar amount, which is substantially below proxy. The percentage of loans by volume was below the 2014 aggregate at 2.0% and slightly exceeded the 2015 aggregate at 2.0%. Since Fifth Third's performance was below proxy, but exceeded the aggregate of all lenders, the geographic distribution of home purchase loans in low-income tracts is good.

Fifth Third made 95 home purchase loans totaling $14.1 million in moderate-income tracts. This represents 9.8% of home purchase loans by volume, which is significantly below the percentage of owner-occupied units in these tracts at 17.4%, and 5.2% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 12.7% and was below the 2015 aggregate at 13.4%. Given that Fifth Third's performance was below proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in moderate-income tracts is adequate.

Fifth Third made 301 home purchase loans totaling $64.1 million in middle-income tracts. This represents 30.9% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 37.5%, and 23.5% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 35.6% and was below the 2015 aggregate of 37.0%.

Fifth Third made 561 home purchase loans totaling $192.2 million in upper-income tracts. This represents 57.6% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 41.7%, and 70.6% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 49.7% and exceeded the 2015 aggregate of 47.6%.

Overall, the geographic distribution of home purchase loans is adequate.

Refinance Loans

Fifth Third made 11 refinance loans totaling $1.9 million in low-income tracts. This represents 1.5% of refinance loans by volume and 0.9% by dollar amount, which is below the percentage of owner-occupied units at 3.4%. The percentage of loans by volume was below the 2014 aggregate at 1.9% and exceeded the 2015 aggregate at 1.8%. As Fifth Third's performance exceeded the aggregate of all lenders and only 22.0% of the housing units in low-income tracts are owner occupied, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 49 refinance loans totaling $6.4 million in moderate-income tracts. This represents 6.8% of refinance loans by volume and 3.2% by dollar amount, which is significantly below than the owner-occupied units at 17.4%. The percentage of loans by volume was significantly below the 2014 aggregate at 14.0% and was significantly below the 2015 aggregate at 11.4%. As Fifth Third's lending was significantly below proxy and the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is considered poor.

Fifth Third made 204 refinance loans totaling $38.7 million in middle-income tracts. This represents 28.3% of refinance loans by volume, which is less than the owner-occupied units in these tracts at 37.5%. Refinance loans by dollar amount (19.3%) was also below proxy. The percentage of loans by volume was below the 2014 aggregate at 35.7% and was below the 2015 aggregate at 33.7%.

Fifth Third made 457 refinance loans totaling $153.5 million in upper-income tracts. This represents 63.4% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 41.7%, and 76.6% by dollar amount, which exceeded proxy. The percentage of loans by volume also exceeded the 2014 aggregate at 48.4% and exceeded the 2015 aggregate at 53.2%.

Overall, the geographic distribution of refinance loans is adequate.

Small Business Loans

Fifth Third made 23 small business loans totaling $2.6 million in low-income tracts. This represents 4.5% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 5.0%, and 3.9% by dollar amount, which is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 4.6% and was comparable to the 2015 aggregate of 4.7%. Given that Fifth Third's performance was comparable to proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 126 small business loans totaling $20.8 million in moderate-income tracts. This represents 24.9% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 20.0%, and 32.1% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.6% and exceeded the 2015 aggregate of 18.0%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 132 small business loans totaling $11.0 million in middle-income tracts. This represents 26.0% of small business loans by volume, which is below the percentage of businesses in these tracts at 33.0%, and 16.9% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 28.7% and was below the 2015 aggregate of 28.9%.

Fifth Third made 226 small business loans totaling $30.5 million in upper-income tracts. This represents 44.6% of small business loans by volume, which exceeded the percentage of businesses in these tracts at 42.0%, and 47.0% by dollar amount, which exceeded proxy. The percentage of loans by volume was below the 2014 aggregate of 48.0% and was below the 2015 aggregate of 47.4%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is adequate based on borrower income and good for businesses of different revenue sizes. The borrower distribution is poor for home purchase loans and adequate for refinance loans.

Home Purchase Loans

Fifth Third made 36 loans totaling $3.4 million to low-income borrowers. This represents 3.7% of home purchase loans by volume and 1.2% by dollar amount, which is significantly below the percentage of low-income families at 21.8%. The percentage of loans by volume was below the 2014 aggregate of 8.1% and was below the 2015 aggregate of 7.4%. Given that Fifth Third's performance was significantly below proxy and below the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is poor.

Fifth Third made 78 loans totaling $10.7 million to moderate-income borrowers. This represents 8.0% of home purchase loans by volume and 3.9% by dollar amount, which is significantly below the percentage of moderate-income families at 16.6%. The percentage of loans by volume was significantly below the 2014 aggregate of 16.5% and was significantly below the 2015 aggregate of 16.9%. Given that Fifth Third's performance was significantly below proxy and aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is poor.

Fifth Third made 97 loans totaling $18.1 million to middle-income borrowers. This represents 10.0% of home purchase loans by volume, which is less than the percentage of middle-income families at 18.7%, and 6.6% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 17.1% and was below the 2015 aggregate of 17.3%.

Fifth Third made 475 loans totaling $177.1 million to upper-income borrowers. This represents 48.8% of home purchase loans by volume, which exceeds the percentage of upper-income families at 42.9%, and 65.0% of loans by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 38.0% and was below the 2015 aggregate of 37.6%.

Overall, the borrower distribution of home purchase loans is poor.

Refinance Loans

Fifth Third made 31 loans totaling $3.2 million to low-income borrowers. This represents 4.3% of refinance loans by volume, which is significantly below percentage of low-income families at 21.8%. The percentage of loans by dollar amount in these geographies at 1.6% is also significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.9% and was below the 2015 aggregate of 5.0%. Given that Fifth Third's performance was significantly below proxy and the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is adequate.

Fifth Third made 49 loans totaling $6.7 million to moderate-income borrowers. This represents 6.8% of refinance loans by volume, which is significantly below the percentage of moderate-income families at 16.9%, and 3.4% by dollar amount, which is also significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 12.3% and the 2015 aggregate of 10.7%. Given that Fifth Third's performance was significantly below proxy and below the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is adequate.

Fifth Third made 104 loans totaling $16.4 million to middle-income borrowers. This represents 14.4% of refinance loans by volume, which is below the percentage of middle-income families at 18.7%, and 8.2% by dollar amount, which is also below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 15.7% and was below the 2015 aggregate of 15.6%.

Fifth Third made 342 loans totaling $132.2 million to upper-income borrowers. This represents 47.4% of refinance loans by volume, which exceeds the percentage of upper-income families at 42.9%. The percentage of loans by dollar amount at 66.0% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 40.0% and was slightly below the 2015 aggregate of 42.5%.

Overall, the borrower distribution of refinance loans is adequate.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 57.4% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance in 2014 exceeded the 2014 aggregate of 51.9% and was comparable to the 2015 aggregate of 56.6%, but was significantly below the percentage of small businesses in the assessment area at 93.2%. Also, Fifth Third made a reasonable percentage of small-dollar loans (74.6%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, several community contacts indicated there is a need for small-dollar loans to small businesses.

Community Development Loans

Fifth Third originated 22 community development loans totaling $211.7 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
2	23,003,998	9	52,920,000	10	134,926,984	1	800,000

Community development lending in the assessment area represents 3.5% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's seventh-highest percentage of community development lending during the evaluation period. Fifth Third's performance is especially strong because of the high competition for community development loans and a number of large national banks in the area. Fifth Third only has 0.7% of the deposit market share. As such, Fifth Third is considered a leader in community development lending.

Examples of community development lending include, but are not limited to:

- Loan to a private equity firm that partners with developers and investors who develop affordable housing and expand renewable energy through the use of state tax credits
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations, such as one company was able to add 17 new jobs and retain 206 jobs in a low-income geography
- Loan that supports eligible activities in a designated Empowerment Zone

- Working capital loan that supports a nonprofit that provides creative arts activities to low- and moderate-income students to encourage innovation

The affordable housing loans were deemed to be responsive, as community contacts specifically mentioned the need for these types of loans. The economic development loans were also considered to be responsive, since job creation is a significant need in this assessment area.

Flexible Lending Programs

Fifth Third had 170 flexible lending loans in this assessment area: 119 government loans, nine down payment assistance loans, and 42 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	0.8%	0.5%	3.4%	10.1%	7.1%	17.4%	51.3%	43.5%	37.5%	37.8%	48.9%	41.7%
Down Payment Assistance Programs	33.3%	43.3%	3.4%	44.4%	29.2%	17.4%	11.1%	12.7%	37.5%	11.1%	14.8%	41.7%
Other Flexible Lending Programs	0.0%	0.0%	3.4%	11.9%	8.9%	17.4%	42.9%	40.0%	37.5%	45.2%	51.1%	41.7%
Total	**2.4%**	**1.5%**	**3.4%**	**12.4%**	**8.2%**	**17.4%**	**47.1%**	**41.8%**	**37.5%**	**38.2%**	**48.5%**	**41.7%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	15.1%	8.5%	21.8%	21.8%	15.9%	16.6%	25.2%	23.5%	18.7%	36.1%	51.1%	42.9%
Down Payment Assistance Programs	44.4%	36.0%	21.8%	22.2%	20.7%	16.6%	11.1%	11.6%	18.7%	22.2%	31.7%	42.9%
Other Flexible Lending Programs	21.4%	14.9%	21.8%	11.9%	7.7%	16.6%	21.4%	19.6%	18.7%	42.9%	54.0%	42.9%
Total	**18.2%**	**10.9%**	**21.8%**	**19.4%**	**14%**	**16.6%**	**23.5%**	**22.2%**	**18.7%**	**37.1%**	**51.3%**	**42.9%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts, by number and dollar amount, was below the percentage of owner-occupied units in these tracts; however, down payment assistance programs in these tracts significantly exceeded proxy. The percentage of lending in moderate-income tracts, by volume and dollar amount, was below the percentage of owner-occupied units; however, down payment assistance programs in these tracts significantly exceeded proxy.

Fifth Third's lending by volume and dollar amount to low-income borrowers was below the percentage of low-income families in the assessment area. The percentage of lending by volume to moderate-income borrowers exceeded the percentage of moderate-income families for government loan and down payment assistance programs. The percentage of dollar amount to moderate-income borrowers was slightly below the moderate-income families in the assessment area.

Fifth Third made limited use of flexible lending practices is serving assessment area credit needs, as lending through flexible loan programs to moderate-income borrowers was excellent. Lending in moderate-income geographies and to low-income borrowers was good and adequate in low-income geographies.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 142 qualified investments totaling $73.6 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
30	39,681,392	33	121,993	4	7,175	68	248,066

Also included in the total number of investments are seven prior period investments totaling $33.5 million. Overall, Fifth Third made 4.5% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 0.9% and greater than the percentage of branch offices at 2.2%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which was an important need expressed by several community contacts. Fifth Third made 116 donations totaling $422,124 that supported charitable organizations, local schools, small businesses, food banks, churches, and affordable housing. The majority (58.0%) of Fifth Third's donations supported services to low- and moderate-income individuals. Due to the high poverty and unemployment rates, services to low- and moderate-income individuals are deemed to be responsive to needs in the assessment area.

Service Test

Fifth Third's performance under the service test in this assessment area is rated good. Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, no banking centers were opened or closed. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 29 banking centers within this assessment area, including one in low-, six in moderate-, 11 in middle-, and 11 in upper-income census tracts. Fifth Third banking centers in this assessment area represent 2.2% of all its banking centers.

Fifth Third has a total of 39 full-service ATMs within this assessment area, including two in low-, 11 in moderate-, 14 in middle-, and 12 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: GA Atlanta

Tract Category		Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	1	3.5%	0	0	Total	3	3.4%	2	5.1%	1	2.1%	86	11.5%	7.7%	5.1%
DTO	0		0	0	SA	3		2		1					
Moderate	6	20.7%	0	0	Total	29	33.3%	11	28.2%	18	37.5%	179	24.0%	23.3%	20.0%
DTO	0		0	0	SA	29		11		18					
Middle	11	37.9%	0	0	Total	31	35.6%	14	35.9%	17	35.4%	227	30.4%	34.1%	32.4%
DTO	0		0	0	SA	31		14		17					
Upper	11	37.9%	0	0	Total	24	27.6%	12	30.8%	12	25.0%	249	33.4%	34.9%	42.4%
DTO	0		0	0	SA	24		12		12					
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	5	0.7%	0.0%	0.1%
DTO	0		0	0	SA	0		0		0					
Total	29	100.0%	0	0	Total	87	100.0%	39	100.0%	48	100.0%	746	100.0%	100.0%	100.0%
DTO	0		0	0	SA	87		39		48					

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered poor, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, Fifth Third's branch distribution within moderate-income tracts was considered good.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 2,932 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 2.5% of all community development services provided and equates to 1.41 annualized persons (ANP).

Affordable Housing	Economic Development	Community Services
# of Hours	***# of Hours***	***# of Hours***
58	668	2,206

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development. Community development services include 1,418 hours of providing financial literacy through local nonprofits and school programs, 1,148 hours serving on boards and committees, 334 hours providing technical assistance to non-profits and local business, and 32 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy and other community services to low- and moderate-income individuals. Several community contacts mentioned the need for financial literacy training to provide assistance with establishing or re-establishing access to credit.

METROPOLITAN AREA
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF GEORGIA

- Augusta-Richmond County GA-SC MSA
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 9.4% of its branches in Georgia.
  - As of June 30, 2016, Fifth Third had $120,106 in deposits in this assessment area, representing a market share of 2.3% and 11.3% of its statewide deposits.

Since there are no branches in the South Carolina portion of the MSA and Fifth Third only takes the counties in Georgia that are part of this MSA, the Augusta-Richmond County GA-SC MSA is evaluated under Georgia and not as a separate MSA.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF GEORGIA

Through the use of available data, including performance and demographic information, the assessment area's performance was evaluated and compared with Fifth Third's performance, resulting in a weaker performance in the assessment area. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Augusta-Richmond County MSA	Below	Consistent	Consistent

For the lending test, Fifth Third received a "High Satisfactory" rating in Georgia. Performance in the Augusta-Richmond County assessment area was below Fifth Third's performance for the state. A lesser geographic distribution of loans and no community development loans contributed to weaker performance in the Augusta-Richmond County assessment area. The Augusta-Richmond County assessment area had a moderate level of lending gaps, which was consistent to the performance for the state.

For the investment test, Fifth Third received an "Outstanding" rating for Georgia. The investment activity in the Augusta-Richmond County assessment area was consistent to the performance for the state.

For the service test, Fifth Third received a "High Satisfactory" rating for Georgia. Overall, performance in the Augusta-Richmond County assessment area was consistent with Fifth Third's performance for the state. Retail services were consistent with performance for the state. Qualified community development services were good. The weaker community development services performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third's operational presence in this assessment area.

The performance in the limited-scope assessment area did not change the overall state rating.

STATE OF ILLINOIS

CRA RATING for State of Illinois:[135] Satisfactory
The lending test is rated: Low Satisfactory
The investment test is rated: High Satisfactory
The service test is rated: Low Satisfactory

The major factors supporting this rating include:

- A adequate responsiveness to credit needs;
- An adequate geographic distribution of loans throughout the assessment area;
- A good distribution of loans among borrowers of different income levels and an adequate distribution to businesses of different revenue sizes;
- Exhibits adequate record of serving the credit needs of low-income individuals and areas and very small businesses;
- An adequate level of community development loans;
- A significant level of qualified community development investments and grants;
- Occasionally in a leadership position in providing community development investments and grants;
- Retail delivery systems are reasonably accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that generally has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- An adequate level of community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for non-metropolitan Southern Illinois and limited-scope reviews were performed on the remaining three assessment areas: the Carbondale-Marion MSA, the Rockford MSA and non-metropolitan Northern Illinois. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

[135] For institutions with branches in two or more states in a multi-state metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multi-state metropolitan area. Refer to the multi-state metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF ILLINOIS

Lending activity accounted for 0.4% of Fifth Third's total lending activity, while deposits accounted for 0.4% of its total deposits. HMDA-reportable lending in Illinois represented 0.4% of the bank's total HMDA lending, while CRA-reportable lending represented 0.4% of the bank's total CRA lending. Due to Fifth Third's extensive CRA footprint in the Chicago multi-state assessment area, Fifth Third collectively ranks ninth among 550 insured institutions in Illinois. For the purpose of this evaluation, Fifth Third only has 12 banking centers in Illinois.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF ILLINOIS

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Illinois is rated "Low Satisfactory." Fifth Third's lending reflects an adequate responsiveness to the credit needs in all four of the following assessment areas in Illinois: non-metropolitan Southern Illinois, Carbondale-Marion, non-metropolitan Northern Illinois, and Rockford.

Lending Activity

In Illinois, Fifth Third originated 432 HMDA loans totaling $41.0 million and 172 small business loans totaling $17.7 million during the evaluation period.

Lending activity in all four assessment areas is adequate in Illinois.

Geographic and Borrower Distribution

The distribution of loans among geographies is adequate. The geographic distribution is good in non-metropolitan Southern Illinois and adequate in the remaining three assessment areas.

A low level of lending gaps was identified. There was a low level of lending gaps in non-metropolitan Southern Illinois and the Carbondale-Marion assessment areas and a low level of lending gaps in non-metropolitan Northern Illinois. The Rockford assessment area had a moderate level of lending gaps.

The distribution of loans among borrowers of different income levels is good and adequate to businesses of different revenue sizes. Borrower distribution is good in non-metropolitan Southern Illinois and adequate in the remaining three assessment areas. The distribution of loans to businesses of different revenue sizes is adequate in all four assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Illinois, Fifth Third originated five community development loans totaling $52.8 million, which represented 0.9% of the Fifth Third's community development lending by dollar volume and resulted in an adequate level of community development lending in Illinois. Fifth Third made an adequate level of community development loans in non-metropolitan Southern Illinois, non-metropolitan Northern Illinois, and the Rockford assessment area. Fifth Third did not make any community development loans in Carbondale-Marion assessment area, which is considered to be a poor level of community development lending.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Illinois is rated "High Satisfactory." Fifth Third funded $13.7 million in qualified community development investments in Illinois during the evaluation period, consisting of $3.1 million obtained from new investments made during the current review period and $10.6 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in non-metropolitan Northern Illinois and good in the Carbondale-Marion assessment area. The level of qualified investments is adequate in the remaining two assessment areas.

Fifth Third was considered responsive to the credit and community development needs in the state; therefore, investments without a purpose, mandate, or function of serving Fifth Third's assessment areas in Illinois were considered to positively impact state performance. Fifth Third made $301,240 in qualified investments, typically in the form of LIHTCs that benefited counties within the state, but outside Fifth Third's delineated assessment areas within Illinois.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test with the assessment areas located in Illinois is rated "Low Satisfactory." Fifth Third's performance is adequate in non-metropolitan Southern Illinois and in the Carbondale-Marion assessment areas and good in the remaining two assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are reasonably accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in the institution's assessment areas. Retail service distribution is adequate in non-metropolitan Southern Illinois and the Rockford assessment area and good in the remaining two assessment areas.

Fifth Third's record of opening and closing banking centers has improved the accessibility of its delivery systems, particularly to low- and moderate-income geographies and individuals. No branches were opened or closed in low – or moderate-income tracts during the evaluation period.

Banking services and business hours do not vary in a way that inconveniences any portions of the bank's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third provides an adequate level of community development services. Fifth Third's performance is excellent in the Rockford assessment area and good in non-metropolitan Northern Illinois. The level of community development services is adequate in the remaining two assessment areas.

NON-METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN NON-METROPOLITAN SOUTHERN ILLINOIS

Non-metropolitan Southern Illinois consists of Effingham and Jefferson counties. The assessment area is comprised of one low-, two moderate-, 12 middle-, and four upper-income tracts. There were no distressed/underserved middle-income tracts in the assessment area during the evaluation period.

As of June 30, 2016, Fifth Third ranked eighth out of 20 institutions with 5.2% of the deposit market share. Midland States Bank had the majority of the market share 18.8% of deposits, followed by JP Morgan Chase Bank, Dieterich Bank, and Washington Savings Bank with 15.0%, 12.9%, and 8.6% of the market share, respectively. Deposits in this assessment area accounted for 0.1% of the Fifth Third's total deposits. This was 34.8% of deposits within the state and the 41st highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 158 HMDA loans and 73 CRA loans, which represented 0.2% and 0.2% of the total loans originated during the evaluation period, respectively. This was the 50th largest HMDA market and 48th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third ranked ninth among 118 HMDA reporters in the assessment area and Fifth Third Mortgage Company ranked 12th. First National Bank of Dieterich, U.S. Bank, Peoples National Bank, State Bank of Lincoln, and Midland States Bank, and JPMorgan Chase Bank, were the top six HMDA lenders in the assessment area. Fifth Third ranked 19th of 45 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Chase Bank USA, PNC Bank, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Four community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an economic development organization, stated the economy is still struggling in Southern Illinois area. Unemployment and poverty rates remain high and property values have not rebounded. The contact stated financial institutions serving this area tend to be smaller community banks or larger regional or multi-regional institutions actively competing for bankable loans and engaged in business development and outreach. The contact believed while Illinois' ongoing fiscal problems are a major obstacle to getting large-scale infrastructure and economic development projects funded in this region, there are opportunities for financial institutions and other private sector businesses to partner with the public sector and invest in small scale public works projects. Generally, lenders are trying to meet the credit needs in this community and to work with borrowers having financial difficulties.

The second contact, representing a community action agency that assists lower-income individuals, stated the local economy varies by county; some counties are faring better than others. The contact believed financial institutions are actively involved in the community. The contact specifically mentioned Midland State Bank and Fifth Third as being particularly active within the community.

The third contact, representing an organization that offers regional economic, research-based information, stated the economic situation differs from county to county in this area. For example, some counties in this area have lower unemployment rates, while others have unemployment rates above state and national averages. The contact believed low- and moderate-income individuals are still not able to buy homes and the need for a sufficient supply of quality, affordable, and stable rental housing is increasingly important. The contact stated that community banks appear to be actively involved in the community.

The fourth contact, representing an organization that provides services to entrepreneurs and small business owners, stated the economic conditions in Southern Illinois are still in recovery. The contact believed there is a need for financial institutions to fund smaller-dollar loans for start-up businesses and established small businesses. The contact indicated that there is also a need for financial literacy programs to help children become better-informed consumers and more prudent borrowers in the future.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 73,069. Less than 10.0% the population lived in the three low- and moderate-income tracts. In addition, 76.7% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, Effingham is the largest city in Effingham County, which has 12,604 residents, a 2.2% increase in population since April 1, 2010. Mount Vernon is the largest city in Jefferson County and has 15,087 residents, a 1.3% decrease in population since April 1, 2010.[136]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase and decrease.[137] The population within the assessment area experienced overall negative growth between 2010 and 2015, with Effingham County experiencing slight positive growth in population during this time period. Overall, this assessment area's population appears to be fairly steady; however, according to multiple community contacts, economic conditions contributed to a decreasing demand for home purchase loans.

[136] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[137] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Effingham	34,242	34,371	0.4%
Jefferson	38,827	38,358	-1.2%
Total	**73,069**	**72,729**	**-0.5%**

Income Characteristics

In 2010 the assessment area's median family income was less ($55,777) than Illinois' at $68,236. The median family income in the assessment area increased between 2014 and 2015 and decreased slightly between 2015 and 2016.

Borrower Income Levels
Illinois State Non-Metropolitan Area

FFIEC Estimated Median Family Income		Low	Moderate	Middle	Upper
		0 - 49.99%	50% - 79.99%	80% - 119.99%	120% - & above
2014	**$58,600**	0 - $29,299	$29,300 - $46,879	$46,880 - $70,319	$70,320 - & above
2015	**$60,100**	0 - $30,049	$30,050 - $48,079	$48,080 - $72,119	$72,120 - & above
2016	**$58,000**	0 - $28,999	$29,000 - $46,399	$46,400 - $69,599	$69,600 - & above

Poverty rates increased in the assessment area from 1999 to 2015.[138] Jefferson County had the highest poverty rates in 1999 and 2015 and experienced the largest increase in poverty rates during the evaluation period. In 2015, Jefferson County and Illinois poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. A community contact stated the economic situation differs from county to county in this area and that poverty rates remain high. The following table shows the poverty rates for 1999[139] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Effingham	8.1%	9.8%	21.0%
Jefferson	12.3%	16.7%	35.8%
Illinois	**10.7%**	**13.6%**	**27.1%**
U.S.	**11.8%**	**13.5%**	**14.4%**

[138] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[139] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 31,637 housing units and 19,315 families in the assessment area. From an income perspective, 10.8% of housing units, 7.5% of owner-occupied units, and 8.6% of families are located in low- or moderate-income tracts. Three-quarters of the housing units in the low-income census tracts are either rental or vacant (75.0%) and 25.1% are owner-occupied. In the moderate-income census tracts, 44.7% of the housing units are either rental or vacant and 55.4% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be limited credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 37 years old and 22.3% of the stock was built before 1950. However, within the assessment area, the median age of housing stock was 57 years in low- and moderate-income tracts. Therefore, there appears to be opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $95,758 with an affordability ratio of 46.51. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values increased between 2010 and 2011-2015, as did median family incomes; as a result, housing became more affordable in Effingham County and slightly less affordable in Jefferson County during the evaluation period. Median gross rents increased across the assessment area, with renters in Jefferson County experiencing the largest increase in rental rates. In 2010, about 39.8% of renters across the assessment area had rent costs greater than 30.0% of income. Increasing rental rates may make it more difficult for potential homebuyers to save for a down payment for a home. A community contact stated that low- and moderate-income individuals are still not able to buy homes, which means the need for a sufficient supply of quality, affordable, and stable rental housing has become increasingly important. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Illinois.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Effingham	$106,500	46.49	$128,200	40.74	$541	$581	7.4%
Jefferson	$85,800	47.97	$87,300	49.54	$546	$590	8.1%
Illinois	**$202,500**	**27.52**	**$173,800**	**31.01**	**$834**	**$907**	**8.8%**

According to Bankrate.com,[140] Illinois ranked seventh for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[141]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Effingham	1:3,045
Jefferson	1:995
Illinois	**1:1,036**
U.S.	**1:1,533**

In November 2016, Jefferson County had the highest rate of foreclosure. In addition, the Jefferson County rate of foreclosure exceeded Illinois and nationwide foreclosure rates.

Labor, Employment, and Economic Characteristics

According to Effingham Regional Alliance,[142] the top ten employees represent a diverse set of industries:

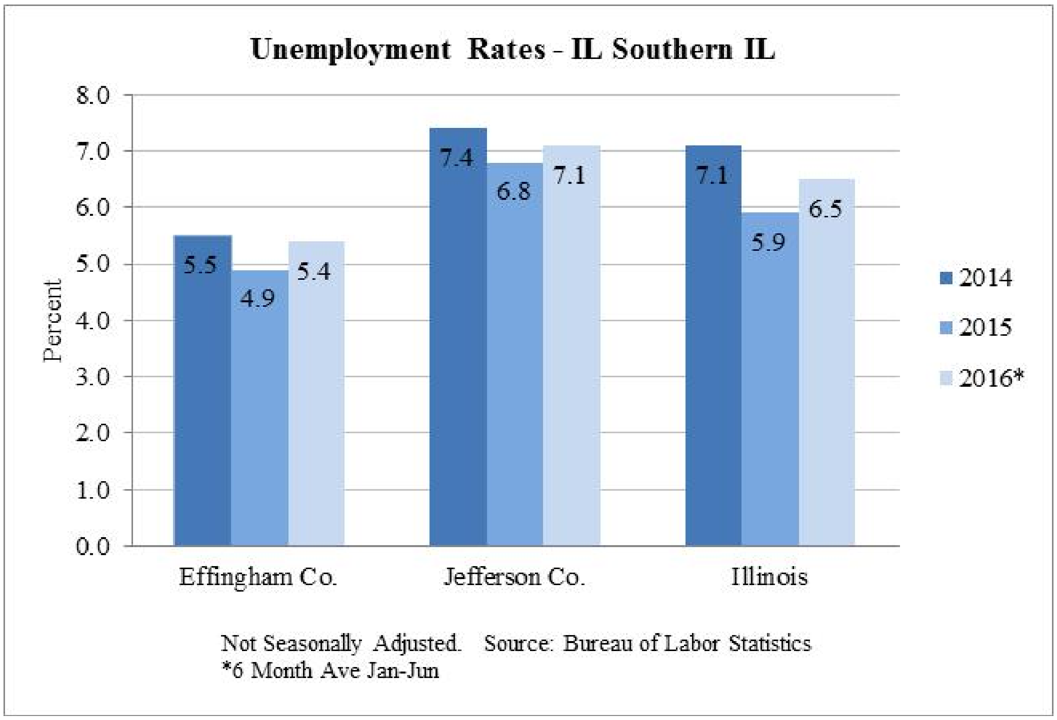
Effingham County Major Employers	
Company	**Number of Employees**
Quad Graphics (manufacturing)	826
HSHA St. Anthony's Memorial Hospital (health care)	784
Sherwin-Williams Company (paint products/distribution)	451
Patterson Companies, Inc. (dental software)	440
Stevens Industries, Inc. (manufacturing)	400
Three Z Printing (commercial printing)	375
Heartland Dental Care (professional services)	343
Effingham Equity (agriculture)	338
FedEx (distribution)	320
Martin's IGA (grocery store)	285

According to Jefferson County Development Corporation,[143] the employee base for business is regional and is drawn from eight surrounding counties. The economic strength, stability, and growth of Jefferson County have significant impact on the Southern Illinois region. Jefferson County is home to three of the largest employers in Southern Illinois:

[140] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[141] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[142] Effingham Regional Alliance: http://www.effinghamregionalalliance.com/regional-employers/
[143] Jefferson County Development Corporation: http://www.jeffcodev.org/profile_jeffersoncounty.html

Jefferson County Major Employers	
Company	**Number of Employees**
Continental Tire the Americas	3,200
Walgreens Distribution Center	1,385
Good Samaritan Regional Health Center	1,108

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 across the assessment area and Illinois.



Effingham County had unemployment rates below Jefferson County and Illinois, while Jefferson County's unemployment rate was above Illinois' and Effingham County's rates. Three community contacts stated the economic situation differs from county to county, as some counties in this area have lower unemployment rates, while other counties have unemployment rates above state and national averages. These comments are reflected in the table above.

No major layoffs were noted in this assessment area during the evaluation period.

Combined Demographics Report

Assessment Area: IL Southern IL

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	5.3	269	1.4	161	59.9	3,750	19.4
Moderate-income	2	10.5	1,396	7.2	322	23.1	3,214	16.6
Middle-income	12	63.2	12,834	66.4	1,255	9.8	4,437	23
Upper-income	4	21.1	4,816	24.9	240	5	7,914	41
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**19**	**100.0**	**19,315**	**100.0**	**1,978**	**10.2**	**19,315**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	733	184	0.8	25.1	355	48.4	194	26.5
Moderate-income	2,670	1,478	6.7	55.4	735	27.5	457	17.1
Middle-income	20,682	14,491	65.4	70.1	4,591	22.2	1,600	7.7
Upper-income	7,552	6,009	27.1	79.6	983	13	560	7.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**31,637**	**22,162**	**100.0**	**70.1**	**6,664**	**21.1**	**2,811**	**8.9**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	213	6.3	179	6	29	9.2	5	10.2
Moderate-income	170	5.1	151	5	18	5.7	1	2
Middle-income	2,099	62.6	1,884	63	184	58.4	31	63.3
Upper-income	873	26	777	26	84	26.7	12	24.5
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**3,355**	**100.0**	**2,991**	**100.0**	**315**	**100.0**	**49**	**100.0**
	Percentage of Total Businesses:			**89.2**		**9.4**		**1.5**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	2	0.5	2	0.5	0	0	0	0
Middle-income	276	70.8	274	70.8	2	66.7	0	0
Upper-income	112	28.7	111	28.7	1	33.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**390**	**100.0**	**387**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.2**		**.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NON-METROPOLITAN SOUTHERN ILLINOIS

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated adequate. Fifth Third has demonstrated an adequate responsiveness to the credit needs of the community. In addition, Fifth Third originated one community development loan totaling $28.3 million in the area. Fifth Third has a good geographic distribution of loans, with no lending gaps. Fifth Third has a good distribution among borrowers of different income levels and adequate to businesses of different revenue sizes and exhibits an adequate record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less.

Greatest consideration was given to the evaluation of refinance lending based on the overall volume of lending, followed by small business, and home purchase lending. There were an insufficient number of home improvement loans to analyze performance. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding aggregate lending, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an adequate responsiveness to the credit needs within the assessment area. Fifth Third originated 77 refinance, 56 home purchase, 25 home improvement, 73 small business, and one community development loans during the evaluation period. The percentage of Fifth Third's total lending at 0.2% is slightly greater than the percentage of total deposits at 0.1% in this area.

Geographic Distribution of Loans

Overall, the geographic distribution of loans is good. Refinance lending, which is the largest loan category, is good, while performance for home purchase is adequate. Small business lending is good. Further, no lending gaps were noted for the assessment area, as shown in the following table.

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	1	0	100.0%
Moderate	2	0	100.0%
Middle	12	0	100.0%
Upper	4	0	100.0%
Total	**19**	**0**	**100.0%**

Fifth Third's excellent penetration of loans throughout the assessment area helped to enhance performance, resulting in an overall good loan penetration throughout the assessment area.

Refinance Loans

Fifth Third did not originate any loans in the one low-income tract in the assessment area and there were no loans made by the aggregate of all lenders. However, only 2.0% of the population in this assessment area lives in the low-income census tracts. Also, only 0.8% of the owner-occupied housing units are located in the low-income tract, leaving little opportunity for home mortgage lending. Therefore, the geographic distribution of refinance loans in low-income tracts is considered adequate.

Fifth Third made four refinance loans totaling $173,000 in moderate-income tracts. This represents 5.2% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 6.7%. The percentage of loans by dollar amount at 2.7% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 3.9% and the 2015 aggregate at 2.4%. As Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 47 refinance loans totaling $3.6 million in middle-income tracts. This represents 61.0% of refinance loans by volume, which is below the owner-occupied units in these tracts at 65.4%. Also, refinance loans by dollar amount (56.1%) was below proxy. The percentage of loans by volume was below the 2014 aggregate at 67.1% and w the 2015 aggregate at 64.8%.

Fifth Third made 26 refinance loans totaling $2.6 million in upper-income tracts. This represents 33.8% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 27.1%, and 41.2% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate at 29.1% and the 2015 aggregate at 31.9%.

Overall, the geographic distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made one home purchase loan totaling $22,000 in the low-income tract. This represents 1.8% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 0.8%, and 0.3% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 0.5% and the 2015 aggregate at 0.1%. While Fifth Third's performance exceeded the proxy, the volume of loans was small; therefore, the geographic distribution of home purchase loans in low-income tracts is good.

Fifth Third made one home purchase loan totaling $21,000 in moderate-income tracts. This represents 1.8% of its home purchase loans by volume, which is significantly below the percentage of owner-occupied units in these tracts at 6.7%, and 0.3% by dollar amount, which was significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 4.9% and was below the 2015 aggregate at 3.1%. As Fifth Third's performance was significantly below proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in moderate-income tracts is poor.

Fifth Third made 35 home purchase loans totaling $4.4 million in middle-income tracts. This represents 62.5% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 65.4%, and 63.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 60.9% and exceeded the 2015 aggregate of 68.4%.

Fifth Third made 19 home purchase loans totaling $2.5 million in upper-income tracts. This represents 33.9% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 27.1%, and 36.2% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 33.7% and was below the 2015 aggregate of 31.6%.

Overall, the geographic distribution of home purchase loans is adequate.

Small Business Loans

Fifth Third made one small business loans totaling $5,000 in the low-income tract. This represents 1.4% of small business loans by volume, which is below the percentage of businesses in these tracts at 6.0%, and <0.1% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 5.8% and was below the 2015 aggregate of 6.1%. A community contact indicated the economic conditions in Southern Illinois as generally adverse with limited opportunities due to high unemployment and poverty. Financial institutions are actively competing for bankable loans and are engaged in business development. Therefore, the geographic distribution of small business loans in low-income tracts is adequate.

Fifth Third made four small business loans totaling $66,000 in moderate-income tracts, which represents 5.5% of small business loans by volume, which slightly exceeds the percentage of businesses in these tracts at 5.0%. This also represents 0.5% small business loans by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 6.2% and was below the 2015 aggregate of 5.2%. Given that Fifth Third's performance slightly exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 50 small business loans totaling $10.3 million in middle-income tracts. This represents 68.5% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 63.0%, and 83.2% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 62.0% and exceeded the 2015 aggregate of 63.9%.

Fifth Third made 18 small business loans totaling $2.0 million in upper-income tracts. This represents 24.7% of small business loans by volume, which is below the percentage of businesses in these tracts at 26.0%, and 16.3% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.4% and slightly exceeded the 2015 aggregate of 21.2%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is good based on borrower income and adequate for businesses of different revenue sizes. Borrower distribution is good for refinance and excellent for home purchase loans.

Refinance Loans

Fifth Third made nine loans totaling $445,000 to low-income borrowers. This represents 11.7% of refinance loans by volume, which is below the percentage of low-income families at 19.4%. The percentage of loans by dollar amount in these geographies at 6.9% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.0% and the 2015 aggregate of 7.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 20 loans totaling $1.2 million to moderate-income borrowers. This represents 26.0% of refinance loans by volume, which significantly exceeds the percentage of moderate-income families at 16.6%, and 19.3% by dollar volume, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 12.8% and significantly exceeded the 2015 aggregate of 17.3%. As Fifth Third's performance significantly exceeded proxy and the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 19 loans totaling $1.5 million to middle-income borrowers. This represents 24.7% of refinance loans by volume, which exceeds the percentage of middle-income families at 23.0%, and 23.1% by dollar amount, which is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 24.5% and was comparable to the 2015 aggregate of 24.8%.

Fifth Third made 27 loans totaling $3.0 million to upper-income borrowers. This represents 35.1% of refinance loans by volume, which is below the percentage of upper-income families at 41.0%, while the percentage of loans by dollar amount at 47.0% exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 46.5% and was below the 2015 aggregate of 39.8%.

Overall, the borrower distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made eight loans totaling $538,000 to low-income borrowers. This represents 14.3% of home purchase loans by volume, which is below the percentage of low-income families at 19.4%, and 7.7% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 6.9% and significantly exceeded the 2015 aggregate of 8.3%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders and was below proxy, the borrower distribution of home purchase loans to low-income borrowers is good.

Fifth Third made ten loans totaling $641,000 to moderate-income borrowers. This represents 17.9% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 16.6%, and 9.2% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 22.8% and was below the 2015 aggregate of 19.3%. Because Fifth Third's performance exceeded proxy, the borrower distribution of home purchase loans to moderate-income borrowers is good.

Fifth Third made 20 loans totaling $2.4 million to middle-income borrowers. This represents 35.7% of home purchase loans by volume, which significantly exceeds the percentage of middle-income families at 23.0%, and 34.1% by dollar amount, which exceeds proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 22.2% and exceeded the 2015 aggregate of 21.4%.

Fifth Third made 17 loans totaling $3.2 million to upper-income borrowers. This represents 30.4% of home purchase loans by volume, which is less than the percentage of upper-income families at 41.0%, and 45.9% of loans by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 24.3% and exceeded the 2015 aggregate of 28.8%.

A community contact indicated low-and moderate-income individuals are not able to buy homes due to the high percentage of rentals in more affordable areas; therefore, Fifth Third's strong performance in home purchase lending to low- and moderate-income borrowers compared to proxy and the aggregate of all lenders is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is adequate, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 27.4% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance in 2014 was below the 2014 aggregate of 35.9% and was below the 2015 aggregate of 39.8% and was significantly below the percentage of small businesses in the assessment area at 89.2%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (56.2%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated one community development loan totaling $28.3 million during the evaluation period. The loan was a working capital loan to promote economic development by financing a small business to support retention of jobs for low- and moderate-income workers.

Community development lending in this assessment area represents 0.5% of the total dollar volume of community development loans originated during the evaluation period. This ranks as Fifth Third's 36th highest percentage of community development lending during the evaluation period. As such, Fifth Third made an adequate level of community development loans.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated adequate.

Fifth Third made an adequate level of qualified community development investments and grants. Fifth Third has 20 qualified investments totaling $330,256 during the evaluation period. Shown in the table below are the total current period investments:

Economic Development		Community Services	
#	$	#	$
9	18,010	10	9,700

Also included in the total number of qualified investments is one prior period investment totaling $302,546. Fifth Third made less than 0.1% of its total community development investments in this assessment area, which is slightly less than the percentage of total deposits at 0.1% and less than the percentage of branch offices at 0.2%.

Fifth Third exhibited an adequate responsiveness to credit and community development needs in the assessment area. Included in total investments are 19 donations totaling $27,710 that supported local chambers of commerce, charitable organizations, small businesses, and churches. The majority of Fifth Third's donations (65.0%) supported economic development, which is an important need expressed by several community contacts due to the high unemployment and poverty rates in portions of the assessment area.

Service Test

Fifth Third's performance under the service test in the assessment area is rated adequate. Retail services are reasonably accessible to essentially all of Fifth Third's assessment areas and Fifth Third provides an adequate level of community development services.

Retail Services

Fifth Third's record of opening and closing offices has generally not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation period, no banking centers were opened or closed.
Delivery services are reasonably accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains two banking centers within this assessment area, including none in low-, none in moderate-, one in middle-, and one in upper-income census tracts. Fifth Third banking centers in this assessment area represent 0.2% of all its banking centers.

Fifth Third has a total of two full-service ATMs within this assessment area, including none in low-, none in moderate-, one in middle-, and one in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Assessment Area: IL Southern IL

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed		Total ATMs		Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	1	5.3%	1.9%	6.6%
Moderate	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	2	10.5%	7.7%	5.2%
Middle	1	50.0%	0	0	Total	1	50.0%	1	50.0%	0	0.0%	12	63.2%	66.2%	62.7%
Upper	1	50.0%	0	0	Total	1	50.0%	1	50.0%	0	0.0%	4	21.1%	24.3%	25.4%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Total	2	100.0%	0	0	Total	2	100.0%	2	100.0%	0	0.0%	19	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low- and moderate-income tracts was considered poor, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, these tracts have low population levels.

Community Development Services

Fifth Third provides an adequate level of providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 126 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 0.1% of all community development services provided and equates to 0.06 annualized persons (ANP).

Economic Development	Community Services
# of Hours	***# of Hours***
72	54

Employees provided financial expertise through leadership positions in several community organizations that promote community and economic development. Community development services include 94 hours serving on boards and committees, 24 hours providing technical assistance to local business, and eight hours participating in foreclosure prevention outreach.

METROPOLITAN and NON-METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF ILLINOIS

- **Carbondale-Marion MSA**
  - As of June 30, 2016, Fifth Third operated two branches in the assessment area, representing 16.7% of its branches in Illinois.
  - As of June 30, 2016, Fifth Third had $56,462 in deposits in this assessment area, representing a market share of 4.8% and 14.9% of its statewide deposits.
- **Non-metropolitan Northern Illinois**
  - As of June 30, 2016, Fifth Third operated five branches in the assessment area, representing 41.7% of its branches in Illinois.
  - As of June 30, 2016, Fifth Third had $133,311 in deposits in this assessment area, representing a market share of 3.8% and 35.1% of it statewide deposits.
- **Rockford MSA**
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 25.0% of its branches in Illinois.
  - As of June 30, 2016, Fifth Third had $58,217 in deposits in this assessment area, representing a market share of 1.0% and 15.3% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF ILLINOIS

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Carbondale-Marion MSA	Consistent	Consistent	Consistent
Non-metropolitan Northern Illinois	Consistent	Above	Above
Rockford MSA	Consistent	Below	Above

For the lending test, Fifth Third received a "Low Satisfactory" rating for Illinois. Performance in all three limited-scope assessment areas was consistent with Fifth Third's performance for the state. Lending levels were adequate for the geographic and borrower distribution of loans. Non-metropolitan Northern Illinois and the Rockford assessment area had adequate levels of community development loans. No community development lending was noted in the Carbondale-Marion assessment area. A high level of lending gaps was identified in the Rockford assessment area and a moderate level of lending gaps was identified in non-metropolitan Northern Illinois. There were no gaps in lending in the Carbondale-Marion assessment area.

For the investment test, Fifth Third received a "High Satisfactory" rating for Illinois. While performance in the Carbondale-Marion assessment area was consistent to the state, performance in the non-metropolitan Northern Illinois assessment area was stronger. The stronger performance was primarily attributable to several low-income housing tax credit investments in the assessment area. Although below the state's performance, investment activity in the Rockford assessment area was adequate.

For the service test, Fifth Third received a "Low Satisfactory" rating for Illinois. Performance in the Carbondale-Marion assessment area was consistent to the state, while performance in non-metropolitan Northern Illinois and the Rockford assessment areas was stronger. The stronger performance in the non-metropolitan Northern Illinois and the Rockford assessment areas was primarily due higher levels of hours dedicated to providing qualified community development services relative to Fifth Third's operational presence in these assessment areas. Retail services were good in the Carbondale-Marion and non-metropolitan Northern Illinois assessment areas and adequate in the Rockford assessment area. The stronger retail services performance in the Carbondale-Marion and non-metropolitan Northern Illinois assessment areas was primarily due to greater accessibility of delivery systems in lower-income geographies.

The performance in the limited-scope assessment areas did not change the overall state rating.

STATE OF INDIANA

CRA RATING for State of Indiana:[144] **Outstanding**
The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: Outstanding

The major factors supporting this rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A leader in making community development loans;
- Extensive use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

Full-scope reviews were conducted for two assessment areas in Indiana: the Indianapolis-Carmel-Muncie CSA and non-metropolitan Southern Indiana. Limited-scope reviews were performed on the remaining five assessment areas: the Bloomington MSA, Fort Wayne MSA, Lafayette-W. Lafayette MSA, non-metropolitan Northern Indiana, and the Terre Haute MSA.

[144] For institutions with branches in two or more states in a multi-state metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multi-state metropolitan area. Refer to the multi-state metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

The Indianapolis-Carmel-Muncie and non-metropolitan Southern Indiana assessment areas received greater weight in determining the CRA rating for the state. These areas had the largest lending volumes and number of banking centers and ranked first and second, respectively, in the state's share of deposits during the evaluation period. Lastly, these areas represented 70.6% of the banking centers, 86.4% of deposits, and 74.8% of lending in Indiana.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF INDIANA

Lending activity accounted for 7.2% of Fifth Third's total lending activity, while deposits accounted for 6.6% of Fifth Third's total deposits. HMDA-reportable lending in Indiana represented 8.0% of Fifth Third's total HMDA lending, while CRA-reportable lending represented 5.2% of Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked third among 155 insured institutions and has a deposit market share of 7.2% and 128 banking center locations within Indiana.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF INDIANA

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Indiana is rated "Outstanding." Fifth Third's lending reflects an excellent responsiveness to the credit needs in the following two of seven assessment areas: Indianapolis-Carmel-Muncie and non-metropolitan Southern Indiana. Lending reflects a good responsiveness to credit needs in the Fort Wayne assessment area and an adequate responsiveness in the remaining four assessment areas: Bloomington, Lafayette-W. Lafayette, non-metropolitan Northern Indiana, and Terre Haute.

Lending Activity

In Indiana, Fifth Third originated 8,304 HMDA loans totaling $1.1 billion and 2,051 small business loans totaling $256.4 million during the evaluation period.

Lending activity in Indiana is excellent. The Indianapolis-Carmel-Muncie and non-metropolitan Southern Indiana assessment areas have excellent lending activity. Lending activity is good in the Bloomington, Fort Wayne, and Terre Haute assessment areas and adequate in the remaining two assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is excellent in the assessment areas located in Indiana. The geographic distribution is excellent in the Indianapolis-Carmel-Muncie and non-metropolitan Southern Indiana assessment areas. In the Fort Wayne assessment area, the geographic distribution is good and adequate in the remaining four assessment areas.

A low level of lending gaps was identified in five of the seven assessment areas. There were no gaps in lending in either the Terre Haute or the non-metropolitan Northern Indiana assessment areas.

The distribution of loans among borrowers of different income levels is excellent and good to businesses of different revenue sizes in the assessment areas located in Indiana. The borrower distribution is excellent in the Indianapolis-Carmel-Muncie, non-metropolitan Southern Indiana, and the remaining five assessment areas. The distribution to businesses of different revenue sizes is excellent in the Bloomington and Fort Wayne assessment areas, good in the Indianapolis-Carmel-Muncie and non-metropolitan Southern Indiana assessment areas, and adequate in the remaining three assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Indiana, Fifth Third originated 47 community development loans totaling $427.0 million, which represents 7.1% of the Fifth Third's community development lending by dollar volume. This is an outstanding level of community development lending in Indiana. Fifth Third was a leader in providing community development loans in the Indianapolis-Carmel-Muncie assessment area. Fifth Third made a relatively high level of community development loans in non-metropolitan Southern Indiana and the Fort Wayne assessment areas and an adequate level of community development loans in the remaining four assessment areas.

Flexible Lending

Fifth Third consistently made an extensive use of flexible lending practices within assessment areas located in Indiana.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Indiana is rated "Outstanding." Fifth Third funded $155.3 million in qualified community development investments in Indiana during the evaluation period, consisting of $102.0 million obtained from new investments made during the current review period and $53.3 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in four of seven assessment areas. The level of qualified investments is good in the Lafayette-W. Lafayette and Terre Haute assessment areas and adequate in non-metropolitan Northern Indiana.

Fifth Third was considered responsive to the credit and community development needs in the state; therefore, investments without a purpose, mandate, or function of serving Fifth Third's assessment areas in Indiana was considered to positively impact state performance. Fifth Third made $1.9 million in qualified investments, typically in the form of LIHTCs that benefited counties within the state, but outside Fifth Third's delineated assessment areas within Indiana. Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in Indiana is rated "Outstanding." Fifth Third's performance is excellent in the Indianapolis-Carmel-Muncie assessment area, adequate in the non-metropolitan Southern Indiana assessment area, and poor in the Bloomington assessment area. Fifth Third's performance was good in the remaining four assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in Fifth Third's assessment areas. Retail service distribution is good in six assessment areas and adequate in the Bloomington assessment area.

Fifth Third has 226 banking centers in Indiana, which represents 17.4% of Fifth Third's total branches. Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. One branch closed in a moderate-income tract during the evaluation period in the Indianapolis-Carmel-Muncie assessment area.

Banking services and business hours do not vary in a way that inconveniences any portions of the Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third is a leader in providing community development services in Indiana. Fifth Third's performance is excellent in the Indianapolis-Carmel-Muncie, Lafayette-W. Lafayette, and non-metropolitan Northern Indiana assessment areas. The level of community development services is adequate in non-metropolitan Southern Indiana and poor in the Bloomington assessment area. Fifth Third's performance is good in the remaining two assessment areas.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN INDIANAPOLIS-CARMEL-MUNCIE IN CSA #294

The Indianapolis-Carmel-Muncie IN CSA consists of the following two MSAs: Columbus IN MSA #18020, consisting of Bartholomew County, and Indianapolis-Carmel-Anderson IN MSA #26900, consisting of Boone, Brown, Hamilton, Hancock, Hendricks, Johnson, Madison, Marion, Morgan, Putnam, and Shelby counties.

The assessment area is comprised of 51 low-, 111 moderate-, 159 middle-, and 90 upper-income tracts. There is also one tract with no income designation that does not report income information.

As of June 30, 2016, Fifth Third ranked third out of 50 institutions with 9.2% of the deposit market share. JP Morgan Chase Bank had the majority of the market share 23.3% of deposits, followed by PNC Bank with 16.3% of the market share, respectively. Deposits in this assessment area accounted for 4.0% of the Fifth Third's total deposits. This was 73.0% of deposits within the state and the seventh-highest within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 4,925 HMDA loans and 1,359 CRA loans, which represented 4.7% and 3.5% of the total loans originated during the evaluation period, respectively. This was the seventh-largest HMDA market and ninth-largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 21st among 587 HMDA reporters in the assessment area, Fifth Third Mortgage Company ranked sixth, and Fifth Third ranked 80th. Wells Fargo Bank, Union Savings Bank, Caliber Home Loans, JP Morgan Chase Bank, and Huntington Bank were the top five HMDA lenders in the assessment area. Fifth Third ranked 19th of 118 CRA reporters in the assessment area in 2015. The top five CRA lenders in the assessment area were American Express, Chase Bank USA, PNC Bank, Capital One, and Synchrony Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Four community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an organization that provides economic development services for local businesses and government, stated the economy is strong and expanding. However, the contact believed banks make it difficult for individuals with poor credit history to obtain financing for car loans and other types consumer loans; therefore, there is an opportunity for banks to counsel and provide financial literacy training to consumers with poor credit history to assist them in gaining and restoring access to credit.

The second contact, representing an organization that advocates for various neighborhood development projects, stated one of the most significant needs in the community is to garner more support for neighborhoods to become more economically diverse by helping them attract businesses that are connected to nearby economic engines and to develop more affordable housing. The primary challenge in the area of housing is that while there is available capital for home purchase loans for new houses, there is not as much available capital for renovating existing homes, particularly in lower-income neighborhoods. As a result, there are an increasing number of older homes that require renovation and there is an opportunity for banks to originate home improvement loans. The contact believed local community banks do not have the resources to invest in large community development projects and larger financial institutions prefer to support programs that can be implemented across their entire footprint, which may not benefit the local economy. The contact stated that small businesses need access to small-dollar loans up to $100,000. Without access to these types of loans, area businesses might find it difficult to grow or expand.

The third contact, representing an organization that supports services to low- and moderate-income individuals, stated about 12.0% of area households are below the poverty level, which makes it difficult to participate in the growing economy. The contact believed there is a need for banks to participate in financial literacy programs to help lower-income individuals feel less financially excluded. The contact mentioned the following banks as being active in participating in financial literacy education: Main Source Bank, 1st Financial Bank, PNC Bank, Old National Bank, and Central Credit Union.

The fourth contact, representing a government housing agency that provides low-income families, seniors, and individuals with disabilities access to affordable housing, stated the local economy is favorable and the housing market is rebounding since the recession and housing is mostly affordable; however, there are opportunities for financial institutions to offer financial literacy classes targeted to lower-income individuals and the unbanked, since a lack of economic opportunities makes it difficult to start or grow a business or own a home.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 2.0 million. About 30.7% of the population lived in low- and moderate-income tracts. In addition, 74.1% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Indianapolis-Carmel-Anderson MSA is the 34th largest in terms of population in the nation, while the Columbus MSA is the 375th largest.[145] Marion County is the largest county in the assessment area and Indiana.[146] Indianapolis (located in Marion County) is the largest city in assessment area and is the 14th most populous city in the U.S. Indianapolis has 853,173 residents and its population increased by 9.0% between 2000 and 2015.

[145] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[146] U.S. Places: http://us-places.com (main page – enter state, choose population by county)

In contrast, the next largest cities in the CSA are Carmel, Anderson, and Columbus, which have 88,713, 55,305, and 46,690 residents, respectively.[147]

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[148] The population within the assessment area experienced positive growth between 2010 and 2015, with Hamilton County experiencing the greatest growth and Brown County experiencing the least growth in population during this time period. Moody's Analytics noted positive population growth and steady in-migration trends in the Indianapolis and the Columbus MSAs. These trends could indicate an increased demand in prospective homebuyers in those metropolitan areas.

County	2010 Population	2015 Population	Population Percent Change
Bartholomew	76,794	81,162	5.7%
Boone	56,640	63,344	11.8%
Brown	15,242	14,977	-1.7%
Hamilton	274,569	309,697	12.8%
Hancock	70,002	72,520	3.6%
Hendricks	145,448	158,192	8.8%
Johnson	139,654	149,633	7.1%
Madison	131,636	129,723	-1.5%
Marion	903,393	939,020	3.9%
Morgan	68,894	69,648	1.1%
Putnam	37,963	37,585	-1.0%
Shelby	44,436	44,478	0.1%
Total	**1,964,671**	**2,069,979**	**5.4%**

Income Characteristics

In 2010 the assessment area median family income was greater ($64,596) than Indiana at $58,944. Between 2014 and 2016, in spite of a slight decrease in 2015, the median family income generally increased in the Columbus MSA. In the Indianapolis MSA, median family income increased in 2014 and 2015, but decreased by nearly 5.0% between 2015 and 2016. Moody's Analytics noted high affordability for residents and businesses, strong population growth, and sturdy job market induces more residents to relocate to the metropolitan area.

[147] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[148] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Borrower Income Levels
Columbus, IN MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$66,900**	0	-	$33,449	$33,450	-	$53,519	$53,520	-	$80,279	$80,280	-	& above
2015	**$65,800**	0	-	$32,899	$32,900	-	$52,639	$52,640	-	$78,959	$78,960	-	& above
2016	**$67,700**	0	-	$33,849	$33,850	-	$54,159	$54,160	-	$81,239	$81,240	-	& above

Borrower Income Levels
Indianapolis-Carmel-Anderson, IN MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$67,900**	0	-	$33,949	$33,950	-	$54,319	$54,320	-	$81,479	$81,480	-	& above
2015	**$68,900**	0	-	$34,449	$34,450	-	$55,119	$55,120	-	$82,679	$82,680	-	& above
2016	**$65,600**	0	-	$32,799	$32,800	-	$52,479	$52,480	-	$78,719	$78,720	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[149] Hamilton County had the lowest poverty rate and Marion County had the highest poverty rate in 1999 and 2015. In 2015, only Marion County and Madison County had poverty rates greater than Indiana. Hancock County and Marion County experienced the largest increase in poverty rates during this period. In 2015, Indiana's poverty rate exceeded the national rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[150] A community contact indicated that about 12.0% of area households are below the poverty level, which makes it difficult to participate in the growing economy. The contact believed there is a need for banks to participate in financial literacy programs to help lower-income individuals feel less financially excluded. According to 2010 U.S. Census data, 11.5% of households in the assessment area were below the poverty level and Marion County and Madison County had the highest levels of households below the poverty at 15.4% and 13.7%, respectively. The following table shows the poverty rates for 1999[151] and 2015.

[149] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[150] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[151] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
Bartholomew	7.3%	11.9%	63.0%
Boone	5.2%	6.0%	15.4%
Brown	8.9%	11.4%	28.1%
Hamilton	2.9%	4.7%	62.1%
Hancock	3.0%	6.0%	100.0%
Hendricks	3.6%	5.5%	52.8%
Johnson	5.6%	8.0%	42.9%
Madison	9.3%	16.7%	79.6%
Marion	11.4%	20.6%	80.7%
Morgan	6.6%	11.4%	72.7%
Putnam	8.0%	13.6%	70.0%
Shelby	7.6%	11.9%	56.6%
Indiana	**9.5%**	**14.4%**	**51.6%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 839,990 housing units and 493,743 families in the assessment area. From an income perspective, 35.0% of housing units, 23.0% of owner-occupied units, and 28.0% of families are located in low- or moderate-income tracts. Over two-thirds of the housing units in the low-income census tracts are either rental or vacant (68.9%) and 31.1% are owner-occupied. In the moderate-income census tracts, over half of the housing units are either rental or vacant (56.6%) and 43.4% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 36 years old, with 19.5% of the stock built before 1950. The oldest housing stock was in Madison County with a median age of 48 years. The newest housing stock was 16 years in Hamilton County. However, within the assessment area, the median age of housing stock was 58 years in low-income tracts and 46 years in moderate-income tracts. A community contact stated there is an increasing number of older homes in lower-income neighborhoods requiring renovation; therefore, there appears to be a need and ample opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income neighborhoods.

According to 2010 U.S. Census data, the median housing value in the assessment area was $139,808, with an affordability ratio of 37.33. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values varied between 2010 and 2011-2015, along with median family incomes; as a result, housing became slightly more affordable in the Columbus MSA (Bartholomew County) and slightly less affordable in half the counties in the Indianapolis MSA, whereas housing affordability in Marion County (the most populous county in assessment area) remained stable. During the evaluation period, the most affordable housing was in Madison County and the least affordable was in Brown County. Median gross rents increased across the assessment area, with renters in Brown County experiencing the largest increase in rental rates and renters in Putnam County experiencing the smallest increase in gross rental rates. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Indiana. According to Moody's Analytics, housing is highly affordable for residents in the Columbus MSA and Indianapolis MSA. Above-average job and income gains and stable housing market may lead to a growth in prospective homebuyers in 2017. According to 2010 U.S. Census data, 45.5% of renters in the assessment area had rent costs greater than 30.0% of their income and combined with increased rental rates across the assessment area, potential homebuyers may not be able to save for a down payment for a home.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Bartholomew	$133,100	39.63	$136,000	40.48	$731	$818	11.9%
Boone	$174,300	39.35	$187,600	36.01	$758	$796	5.0%
Brown	$158,500	31.63	$162,300	33.65	$793	$932	17.5%
Hamilton	$211,200	38.80	$222,900	38.68	$903	$1,016	12.5%
Hancock	$159,200	38.35	$156,300	42.61	$763	$832	9.0%
Hendricks	$161,100	41.70	$162,400	43.20	$860	$958	11.4%
Johnson	$143,400	42.98	$145,400	42.74	$781	$849	8.7%
Madison	$96,300	44.92	$90,400	48.89	$647	$702	8.5%
Marion	$122,200	35.63	$118,300	35.64	$715	$788	10.2%
Morgan	$141,200	39.25	$143,700	38.57	$716	$754	5.3%
Putnam	$119,800	40.89	$122,800	41.82	$682	$693	1.6%
Shelby	$126,400	41.37	$120,800	44.36	$671	$711	6.0%
Indiana	**$123,000**	**38.78**	**$124,200**	**39.66**	**$683**	**$747**	**9.4%**

According to Bankrate.com,[152] Indiana ranked 15th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[153]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Bartholomew	1:2,412
Boone	1:1,291
Brown	1:3,933
Hamilton	1:10,038
Hancock	1:1,653
Hendricks	1:1,829
Johnson	1:2,876
Madison	1:1,261
Marion	1:2,050
Morgan	1:896
Putnam	1:788
Shelby	1:1,887
Indiana	**1:1,590**
U.S.	**1:1,533**

In November 2016, Putnam County had the highest rate of foreclosure and Hamilton County had the lowest foreclosure rate in the assessment area. In Marion County (Indianapolis MSA), Indianapolis has the highest foreclosure rate at 1:2,044. In Bartholomew County (Columbus MSA), Columbus has the second highest foreclosure rate at 1:2,685, but according to Moody's Analytics, the Columbus MSA has a stable housing market with few foreclosures.

Building permits for this assessment area, Indiana, and the nation are included in the following table for 2014, 2015, and 2016.[154]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Columbus MSA	254	233	-8.3%	300	28.8%
Indianapolis-Carmel-Anderson MSA	8,005	8,735	9.1%	7,554	-13.5%
Indiana	**17,813**	**18,483**	**3.8%**	**18,317**	**-0.9%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

[152] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[153] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[154] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

The Columbus MSA experienced a decrease in the number of housing permits issued between 2014 and 2015 and significant increase between 2015 and 2016. While the Indianapolis MSA experienced an increase in the number of housing permits issued between 2014 and 2015 and decrease between 2015 and 2016. The decrease in the number of permits could indicate there is a declining demand for home purchase loans in the Indianapolis MSA and an increasing demand for single-family residential homes in the Columbus MSA.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Columbus and Indianapolis assessment area economies are in expansion, primarily due to their large manufacturing base, strong population growth, flourishing high-tech industry, highly skilled workforce, and low business costs. Overall, the area's central location makes it a natural logistics hub (within a day's drive of over half of the country) and rising workforce skill level attracts more business investments.

According to *Inside Indiana*,[155] seven Indiana-based corporations are among the 500 largest in the country. Indiana gained two Fortune 500 companies and lost one in 2016. Indianapolis-based Calumet Specialty Product Partners dropped out of the Fortune 500 in 2016 after being ranked 457th in 2015. All four companies increased their standing in the past year.

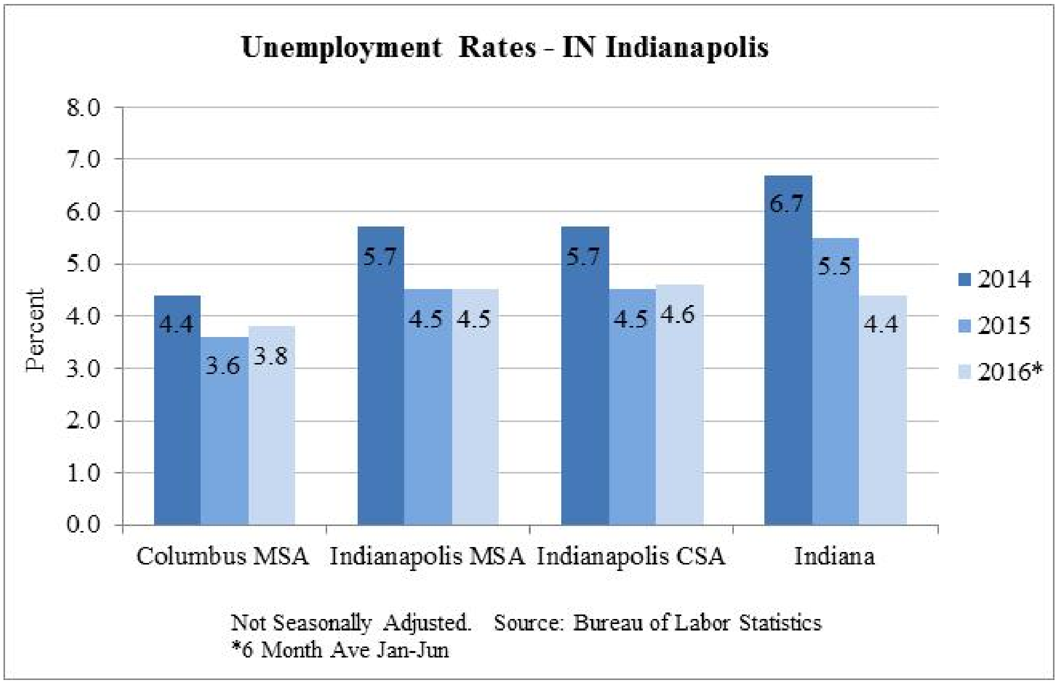
Indianapolis Metro Fortune 500 Companies (2016)[156]		
Rank	**Company**	**Annual Revenue**
33	Anthem Inc.	$79.2 billion
141	Eli Lilly and Company (Columbus-based)	$20.0 billion
148	Cummins Engine Co. Inc.	$1.4 billion
488	**Simon Property Group Inc**.	$5.3 billion

According to Moody's Analytics the top 15 employers in the CSA in 2015/2016 were:

Company[157]	**Number of Employees**
Indiana University Health	21,712
St. Vincent Hospitals & Health Services	15,285
Purdue University	14,558
Community Health Network	11,245
Eli Lilly and Co.	10,840
Marsh Supermarkets Inc.	8,000
Cummins Engine Co. Inc. (Col)	7,937
Anthem	4,900
Rolls-Royce Corp	4,300
AT&T	4,000
Amazon.com	3,000
NTN Driveshaft Inc. (Col)	2,000
Columbus Regional Hospital (Col)	1,850
Faurecia (Col)	1,593
Toyota Industrial Equipment Manufacturing Inc. (Col)	1,141

[155]Inside Indiana: http://www.insideindianabusiness.com/story/32221981/indiana-businesses-shuffle-around-on-fortune-500
[156] Bold type indicates company new to the list in 2016
[157] (Col) Columbus MSA

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the two MSAs, the CSA, and Indiana.



The unemployment rates declined from 2014 to 2015 and remained steady from 2014 to 2015 in the assessment area. The Columbus MSA unemployment rates were considerably below the Indianapolis MSA's rates. Overall, the CSA had unemployment rates significantly below Indiana's all three years.

According to *USA Today*, Cummins, a manufacturer of diesel and natural-gas engines, plans to cut 2,000 employees, or about 4.0% of its global workforce, by the end of 2016 due to weakening sales of engines and power generators around the world. The job eliminations are expected to save the company around $200 million in ongoing expenses, consisting mostly of professional employees, not those on the factory floor. Up to 500 job eliminations could occur in Indiana, where Cummins employs 8,000 people. Cummins global workforce tops 54,000. [158] According to *IndyStar*, Elli Lilly and Co. announced it will eliminate 485 sales jobs nationwide due to the failure of a drug aimed to treat Alzheimer's disease effective March 31, 2017. The company said 75 employees in Indiana will be affected.[159]

[158] Swiatek, Jeff. "Engine Maker Cummins to cut 2,000 jobs." *USA Today*. October 27, 2015. - http://www.usatoday.com/story/money/nation-now/2015/10/27/cummins-engine-layoffs/74694300/
[159] Rudavsky, Shari. "Lilly to lay off about 500 in wake of drug fail." *IndyStar*. January 19, 2017. - http://www.indystar.com/story/news/2017/01/19/lilly-layoff-500-wake-drug-fail/96787082/

Combined Demographics Report

Assessment Area: IN Indianapolis

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	51	12.4	34,372	7	11,456	33.3	103,635	21
Moderate-income	111	26.9	103,535	21	17,277	16.7	86,210	17.5
Middle-income	159	38.6	204,150	41.3	12,962	6.3	103,192	20.9
Upper-income	90	21.8	151,686	30.7	4,023	2.7	200,706	40.6
Unknown-income	1	0.2	0	0	0	0	0	0
Total Assessment Area	**412**	**100.0**	**493,743**	**100.0**	**45,718**	**9.3**	**493,743**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	78,632	24,464	4.8	31.1	33,428	42.5	20,740	26.4
Moderate-income	215,018	93,389	18.3	43.4	89,955	41.8	31,674	14.7
Middle-income	330,231	223,401	43.7	67.6	75,810	23	31,020	9.4
Upper-income	216,099	170,191	33.3	78.8	32,612	15.1	13,296	6.2
Unknown-income	10	0	0	0	10	100	0	0
Total Assessment Area	**839,990**	**511,445**	**100.0**	**60.9**	**231,815**	**27.6**	**96,730**	**11.5**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	4,483	5	3,872	4.7	592	8	19	3.7
Moderate-income	17,221	19	15,466	18.7	1,660	22.4	95	18.7
Middle-income	37,649	41.6	34,068	41.2	3,258	44	323	63.5
Upper-income	31,150	34.4	29,188	35.3	1,890	25.5	72	14.1
Unknown-income	5	0	2	0	3	0	0	0
Total Assessment Area	**90,508**	**100.0**	**82,596**	**100.0**	**7,403**	**100.0**	**509**	**100.0**
	Percentage of Total Businesses:			**91.3**		**8.2**		**.6**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	21	0.9	21	0.9	0	0	0	0
Moderate-income	109	4.7	108	4.8	1	3.8	0	0
Middle-income	1,711	74.5	1,690	74.4	21	80.8	0	0
Upper-income	457	19.9	453	19.9	4	15.4	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**2,298**	**100.0**	**2,272**	**100.0**	**26**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.9**		**1.1**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE INDIANAPOLIS-CARMEL-MUNCIE IN CSA

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 23 community development loans totaling $293.4 million. Fifth Third has an excellent geographic distribution of loans and minimal lending gaps in the assessment area. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 2,556 home purchase, 2,219 refinance, 149 home improvement, 1,359 small business, and 23 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 4.4% is greater than the percentage of total deposits at 4.0% in this area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		**Mod**		**Middle**		**Upper**	
	#	**%**	**#**	**%**	**#**	**%**	**#**	**%**
Other Real Estate Secured Modifications	12	5.3%	43	18.9%	114	50.2%	58	25.6%
Percentage of Owner Occupied Units		***4.8%***		***18.3%***		***43.7%***		***33.3%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	69	30.4%	82	36.1%	54	23.8%	21	9.3%
Percentage of Families by Family Income		*21.0%*		*17.5%*		*20.9%*		*40.6%*

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications to conduct an analysis. The percentage of other modifications in low- and moderate-income tracts exceeded the percentage of owner-occupied units in these geographies; therefore, modifications helped to expand lending activities in these areas. The percentage of other modifications made to low- and moderate-income income borrowers exceeded the percentage of low- and moderate-income income families in the assessment area; therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Home purchase lending, which was the largest loan category, is excellent. Home improvement lending is also excellent. Refinance and small business lending are good. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with no Loans	Penetration
Low	51	4	92.2%
Moderate	111	1	99.1%
Middle	159	1	99.4%
Upper	90	0	100.0%
Unknown	1	0	100.0%
Total	**412**	**6**	**98.5%**

Lending gaps are considered minimal, because of the low number of lending gaps in low,-moderate-, and middle-income tracts and no lending gaps in upper-income tracts.

Home Purchase Loans

Fifth Third made 106 home purchase loans totaling $9.5 million in low-income tracts. This represents 4.1% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 4.8% and 2.2% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 1.5% and significantly exceeded the 2015 aggregate at 1.8%. As Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the geographic distribution in low-income tracts is good.

Fifth Third made 519 home purchase loans totaling $54.3 million in moderate-income tracts. This represents 20.3% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 18.3%, and 12.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 12.5% and significantly exceeded the 2015 aggregate at 13.4%. As Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 1,030 home purchase loans totaling $142.9 million in middle-income tracts. This represents 40.3% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 43.7%, and 33.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 42.7% and was below the 2015 aggregate of 42.4%.

Fifth Third made 901 home purchase loans totaling $219.1 million in upper-income tracts. This represents 35.3% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 33.3%, and 51.5% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.3%, but was below the 2015 aggregate of 42.4%.

Overall, geographic distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 76 refinance loans totaling $5.1 million in low-income tracts. This represents 3.4% of refinance loans by volume and 1.6% by dollar amount, which is below the percentage of owner-occupied units at 4.8%. The percentage of loans by volume was below the 2014 aggregate at 2.3% and exceeded the 2015 aggregate at 1.6%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 379 refinance loans totaling $32.4 million in moderate-income tracts. This represents 17.1% of refinance loans by volume, which is comparable to the percentage of owner-occupied units at 18.3%, and 10.2% by dollar amount, which is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 13.4% and exceeded the 2015 aggregate at 11.2%. As Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 925 refinance loans totaling $104.9 million in middle-income tracts. This represents 41.7% of refinance loans by volume, which is below the owner-occupied units in these tracts at 43.7%, and 33.2% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 44.3% and was below the 2015 aggregate at 41.1%.

Fifth Third made 839 refinance loans totaling $174.0 million in upper-income tracts. This represents 37.8% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 33.3%, and 55.0% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate at 40.0% and was below the 2015 aggregate at 46.1%.

Overall, the geographic distribution of refinance loans is good.

Home Improvement Loans

Fifth Third made 10 home improvement loans totaling $423,000 in low-income tracts. This represents 6.7% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 4.8%, and 4.1% by dollar amount, which is below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 2.4% and exceeded the 2015 aggregate of 2.4%. Given the high median age of housing in low-income tracts at 58 years, which may indicate the need for home improvement loans, and since Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in low-income tracts is excellent.

Fifth Third made 36 home improvement loans totaling $1.7 million in moderate-income tracts. This represents 24.2% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 18.3%, and 16.0% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 13.4% and the 2015 aggregate of 13.4%. Given that Fifth Third's performance exceeded the proxy and aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 60 home improvement loans totaling $3.6 million in middle-income tracts. This represents 40.3% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 43.7%, and 35.0% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 46.9%, but was below the 2015 aggregate of 44.4%.

Fifth Third made 43 home improvement loans totaling $4.7 million in upper-income tracts. This represents 28.9% of home improvements loans by volume, which is below the percentage of owner-occupied units in these tracts at 33.3%, and 45.0% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 37.2% and was below the 2015 aggregate of 39.9%.

Overall, the geographic distribution of home improvement loans is excellent.

Small Business Loans

Fifth Third made 57 small business loans totaling $9.0 million in low-income tracts. This represents 4.2% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 4.7%, and 4.8% by dollar amount, which is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 4.5% and was comparable to the 2015 aggregate of 5.1%. As Fifth Third's performance is comparable to proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 224 small business loans totaling $37.8 million in moderate-income tracts. This represents 16.5% of small business loans by volume, which is below the percentage of businesses in these tracts at 18.7%, and 20.1% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 16.6% and was comparable to the 2015 aggregate of 16.9%. Given that Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 588 small business loans totaling $80.4 million in middle-income tracts. This represents 43.3% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 41.2%, and 42.6% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 39.9% and exceeded the 2015 aggregate of 39.3%.

Fifth Third made 489 small business loans totaling $61.3 million in upper-income tracts. This represents 36.0% of small business loans by volume, which is comparable with the percentage of businesses in these tracts at 35.3%, and 32.5% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 37.5% and was comparable to the 2015 aggregate of 37.6%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for home purchase, refinance, and home improvement loans.

Home Purchase Loans

Fifth Third made 565 loans totaling $50.8 million to low-income borrowers. This represents 22.1% of home purchase loans by volume, which is comparable to the percentage of low-income families at 21.0%, and 11.9% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 9.3% and the 2015 aggregate of 10.5%.

Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 538 loans totaling $61.3 million to moderate-income borrowers. This represents 21.0% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.5%, and 14.4% of loans by dollar amount, which is below proxy. The percentage of loans by volume was comparable with the 2014 aggregate of 21.5% and was below the 2015 aggregate of 21.4%. Given that Fifth Third's performance exceeded proxy and was comparable to the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 451 loans totaling $66.9 million to middle-income borrowers. This represents 17.6% of home purchase loans by volume, which is below the percentage of middle-income families at 20.9%, and 15.7% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.5% and was below the 2015 aggregate of 19.6%.

Fifth Third made 802 loans totaling $212.9 million to upper-income borrowers. This represents 31.4% of home purchase loans by volume, which is significantly below the percentage of upper-income families at 40.6%, and 50.0% of loans by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 32.0% and was below the 2015 aggregate of 31.6%.

A community contact indicated that low- and moderate-income individuals have difficulty qualifying for home purchase homes. Since Fifth Third's lending to low- and moderate-income borrowers was at an excellent level, the borrower distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 397 loans totaling $31.2 million to low-income borrowers. This represents 17.9% of refinance loans by volume, which is slightly below the percentage of low-income families at 21.0%. The percentage of loans by dollar amount in these geographies at 9.9% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 8.8% and significantly exceeded the 2015 aggregate of 6.8%. Given that Fifth Third's performance was slightly below proxy and significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 462 loans totaling $42.5 million to moderate-income borrowers. This represents 20.8% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.5%, and 13.4% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.2% and exceeded the 2015 aggregate of 14.7%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 466 loans totaling $55.7 million to middle-income borrowers. This represents 21.0% of refinance loans by volume, which is comparable to the percentage of middle-income families at 20.9%, and 17.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.5% and exceeded the 2015 aggregate of 17.7%.

Fifth Third made 758 loans totaling $166.7 million to upper-income borrowers. This represents 34.2% of refinance loans by volume, which is below the percentage of upper-income families at 40.6%, while the percentage of loans by dollar amount at 52.7% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 32.8% and was below the 2015 aggregate of 35.4%.

Overall, the borrower distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made 33 loans totaling $1.6 million to low-income borrowers. This represents 22.1% of home improvement loans by volume, which slightly exceeds the percentage of low-income families at 21.0%, and 15.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 8.7% and in 2015 significantly exceeded the 2015 aggregate of 9.6%. Given that Fifth Third's performance exceeded proxy and significantly exceeded the aggregate of all lenders, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 29 loans totaling $1.6 million to moderate-income borrowers. This represents 19.5% of its home improvement loans by volume, which exceeds the percentage of moderate-income families at 17.5%, and 15.1% by dollar amount, which is below proxy. The percentage of loans by volume exceeds the 2014 aggregate of 19.5% and was below the 2015 aggregate of 18.5%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 37 loans totaling $2.3 million to middle-income borrowers. This represents 24.8% of home improvement loans by volume, which exceeds the percentage of middle-income families at 20.9%, and 22.1% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 23.9% and was below the 2015 aggregate of 23.7%.

Fifth Third made 49 loans totaling $4.9 million to upper-income borrowers. This represents 32.9% of home improvement loans by volume, which is below the percentage of upper-income families at 40.6%, and 47.0% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 43.3% and the 2015 aggregate of 45.5%.

The overall borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 51.8% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 40.3% and the 2015 aggregate of 41.9%, but was significantly below the percentage of small businesses in the assessment area at 91.3%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (70.9%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact indicated small businesses need access to small-dollar loans. Without access to these types of loans, area businesses might find it difficult to grow and expand.

Community Development Loans

Fifth Third originated 23 community development loans totaling $293.4 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization	
#	*$*	*#*	*$*	*#*	*$*
5	210,000,000	3	28,132,178	15	55,300,000

Community development lending in the assessment area represent 4.9% of the total dollar volume of community development loans originated during the evaluation period. This ranks as Fifth Third's fifth-highest percentage of community development lending during the evaluation period. Fifth Third's performance is especially strong because of the high competition for community development loans and several large national banks in the area. Fifth Third only has 9.2% of the deposit market share. As such, Fifth Third is considered a leader in community development lending.

Examples of community development lending include, but are not limited to:

- A new loan and several renewals of a revolving line of credit to a city real estate advisors group that provides loans to LIHTC projects and commercial real estate developments in target communities
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies or for low- and moderate-income workers
- Multiple working capital loans to help retain and expand businesses located in designated areas specifically designated by the city to promote revitalization and economic development

The economic development and revitalization loans were deemed to be responsive, as a community contact indicated the need for these types of loans. Additionally, a community contact stated one of the most significant needs in the community is to garner more support for neighborhoods to become more economically diverse by helping them attract businesses.

Flexible Lending Programs

Fifth Third had 988 flexible lending loans in the assessment area: 557 loans were government loan programs, 41 were down payment assistance programs, and 390 were other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in the assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	2.3%	1.3%	4.8%	12.4%	8.9%	18.3%	56.6%	52.9%	43.7%	28.7%	37.0%	33.3%
Down Payment Assistance Programs	26.8%	24.7%	4.8%	19.5%	17.5%	18.3%	41.5%	42.4%	43.7%	12.2%	15.4%	33.3%
Other Flexible Lending Programs	3.1%	1.7%	4.8%	22.1%	14.1%	18.3%	51.0%	43.6%	43.7%	23.8%	40.6%	33.3%
Total	**3.6%**	**2.0%**	**4.8%**	**16.5%**	**11.0%**	**18.3%**	**53.7%**	**49.2%**	**43.7%**	**26.1%**	**37.7%**	**33.3%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	13.8%	9.1%	21.0%	33.4%	29.4%	17.5%	26.8%	28.7%	20.9%	19.9%	26.9%	40.6%
Down Payment Assistance Programs	73.2%	72.7%	21.0%	12.2%	8.4%	17.5%	9.8%	12.5%	20.9%	4.9%	6.4%	40.6%
Other Flexible Lending Programs	20.0%	13.5%	21.0%	24.6%	18.2%	17.5%	19.0%	17.3%	20.9%	31.5%	47.3%	40.6%
Total	**18.7%**	**12.4%**	**21.0%**	**29.0%**	**24.7%**	**17.5%**	**23%**	**24.1%**	**20.9%**	**23.9%**	**33.9%**	**40.6%**

*Unknown tract data is not included in the above table.

Overall, Fifth Third's lending in low-income tracts by number and dollar amount was below the percentage of owner-occupied units in these tracts; however, the number and dollar amount of down payment assistance programs significantly exceeded proxy. The percentage of lending by volume and dollar amount was below the percentage of owner-occupied units in moderate-income tracts.

Fifth Third's lending by volume and dollar amount to low-income borrowers was below the percentage of low-income families in the assessment area. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, particularly for government loan programs.

Fifth Third made extensive use of flexible lending practices is serving assessment area credit needs, as lending through flexible loan programs to moderate-income borrowers was excellent and lending in low- and moderate-income tracts and to low-income borrowers was good.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent. Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 284 qualified investments totaling $93.9 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	$	#	$	#	$
120	59,829,606	12	63,150	116	600,469

Also included in the total number of qualified investments are 36 prior period investments totaling $33.4 million. Overall, Fifth Third made 5.8% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 4.0% and greater than the percentage of branch offices at 3.4%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in affordable housing projects throughout the assessment area, which was an important need expressed by a community contact along with the need for a variety of services to lower-income individuals and families. Fifth Third made 140 donations totaling $801,369 that supported local schools, small businesses, churches, food banks, health care, and affordable housing. The majority of Fifth Third's donations (74.9%) supported services to low- and moderate-income individuals. Additionally 14.0% of the donation money supported an organization dedicated to affordable housing, better schools, safer streets, growing businesses and programs improving financial stability, which are all needs expressed by several community contacts.

Service Test

Fifth Third's performance under the service test in this assessment area is rated excellent. Retail services are accessible and Fifth Third is a leader in providing community development services in this assessment area.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation period, no banking centers were opened and four were closed. One of the closed banking centers was located in a moderate-income tract. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 44 banking centers within this assessment area, including one in low-, 17 in moderate-, 12 in middle-, and 14 in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 3.4% of all its banking centers.

Fifth Third has a total of 51 full-service ATMs within this assessment area, including one in low-,17 in moderate-, 18 in middle-, and 15 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: IN Indianapolis

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	Open #	Closed #		#	%	#	%	#	%	#	%	%	%
Low	1	2.3%	0	0	Total	2	3.7%	1	2.0%	1	33.3%	51	12.4%	7.8%	4.9%
Moderate	17	38.6%	0	1	Total	18	33.3%	17	33.3%	1	33.3%	111	26.9%	24.7%	18.9%
Middle	12	27.3%	0	0	Total	19	35.2%	18	35.3%	1	33.3%	159	38.6%	40.3%	41.7%
Upper	14	31.8%	0	3	Total	15	27.8%	15	29.4%	0	0.0%	90	21.8%	27.3%	34.5%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	1	0.2%	0.0%	0.0%
Total	44	100.0%	0	4	Total	54	100.0%	51	100.0%	3	100.0%	412	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered poor, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 4,550 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 3.8% of all community development services provided and equates to 2.19 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
158	472	54	3,866

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 2,781 hours of providing financial literacy through local nonprofits and school programs, 1,514 hours serving on boards and committees, 143 hours providing technical assistance to non-profits and local business, and 112 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy activities. Several community contacts mentioned the need for banks to provide financial literacy training to consumers with poor credit history in order for them to restore and gain access to credit and help lower-income individuals feel less financially excluded.

NON-METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN NON-METROPOLITAN SOUTHERN INDIANA

Non-metropolitan Southern Indiana consists of Decatur, Dubois, Fayette, Franklin, Gibson, Knox, Orange, Parke, Perry, Pike, Ripley, Rush, and Spencer counties. The assessment area is comprised of 13 moderate-, 52 middle-, and 12 upper-income tracts. There are no low-income tracts or tracts with no-income designation in this assessment area. In 2014, 2015, and 2016, there were two[160] underserved/remote rural, middle-income tracts in Spencer County.

As of June 30, 2016, Fifth Third ranked third out of 34 institutions with 12.6% of the deposit market share. German American Bancorp had the majority of the market share with 17.2% of deposits, followed by Old National Bank with 13.7% of the market share. Deposits in this assessment area accounted for 0.7% of the Fifth Third's total deposits. This was 13.4% of deposits within the state and the 26th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 1,126 HMDA loans and 339 CRA loans, which represented 1.1% and 0.9% of the total loans originated during the evaluation period, respectively. This was the 23rd largest HMDA market and 27th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked fourth among 295 HMDA reporters in the assessment area and Fifth Third ranked 19th. German American Bancorp, MainSource Bank, and BB&T were the top three HMDA lenders in the assessment area. Fifth Third ranked 14th of 61 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were German American Bank, U.S. Bank, Old National Bank, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Three community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an organization focused on economic development in a rural county in Southern Indiana, stated this area has one of the strongest local economies in the state; therefore, unemployment is not a major issue. The contact also stated area builders are focused on constructing more expensive homes that generate higher profit margins, resulting in opportunities for banks to fund affordable housing projects. Otherwise, the contact believed banks are meeting the credit needs of the community.

The second contact, representing an organization that works to improve the quality of life in rural America, stated the job market and unemployment rates are stable. The contact stated that area banks are adequately involved and meeting credit needs in the community. The contact specifically mentioned Old National, Owen Community Bank, and Home Bank as being active working partners with the organization.

[160] Tracts 9529.00 and 9531.00

The third contact, representing a chamber of commerce in rural Southern Indiana, stated the local economy is growing and has an above-average rate of employment. The contact believed the level of banking competition in Southern Indiana is high and possibly overbanked. The contact specifically mentioned Heritage State Bank and German American Bancorp as being particularly active in the community.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 323,460. Less than 14.6% the population lived in moderate-income tracts. In addition, 75.9% of the population was 18 years of age or older, the legal age to enter into a contract.

Vincennes, located in Knox County, is the largest city in the assessment area. As of July 1, 2015, Vincennes had 18,012 residents and experienced a 2.2% decrease in population since April 1, 2010.[161] The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase and decrease.[162] The population within the assessment area experienced slight negative growth between 2010 and 2015, with Decatur County experiencing the largest increase and Rush County experiencing the largest decrease in population during this time period. Overall, this assessment area's population appears to be fairly steady.

County	2010 Population	2015 Population	Population Percent Change
Decatur	25,740	26,521	3.0%
Dubois	41,889	42,461	1.4%
Fayette	24,277	23,434	-3.5%
Franklin	23,087	22,872	-0.9%
Gibson	33,503	33,775	0.8%
Knox	38,440	37,927	-1.3%
Orange	19,840	19,605	-1.2%
Parke	17,339	16,901	-2.5%
Perry	19,338	19,347	0.0%
Pike	12,845	12,594	-2.0%
Ripley	28,818	28,701	-0.4%
Rush	17,392	16,672	-4.1%
Spencer	20,952	20,715	-1.1%
Total	**323,460**	**321,525**	**-0.6%**

161 U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
162 Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Income Characteristics

In 2010 the assessment area's median family income was less ($55,148) than Indiana's at $58,944. The median family income in the assessment area increased each year during the evaluation period.

Borrower Income Levels
Indiana State Non-Metropolitan Area

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$56,100**	0	-	$28,049	$28,050	-	$44,879	$44,880	-	$67,319	$67,320	-	& above
2015	**$56,700**	0	-	$28,349	$28,350	-	$45,359	$45,360	-	$68,039	$68,040	-	& above
2016	**$57,100**	0	-	$28,549	$28,550	-	$45,679	$45,680	-	$68,519	$68,520	-	& above

Poverty rates increased in the assessment area from 1999 to 2015.[163] Knox County had the highest and Dubois County had the lowest poverty rate in 1999 and 2015 and Fayette County experienced the largest increase in poverty rate during this time period. In 2015, poverty rates for Knox, Parke, Fayette, Orange, and Rush counties and Indiana exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. The following table shows the poverty rates for 1999[164] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Decatur	9.3%	13.0%	39.8%
Dubois	5.3%	7.6%	43.4%
Fayette	7.9%	16.2%	105.1%
Franklin	7.1%	9.9%	39.4%
Gibson	8.2%	11.0%	34.1%
Knox	16.0%	19.1%	19.4%
Orange	12.4%	15.7%	26.6%
Parke	11.5%	17.2%	49.6%
Perry	9.4%	13.2%	40.4%
Pike	8.0%	11.1%	38.8%
Ripley	7.5%	10.6%	41.3%
Rush	7.3%	13.9%	90.4%
Spencer	6.9%	9.4%	36.2%
Indiana	**9.5%**	**14.4%**	**51.6%**
U.S.	**11.8%**	**13.5%**	**14.4%**

[163] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[164] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 124,706 housing units and 87,079 families in the assessment area. From an income perspective, 14.6% of housing units, 11.5% of owner-occupied units, and 12.4% of families are located in moderate-income tracts. In the moderate-income census tracts, 46.1% of the housing units are either rental or vacant and 53.9% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in moderate-income census tracts, there appears to be limited credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 42 years old and 30.6% of the stock was built before 1950. However, within the assessment area, the median age of housing stock was 57 years in moderate-income tracts; therefore, there appears to be opportunity for Fifth Third to provide home improvement and rehabilitation loans in moderate-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $106,393 with an affordability ratio of 42.25. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Overall, median housing values decreased between 2010 and 2011-2015 and median family incomes increased; as a result, housing became more affordable in eight counties and slightly less affordable in five counties in this assessment area during the evaluation period. Median gross rents increased across the assessment area, with renters in Perry and Decatur counties experiencing the largest increase in rental rates. In 2010, about 35.1% of renters across the assessment area had rent costs greater than 30.0% of income. Increasing rental rates may make it harder for potential homebuyers to save up enough money toward a down payment for a home. A community contact stated there are opportunities for banks to fund affordable housing projects in Southern Indiana. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Indiana.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Decatur	$118,500	39.57	$115,100	43.27	$610	$739	21.1%
Dubois	$129,600	40.80	$137,700	38.86	$613	$605	-1.3%
Fayette	$84,900	43.63	$81,900	48.08	$592	$648	9.5%
Franklin	$144,500	35.74	$147,600	35.06	$615	$649	5.5%
Gibson	$99,100	47.30	$103,000	46.90	$561	$658	17.3%
Knox	$84,700	46.66	$84,700	50.44	$549	$623	13.5%
Orange	$90,500	41.02	$89,400	44.53	$535	$580	8.4%
Parke	$91,600	44.23	$88,200	46.24	$541	$579	7.0%
Perry	$93,600	48.19	$100,800	47.09	$466	$608	30.5%
Pike	$80,700	51.08	$88,400	50.23	$528	$620	17.4%
Ripley	$138,200	34.80	$129,800	39.42	$659	$678	2.9%
Rush	$106,800	43.71	$100,700	44.81	$566	$630	11.3%
Spencer	$111,600	46.69	$116,100	47.59	$521	$587	12.7%
Indiana	**$123,000**	**38.78**	**$124,200**	**39.66**	**$683**	**$747**	**9.4%**

According to Bankrate.com,[165] Indiana ranked 15th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[166]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Decatur	1:4,590
Dubois	1:1,863
Fayette	1:1,751
Franklin	1:402
Gibson	1:1,040
Knox	1:987
Orange	1:1,089
Parke	1:1,533
Perry	1:1,410
Pike	1:491
Ripley	1:1,600
Rush	1:4,956
Spencer	1:672
Indiana	**1:1,590**
U.S.	**1:1,533**

In November 2016, Franklin, Pike, Spencer, and Knox counties had the highest rates of foreclosure and Rush and Decatur counties had the lowest. In addition, seven counties had higher rates of foreclosure than Indiana and the nation.

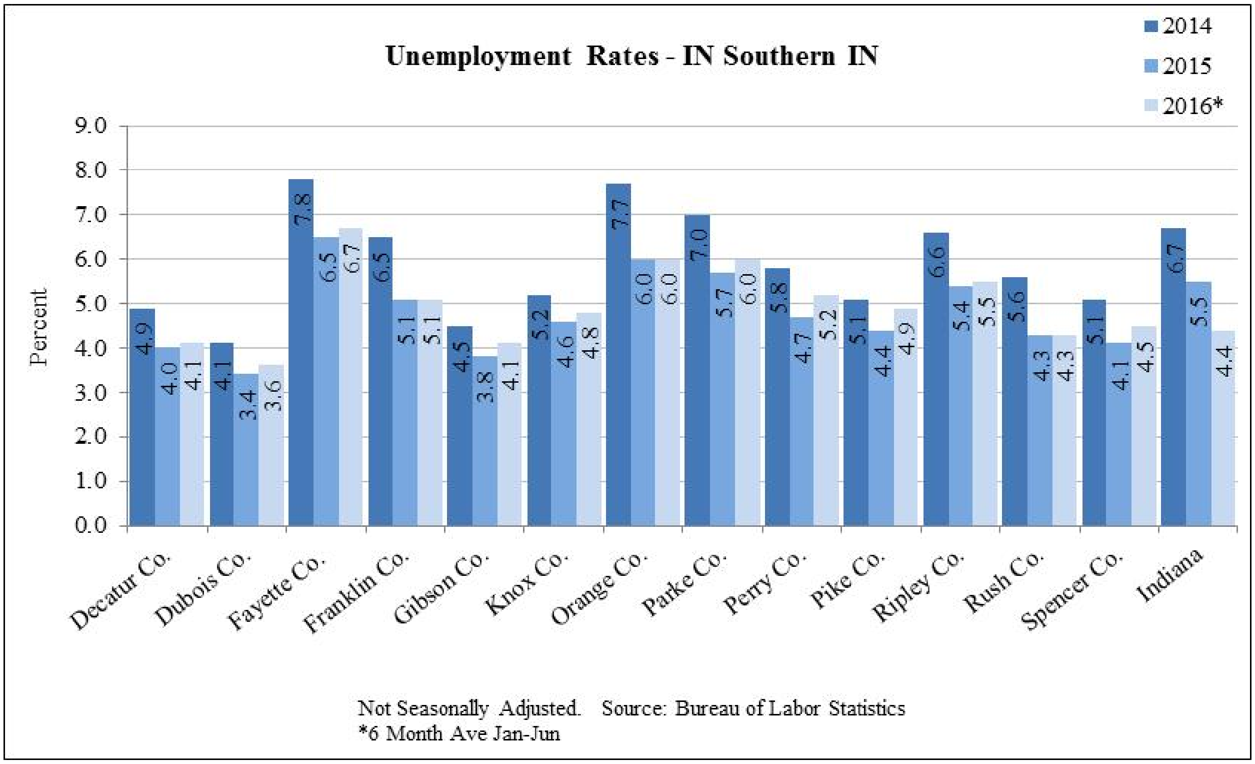
Labor, Employment, and Economic Characteristics

According to the Indiana Department of Workforce Development,[167] manufacturing plays a prominent role in Southern Indiana's economy, but research and development, financial services, medical sector, and educational institutions also play a role. Below are some of the major employers in this assessment area:

[165] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[166] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[167] Hoosiers by the Numbers: http://www.hoosierdata.in.gov/nav.asp?id=197

Major Employers by County	
Company	**Location**
Decatur County	
Delta Faucet Co	Greensburg
Decatur County Memorial Hospital	Greensburg
Indiana Auto & RV	Milford
Dubois County	
Ofs Brands	Huntingburg
Master Brand Cabinets	Ferdinand
Memorial Hospital-Healthcare	Jasper
Fayette County	
Fayette Regional Health System	Connersville
Stant Corp	Connersville
National Guard Armory	Connersville
Franklin County	
Hillenbrand Inc	Batesville
Margaret Mary Health/Community Hospital	Batesville
Sperry & Rice Manufacturing	Brookville
Gibson County	
Toyota Motor Manufacturing	Princeton
Duke Energy	Owensville
Gibson General Hospital	Princeton
Knox County	
Good Samaritan Hospital/Hospice	Vincennes
Schott Home Tech North America	Vincennes
Five Star Mining	Oaktown
Orange County	
West Baden Springs Hotel	West Baden Springs
French Lick Resort	French Lick
Wildwood Association	Paoli
Parke County	
Applied Extrusion Technologies	Rosedale
Formflex	Bloomingdale
Rockville Correctional Facility	Rockville
Perry County	
Waupaca Foundry	Tell City
Branchville Correctional Facility	Branchville
Perry County Memorial Hospital	Tell City
Pike County	
Aes Corp	Petersburg
Indianapolis Power & Light Company	Petersburg
Solar Sources Inc.	Petersburg
Ripley County	
Ripley County Auditor	Versailles
McPhersons Inc.	Sunman
Kroger	Milan
Rush County	
Rush Memorial Hospital	Rushville
UAW	Rushville
Trane Commercial Systems	Rushville
Spencer County	
Holiday World Splashin’ Safari	Santa Claus
AK Steel Corporation	Rockport
St. Meinrad of School of Theology/Archabbey	St. Meinrad

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 across the assessment area and Indiana.



Overall, Dubois County had the lowest and Fayette County had the highest unemployment rates during the evaluation period. In 2014 and 2015, only three counties (Fayette, Orange, Parke) had unemployment rates higher than Indiana's; however, in 2016, only four counties (Decatur, Dubois, Gibson, Rush) had unemployment rates below Indiana's. However, three community contacts stated that unemployment rates are stable and that Southern Indiana has above-average rates of employment.

According to *NewsNow Dubois County*,[168] Toyota Motor Manufacturing announced the investment of $600 million into the Gibson County plant and adding 400 jobs in the process. Officials said the plant's workforce will approach 6,000. Most of the funds will be applied to improving technology and infrastructure. The production of the new Highlanders will begin in the fall of 2019. Application for 400 new jobs will likely begin in early 2019. Toyota is a major employer in Gibson, Vanderburgh, and Knox counties.

[168] Ft. Branch (WTVW/WEHT). "Toyota Announces Gibson County Plant Expansion." *NewsNow Dubois County*. January 25, 2017. - http://newsnowdc.com/2017/01/25/toyota-announces-gibson-county-plant-expansion-to-add-400-jobs-wvideo/

Combined Demographics Report

Assessment Area: IN Southern IN

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	15,304	17.6
Moderate-income	13	16.9	10,762	12.4	2,029	18.9	15,436	17.7
Middle-income	52	67.5	58,024	66.6	5,259	9.1	19,968	22.9
Upper-income	12	15.6	18,293	21	606	3.3	36,371	41.8
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**77**	**100.0**	**87,079**	**100.0**	**7,894**	**9.1**	**87,079**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	20,432	11,019	11.5	53.9	6,202	30.4	3,211	15.7
Middle-income	92,933	63,873	66.5	68.7	18,764	20.2	10,296	11.1
Upper-income	26,897	21,155	22	78.7	3,693	13.7	2,049	7.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**140,262**	**96,047**	**100.0**	**68.5**	**28,659**	**20.4**	**15,556**	**11.1**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	1,860	14.2	1,707	14.2	113	13.1	40	17.9
Middle-income	8,229	62.7	7,582	63	495	57.2	152	67.9
Upper-income	3,037	23.1	2,748	22.8	257	29.7	32	14.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**13,126**	**100.0**	**12,037**	**100.0**	**865**	**100.0**	**224**	**100.0**
	Percentage of Total Businesses:			**91.7**		**6.6**		**1.7**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	72	3.4	70	3.3	2	11.1	0	0
Middle-income	1,554	72.3	1,541	72.3	13	72.2	0	0
Upper-income	522	24.3	519	24.4	3	16.7	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**2,148**	**100.0**	**2,130**	**100.0**	**18**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.2**		**.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NON-METROPOLITAN SOUTHERN INDIANA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated nine community development loans totaling $59.2 million. Fifth Third has an excellent geographic distribution of loans and no gaps in lending. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The good level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of refinance and home purchase lending based on the equal overall volume of lending, followed by small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding aggregate lending, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 513 refinance, 513 home purchase, 100 home improvement, 339 small business, and nine community development loans during the evaluation period. The percentage of Fifth Third's total lending at 1.0% is greater than the percentage of total deposits at 0.7% in this area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of Home Affordable Modification Program and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	0	0.0%	7	13.0%	42	77.8%	5	9.3%
Percentage of Owner Occupied Units		***0.0%***		***11.5%***		***66.5%***		***22.0%***
*Unknown tract data is not included in the above table.								

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	10	18.5%	20	37.0%	16	29.6%	3	5.6%
Percentage of Families by Family Income		***17.6%***		***17.7%***		***22.9%***		***41.8%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications for a meaningful analysis. The percentage of other modifications in moderate-income tracts exceeded the percentage of owner occupied units in these geographies. Therefore, modifications helped to expand lending activities in these areas.

The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Refinance and home purchase lending had an equal number of originations. Refinance lending is excellent and home purchase lending is good. Performance for home improvement loans is also excellent. Small business lending is good. There were also no gaps in lending in the assessment area as shown in the table below:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Moderate	13	0	100.0%
Middle	52	0	100.0%
Upper	12	0	100.0%
Total	**77**	**0**	**100.0%**

Refinance Loans

Fifth Third made 61 refinance loans totaling $4.1 million in moderate-income tracts. This represents 11.5% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 11.5%. The percentage of loans by dollar amount at 8.2% is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 11.9% and was comparable to the 2015 aggregate at 10.0%. As Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 328 refinance loans totaling $30.9 million in middle-income tracts. This represents 63.9% of refinance loans by volume, which is below the owner-occupied units in these tracts at 66.5%. The percentage of refinance loans by dollar amount (61.2%) was below proxy. The percentage of loans by volume was below the 2014 aggregate at 68.7% and was below the 2015 aggregate at 67.3%.

Fifth Third made 124 refinance loans totaling $15.4 million in upper-income tracts. This represents 24.2% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 22.0% and the dollar amount at 30.6% exceeded proxy. The percentage of loans by volume exceeded the 2014 aggregate at 19.0% and the 2015 aggregate at 22.6%.

Overall, the geographic distribution of refinance loans is excellent.

Home Purchase Loans

Fifth Third made 53 home purchase loans totaling $4.6 million in moderate-income tracts. This represents 10.3% of its home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 11.5%, and 7.8% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 10.3% and was below the 2015 aggregate at 10.8%. As Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of home purchase loans in moderate-income tracts is good.

Fifth Third made 284 home purchase loans totaling $30.1 million in middle-income tracts. This represents 55.4% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 66.5%, and 51.1% by dollar amount, which is also below proxy. The percentage of loans by volume was below the 2014 aggregate of 65.8% and was below the 2015 aggregate of 66.0%.

Fifth Third made 176 home purchase loans totaling $24.2 million in upper-income tracts. This represents 34.3% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 22.0%, and 41.1% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 23.6% and exceeded the 2015 aggregate of 23.1%.

A community contact indicated the need for affordable housing since there are not many lower-cost housing options being constructed in the area. Because Fifth Third effectively penetrated moderate-income tracts, the overall geographic distribution of home purchase loans is good.

Home Improvement Loans

Fifth Third made 18 home improvement loans totaling $593,000 in moderate-income tracts. This represents 18.0% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 11.5%, and 13.8% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 10.1% and the 2015 aggregate of 12.9%. As Fifth Third's performance exceeded the proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 66 home improvement loans totaling $2.5 million in middle-income tracts. This represents 66.0% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 66.5%, and 58.7% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 73.3% and was below the 2015 aggregate of 70.3%.

Fifth Third made 16 home improvement loans totaling $1.2 million in upper-income tracts. This represents 16.0% of home improvements loans by volume, which is below the percentage of owner-occupied units in these tracts at 22.0%, and 27.5% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 16.5% and was below the 2015 aggregate of 16.7%.

Based on the median age of housing stock in moderate-income tracts (57 years), there appears to be opportunities for Fifth Third to provide home improvement and rehabilitation loans. Because Fifth Third's level of penetration in moderate-income tracts was excellent, the overall geographic distribution of home improvement loans is excellent.

Small Business Loans

Fifth Third made 32 small business loans totaling $6.3 million in moderate-income tracts. This represents 9.4% of small business loans by volume, which is below the percentage of businesses in these tracts at 14.2%. This also represents 19.0% of business loans by dollar amount, which exceeds the percentage of businesses in these tracts. The percentage of loans by volume was below the 2014 aggregate of 12.2% and the 2015 aggregate of 11.7%. Given that Fifth Third's performance was slightly below the aggregate of all lenders and proxy, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 188 small business loans totaling $18.6 million in middle-income tracts. This represents 55.5% of small business loans by volume, which is below the percentage of businesses in these tracts at 63.0%, and 56.3% by dollar amount, also below proxy. The percentage of loans by volume was below the 2014 aggregate of 60.2% and the 2015 aggregate of 60.6%.

Fifth Third made 119 small business loans totaling $8.2 million in upper-income tracts. This represents 35.1% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 22.8%, and 24.7% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 24.1% and exceeded the 2015 aggregate of 25.4%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for refinance, home purchase, and home improvement loans.

Refinance Loans

Fifth Third made 68 loans totaling $4.2 million to low-income borrowers. This represents 13.3% of refinance loans by volume, which is below the percentage of low-income families in these tracts at 17.6%. The percentage of loans by dollar amount at 8.3% is below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 9.7% and the 2015 aggregate of 7.3%. Given Fifth Third's performance significantly exceeded the aggregate of all lenders and was slightly below proxy, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 131 loans totaling $9.9 million to moderate-income borrowers. This represents 25.5% of refinance loans by volume, which exceeds the percentage of moderate-income families in these tracts at 17.7%, and 19.6% by dollar volume, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.0% and exceeded the 2015 aggregate of 17.0%. As Fifth Third's performance in refinance lending to moderate-income borrowers exceeded proxy and the aggregate of all borrowers, borrower distribution to moderate-income borrowers is excellent.

Fifth Third made 122 loans totaling $11.3 million to middle-income borrowers. This represents 23.8% of refinance loans by volume, which exceeds the percentage of middle-income families at 22.9%, and 22.4% by dollar amount, which is comparable to the proxy. The percentage of loans by volume exceeded the 2014 aggregate of 23.3% and was comparable to the 2015 aggregate of 20.7%.

Fifth Third made 173 loans totaling $22.6 million to upper-income borrowers. This represents 33.7% of refinance loans by volume, which is below the percentage of upper-income families at 41.8%, while the percentage of loans by dollar amount at 44.8% exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 32.6% and was comparable to the 2015 aggregate of 35.5%.

Overall, the borrower distribution of refinance loans is excellent.

Home Purchase Loans

Fifth Third made 78 loans totaling $5.7 million to low-income borrowers. This represents 15.2% of home purchase loans by volume, which is below the percentage of low-income families at 17.6%, and 9.7% by dollar amount, which is also below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 7.7% and the 2015 aggregate of 8.8%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders and was slightly below proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 160 loans totaling $15.3 million to moderate-income borrowers. This represents 31.2% of home purchase loans by volume, which significantly exceeds the percentage of moderate-income families at 17.7%, and 26.0% of loans by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.1% and exceeded the 2015 aggregate of 23.4%.

Because Fifth Third's performance significantly exceeded proxy and exceeded the aggregate of all borrowers, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 136 loans totaling $16.0 million to middle-income borrowers. This represents 26.5% of home purchase loans by volume, which exceeds the percentage of middle-income families at 22.9%, and 27.2% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.9% and exceeded the 2015 aggregate of 21.2%.

Fifth Third made 127 loans totaling $20.4 million to upper-income borrowers. This represents 24.8% of home purchase loans by volume, which is significantly below the percentage of upper-income families at 41.8%, and 34.6% of loans by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 28.4% andwas slightly below the 2015 aggregate of 26.4%.

Overall, the borrower distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made 16 loans totaling $567,000 to low-income borrowers. This represents 16.0% of home improvement loans by volume, which is comparable to the percentage of low-income families at 17.6%, and 13.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 12.6% and in 2015 was below the 2015 aggregate of 12.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 31 loans totaling $1.1 million to moderate-income borrowers. This represents 31.0% of home improvement loans by volume, which significantly exceeded the percentage of moderate-income families at 17.7%, and 25.1% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.3% and the 2015 aggregate of 20.2%. Given that Fifth Third's performance exceeded the aggregate of all lenders and significantly exceeded proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 25 loans totaling $1.1 million to middle-income borrowers. This represents 25.0% of home improvement loans by volume, which exceeds the percentage of middle-income families at 22.9%, and 24.6% by dollar amount, which also exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 26.9% and was comparable to the 2015 aggregate of 27.1%.

Fifth Third made 27 loans totaling $1.6 million to upper-income borrowers. This represents 27.0% of home improvement loans by volume, which is significantly below the percentage of upper-income families at 41.8%, and 37.0% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 35.5% and was below the 2015 aggregate of 37.5%.

The overall borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 61.1% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance in 2014 exceeded the 2014 aggregate of 42.8% and the 2015 aggregate of 46.9%, but was significantly below the percentage of small businesses in the assessment area at 91.7%. Also, during the evaluation period, Fifth Third was able to makes a relatively high percentage of small-dollar loans (80.5%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated nine community development loans totaling $59.2 million during the review period as shown in the table below:

Economic Development		Revitalization and Stabilization	
#	**$**	**#**	**$**
5	34,000,000	4	25,227,366

Community development lending in the assessment area represents 1.0% of the total dollar volume of community development loans originated by Fifth Third during the review period. This ranks as Fifth Third's 26th highest percentage of community development lending during the evaluation period, as there are fewer opportunities to originate community development loans in a non-metropolitan assessment area and there is significant competition in the area. As such, Fifth Third's makes a relatively high level of community development loans in this assessment area.

Examples of community development lending include, but are not limited to:

- Working capital loans to promote economic development by financing small businesses to support retention of low- and moderate-income workers
- Working capital loans to help retain and expand businesses located in areas specifically designated to promote revitalization and economic development

Flexible Lending Programs

Fifth Third had 425 flexible lending loans in this assessment area: 328 government loans, ten down payment assistance loans, and 87 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	0.0%	0.0%	0.0%	12.5%	10.4%	11.5%	60.7%	58.3%	66.5%	26.8%	31.3%	22.0%
Other Flexible Lending Programs	0.0%	0.0%	0.0%	14.9%	10.9%	11.5%	62.1%	61.6%	66.5%	23.0%	27.6%	22.0%
Total	**0.0%**	**0.0%**	**0.0%**	**12.7%**	**10.3%**	**11.5%**	**61.6%**	**59.4%**	**66.5%**	**25.6%**	**30.3%**	**22.0%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	15.2%	10.8%	17.6%	39.9%	35.4%	17.7%	28.0%	32.1%	22.9%	14.3%	19.6%	41.8%
Down Payment Assistance Programs	100.0%	100.0%	17.6%	0.0%	0.0%	17.7%	0.0%	0.0%	22.9%	0.0%	0.0%	41.8%
Other Flexible Lending Programs	13.8%	12.0%	17.6%	33.3%	27.3%	17.7%	20.7%	21.4%	22.9%	28.7%	37.6%	41.8%
Total	**16.9%**	**12.7%**	**17.6%**	**37.6%**	**33.3%**	**17.7%**	**25.9%**	**29.6%**	**22.9%**	**16.9%**	**22.4%**	**41.8%**

*Unknown tract data is not included in the above table.

Overall, Fifth Third's lending in moderate-income tracts by number and dollar amount exceeded the percentage of owner-occupied units for government loans and other flexible lending programs. There were no down payment assistance loans made in the moderate-income tracts.

Fifth Third's lending by volume and dollar amount to low-income borrowers was slightly below percentage of low-income families and exceeded the percentage of moderate-income families in the assessment area.

Fifth Third made extensive use of flexible lending practices is serving the assessment area's credit needs, as lending through flexible loan programs to moderate-income borrowers and in moderate-income tracts was excellent, while lending to low-income borrowers was good.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 84 qualified investments totaling $20.6 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	$	#	$	#	$
20	15,109,539	29	49,038	27	36,900

Also included in the total number of qualified investments are eight prior period investments totaling $5.4 million. Overall, Fifth Third made 1.3% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 0.7% and slightly greater than the percentage of branch offices at 1.2%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which was an important need expressed by a community contact. Fifth Third made 57 donations totaling $87,438 that supported chambers of commerce, charitable organizations, and small businesses. The majority of Fifth Third's donations (56.1%) supported economic development, particularly to various local chambers of commerce.

Service Test

Fifth Third's performance under the service test in this assessment area is rated adequate. Retail services are accessible and Fifth Third provided an adequate level of community development services in the assessment area.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in moderate-income geographies and to low- and moderate-income households. Since the previous evaluation period, no banking centers were opened or closed. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 16 banking centers within this assessment area, including four in moderate-, six in middle-, and six in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 1.2% of all its banking centers. Fifth Third has a total of 21 full-service ATMs within this assessment area, including four in moderate-, ten in middle-, and seven in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts. There are no low-income geographies in this assessment area.

Geographic Distribution of Branches & ATMS

Assessment Area: IN Southern IN

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	Open #	Closed #		#	%	#	%	#	%	#	%	%	%
Low	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Moderate	4	25.0%	0	0	Total	4	18.2%	4	19.0%	0	0.0%	13	16.9%	13.8%	14.3%
Middle	6	37.5%	0	0	Total	10	45.5%	10	47.6%	0	0.0%	52	67.5%	66.3%	62.3%
Upper	6	37.5%	0	0	Total	8	36.4%	7	33.3%	1	100.0%	12	15.6%	19.9%	23.4%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Total	16	100.0%	0	0	Total	22	100.0%	21	100.0%	1	100.0%	77	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within moderate-income tracts was considered excellent, as the distribution of branches exceeded the percentage of census tracts and households in these tracts.

Community Development Services

Fifth Third provided an adequate level of community development services in this assessment area. During the evaluation period, Fifth Third employees provided 813 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 0.7% of all community development services provided and equates to 0.39 annualized persons (ANP).

Economic Development	Community Services
# of Hours	***# of Hours***
221	592

Employees provided financial expertise through leadership positions in multiple community organizations that promote community and economic development. Community development services include 705 hours serving on boards and committees, 42 hours of providing financial literacy through local nonprofits and school programs, 38 hours participating in foreclosure prevention outreach, and 28 hours providing technical assistance to non-profits.

METROPOLITAN and NON-METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF INDIANA

- **Bloomington MSA**
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 3.5% of its branches in Indiana.
  - As of June 30, 2016, Fifth Third had $194,432 in deposits in this assessment area, representing a market share of 7.8% and 3.3% of its statewide deposits.
- **Fort Wayne MSA**
  - As of June 30, 2016, Fifth Third operated eight branches in the assessment area, representing 9.4% of its branches in Indiana.
  - As of June 30, 2016, Fifth Third had $211,105 in deposits in this assessment area, representing a market share of 3.1% and 3.6% of it statewide deposits.
- **Lafayette-W. Lafayette MSA**
  - As of June 30, 2016, Fifth Third operated four branches in the assessment area, representing 4.7% of its branches in Indiana.
  - As of June 30, 2016, Fifth Third had $106,469 in deposits in this assessment area, representing a market share of 4.0% and 1.8% of it statewide deposits.
- **Terre Haute MSA**
  - As of June 30, 2016, Fifth Third operated seven branches in the assessment area, representing 8.2% of its branches in Indiana.
  - As of June 30, 2016, Fifth Third had $224,805 in deposits in this assessment area, representing a market share of 8.9% and 3.9% of it statewide deposits.
- **Non-metropolitan Northern Indiana**
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 3.5% of its branches in Indiana.
  - As of June 30, 2016, Fifth Third had $57,127 in deposits in this assessment area, representing a market share of 4.9% and 1.0% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF INDIANA

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the following table. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Bloomington MSA	Below	Consistent	Below
Fort Wayne MSA	Below	Consistent	Below
Lafayette-W. Lafayette MSA	Below	Below	Below
Non-metropolitan Northern Indiana	Below	Below	Below
Terre Haute MSA	Below	Below	Below

For the lending test, Fifth Third received an "Outstanding" rating in Indiana. Performance in all five of the limited-scope assessment areas was below Fifth Third's performance for the state. Although below the state performance, lending levels were good or adequate for the geographic distribution of loans and good for the borrower geographic distribution of loans in all five limited-scope assessment areas. There was a good level of community development loans in the Fort Wayne assessment area and adequate levels of community development loans in the remaining four limited-scope assessment areas. A low level of lending gaps was noted in three limited-scope assessment areas and no gaps in lending were identified the Terre Haute and non-metropolitan Northern Indiana assessment areas.

For the investment test, Fifth Third received an "Outstanding" rating in Indiana. While investment activity was consistent with the state in two of the five limited-scope assessment areas, performance in the Lafayette-W. Lafayette, Terre Haute, and non-metropolitan Northern Indiana assessment areas was below Fifth Third's performance for the state. Although below the state performance, investment activity was good in the Lafayette-W. Lafayette, Terre Haute, and non-metropolitan Northern Indiana assessment areas. The weaker performance was primarily due to a lower level of qualified investments and contributions relative to Fifth Third's operational presence in the assessment area.

For the service test, Fifth Third received an "Outstanding" rating in Indiana. Performance in all five of the limited-scope assessment areas was below Fifth Third's performance for the state. Retail services were good in four limited-scope assessment areas and adequate in the Bloomington assessment area. The weaker retail services performance in the Bloomington assessment area was primarily due to less accessibility of delivery systems in lower-income geographies. Qualified community development services were good in the Fort Wayne and Terre Haute assessment areas and poor in the Bloomington assessment area. The weaker community development services performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third's operational presence in these assessment areas. Qualified community development services were excellent in the remaining two limited-scope assessment areas.

The performance in the limited-scope assessment areas did not change the overall state rating.

COMMONWEALTH OF KENTUCKY

CRA RATING for Commonwealth of Kentucky:[169] Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: High Satisfactory
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- An adequate level of community development loans;
- Extensive use of flexible lending practices in serving the assessment area's credit needs;
- A significant level of qualified community development investments and grants;
- Occasionally in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A relatively high level of community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted the Lexington-Fayette MSA. Limited-scope reviews were performed on the remaining three assessment areas, the Owensboro MSA, and non-metropolitan Eastern and Western Kentucky. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

[169] For institutions with branches in two or more states in a multi-state metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multi-state metropolitan area. Refer to the multi-state metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

The Lexington-Fayette assessment area received greater weight in determining the CRA rating for Kentucky, as it had the largest lending volumes and number of banking centers and ranked first in Kentucky's share of deposits during the evaluation period. Lastly, the Lexington-Fayette assessment area represented 46.4% of the banking centers, 70.5% of deposits, and 62.5% of lending in Kentucky.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE COMMONWEALTH OF KENTUCKY

Lending activity accounted for 1.9% of the Fifth Third's total lending activity, while deposits accounted for 1.5% of the Fifth Third's total deposits. HMDA-reportable lending in Kentucky represented 1.9% of the Fifth Third's total HMDA lending, while CRA-reportable lending represented 1.6% of the Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked fourth among 190 insured institutions and has a deposit market share of 7.3% and 28 banking center locations within Kentucky.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE COMMONWEALTH OF KENTUCKY

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Kentucky is rated "High Satisfactory." Fifth Third's lending reflects a good responsiveness to the credit needs in the Lexington-Fayette assessment area. Lending reflects an adequate responsiveness to credit needs in non-metropolitan Eastern, non-metropolitan Western Kentucky, and the Owensboro assessment area.

Lending Activity

In Kentucky, Fifth Third originated 8,304 HMDA loans totaling $1.1 billion and 2,051 small business loans totaling $256.4 million during the evaluation period.

Lending activity in Kentucky is good. Lending activity in the Lexington-Fayette assessment area is good and adequate in the remaining three assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is excellent in the assessment areas located in Kentucky. The geographic distribution is excellent in the Lexington-Fayette assessment area and good in non-metropolitan Western Kentucky and the Owensboro assessment area. The geographic distribution is adequate in non-metropolitan Eastern Kentucky.

Further, a low level of lending gaps was identified within all four assessment areas located in Kentucky.

Overall, the distribution of loans among borrowers of different income levels is excellent and good to businesses of different revenue sizes is good in the assessment areas located in Kentucky. The borrower distribution is excellent in the Lexington-Fayette assessment area and good in the remaining three assessment areas. The distribution to businesses of different revenue sizes is good in the Lexington-Fayette and non-metropolitan Eastern Kentucky assessment areas and adequate in the remaining two assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Kentucky, Fifth Third originated 13 community development loans totaling $91.0 million, which represented 1.5% of its community development lending by dollar volume. This represents an adequate level of community development lending in Kentucky. Fifth Third made an adequate level of community development loans in the Lexington-Fayette assessment area and a good level of community development loans in non-metropolitan Eastern Kentucky. Fifth Third did not make any community development loans in non-metropolitan Western Kentucky or the Owensboro assessment area, which is considered to be a poor level of community development lending.

Flexible Lending

Fifth Third made extensive use of flexible lending practices within the assessment areas in Kentucky.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Kentucky is rated "Outstanding." Fifth Third funded $25.2 million in qualified community development investments in Kentucky during the evaluation period that consisted of $15.9 million obtained from new investments made during the current review period and $9.3 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in the Owensboro assessment area. The level of qualified investments is considered good in the Lexington-Fayette and non-metropolitan Eastern Kentucky assessment areas and poor in non-metropolitan Western Kentucky.

Fifth Third was considered responsive to the credit and community development needs in the state; therefore, investments without a purpose, mandate, or function of serving Fifth Third's assessment areas in Kentucky was considered to positively impact state performance. Fifth Third made $16.1 million in qualified investments, typically in the form of LIHTCs that benefited counties within Kentucky, but outside Fifth Third's delineated assessment areas.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in Kentucky is rated "High Satisfactory." Its performance is good in the Lexington-Fayette and Owensboro assessment areas and adequate in non-metropolitan Eastern Kentucky and non-metropolitan Western Kentucky.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in the institution's assessment areas. Retail service distribution is good in all four assessment areas.

Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. No branches opened or closed in low- or moderate-income tracts during the evaluation period.

Banking services and business hours do not vary in a way that inconveniences any portions of Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third provides a relatively high level of community development services in Kentucky. Fifth Third's performance is excellent in non-metropolitan Western Kentucky and good in the Lexington-Fayette assessment area. The level of community development services is adequate in non-metropolitan Eastern Kentucky and poor in the Owensboro assessment area.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN LEXINGTON-FAYETTE KY MSA #30460

The Lexington-Fayette KY MSA consists of Bourbon, Clark, Fayette, Jessamine, Scott, and Woodford counties. The assessment area is comprised of 12 low-, 32 moderate-, 47 middle-, and 38 upper-income tracts.

As of June 30, 2016, Fifth Third ranked third out of 37 institutions with 11.9% of the deposit market share. Central Bank & Trust Company had the majority of the market share 16.6% of deposits, and JPMorgan Chase ranked second with 14.8% of the market share. Deposits in this assessment area accounted for 1.1% of the Fifth Third's total deposits. This was 70.5% of deposits within the state and 19th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 1,220 HMDA loans and 441 CRA loans, which represented 1.2% and 1.1% of the total loans originated during the evaluation period, respectively. This was the 21st largest HMDA market and 20th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked eighth among 318 HMDA reporters in the assessment area and Fifth Third ranked 47th. Wells Fargo Bank, Central Bank & Trust Company, Guardian Savings Bank, and JPMorgan Chase Bank were the top four HMDA lenders in the assessment area. Fifth Third ranked 11th of 65 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Central Bank & Trust Company, Chase Bank USA, and Synchrony Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Two community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a philanthropic health legacy foundation that awards grants to nonprofits that address social determinants related to health, particularly in urban areas, stated there is a significant need for financial institutions to fund small businesses and entrepreneurs with small-dollar loans to promote economic development in the community. The contact also believed there is a large unbanked population in the area, who do not have access to credit, making them invisible to the mainstream financial system. These individuals tend to be lower-income and because they do not have access to financial services are typically unable to buy homes or build businesses. Financial institutions have an opportunity to attract the unbanked by conducting community outreach and offering financial literacy training and fee-free banking products. Lastly, the contact indicated smaller banks experience difficulties in competing with larger banks, which have more resources to deal with increasing regulatory burdens.

The second contact, representing a micro-lender who extends small-dollar loans to support entrepreneurship, stated the economic conditions are improving and the regional economy is attracting more advanced manufacturing jobs with higher average wages. The contact believed area banks could be more proactive in working with and providing financial literacy training to individuals with poor or no credit, as a good credit score allows people to save money with lower interest rates, be approved for loans (personal and business) and rentals more easily, obtain better insurance rates, and avoid security deposits on cell phones and utilities.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 472,099. About 35.3% of the population lived in low- and moderate-income tracts. In addition, 77.3% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Lexington-Fayette MSA is the 106th largest in terms of population in the nation.[170] Fayette County is the largest county in the assessment area and the second-most populous county in Kentucky.[171] Lexington (located in Fayette County) is the largest city in assessment area and is the 61st most populous city in the U.S. Lexington has 314,488 residents and its population growth increased by 20.4% between 2000 and 2015.[172] According to Moody's Analytics, in 2015, the migration flow into Lexington was 2,844 residents, with a positive annual net migration from 2012 through 2015. In contrast, the next largest cities in the assessment area are Georgetown, Nicholasville, Winchester, Paris, and Versailles, which have 32,356, 29,754, 18,446, 9,870, and 9,146, respectively.[173]

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase.[174] The population within the assessment area experienced positive growth between 2010 and 2015, with Scott County experiencing the greatest growth and Clark County experiencing the least growth in population during this time period. Moody's Analytics cited strong population trends are supporting housing demand.

County	2010 Population	2015 Population	Population Percent Change
Bourbon	19,985	20,116	0.7%
Clark	35,613	35,757	0.4%
Fayette	295,803	314,488	6.3%
Jessamine	48,586	51,961	6.9%
Scott	47,173	52,420	11.1%
Woodford	24,939	25,793	3.4%
Total	**472,099**	**500,535**	**6.0%**

Income Characteristics

170 MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
171 U.S. Places: http://us-places.com (main page – enter state, choose population by county)
172 U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
173 U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
174 Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

In 2010 the MSA median family income was greater ($62,624) than Kentucky's at $52,046. The MSA median family income increased in 2014, 2015, and declined slightly in 2016.

Borrower Income Levels
Lexington-Fayette, KY MSA

FFIEC Estimated Median Family Income		Low 0 - 49.99%	Moderate 50% - 79.99%	Middle 80% - 119.99%	Upper 120% - & above
2014	**$67,800**	0 - $33,899	$33,900 - $54,239	$54,240 - $81,359	$81,360 - & above
2015	**$68,200**	0 - $34,099	$34,100 - $54,559	$54,560 - $81,839	$81,840 - & above
2016	**$66,100**	0 - $33,049	$33,050 - $52,879	$52,880 - $79,319	$79,320 - & above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[175] Woodford County had the lowest poverty rates in 1999 and 2015, while Bourbon County had highest poverty rate in 1999 and Fayette County had the highest poverty rate in 2015. Jessamine County experienced the largest increase in poverty rates during this period. In 2015, Fayette County's poverty rate exceeded and Jessamine County's poverty rate was equivalent to the state-level poverty rate of Kentucky. In 2015, Kentucky's poverty rates exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[176] The following table shows the poverty rates for 1999[177] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Bourbon	14.0%	14.8%	5.7%
Clark	10.6%	15.4%	45.3%
Fayette	12.9%	19.1%	48.1%
Jessamine	10.5%	18.3%	74.3%
Scott	8.8%	13.1%	48.9%
Woodford	7.3%	11.6%	58.9%
Kentucky	**15.8%**	**18.3%**	**15.8%**
U.S.	**11.8%**	**13.5%**	**14.4%**

175 U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
176 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
177 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 205,317 housing units and 118,564 families in the assessment area. From an income perspective, 36.8% of housing units, 25.9% of owner-occupied units, and 31.3% of families are located in low- or moderate-income tracts. Nearly three-quarters of the housing units in the low-income census tracts are either rental or vacant (72.6%). In the moderate-income census tracts, over half of the housing units are either rental or vacant (57.8%) and 42.2% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 32 years old, with 13.0% of the stock built before 1950. The oldest housing stock was in Bourbon County with a median age of 40 years, while the newest was 19 years in Scott County. Within the assessment area, the median age of housing stock was 40 years in low-income tracts and 37 years in moderate-income tracts. Therefore, there appears to be some opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to 2010 U.S. Census data, the median housing value in the assessment area was $156,580 with an affordability ratio of 30.98. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. While median housing values increased between 2010 and 2011-2015, housing affordability varied across the assessment area due to median household incomes. During the evaluation period, the most affordable housing was in Scott County and the least affordable was in Fayette County. Overall, median gross rents increased at a fairly substantial rate across the assessment area, with renters in Bourbon and Jessamine counties experiencing the largest increase in rental rates and renters in Woodford County experiencing the smallest increase in gross rental rates. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Kentucky. According to Moody's Analytics, households are forming more quickly, and house prices in the Lexington area have appreciated more over the last year than in any other part of the state. Continued population growth will keep demand for single-family housing high.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Bourbon	$137,700	29.67	$139,600	32.38	$581	$690	18.8%
Clark	$134,500	34.63	$142,700	33.61	$631	$698	10.6%
Fayette	$159,200	29.82	$168,100	29.61	$693	$778	12.3%
Jessamine	$150,200	31.62	$160,400	31.52	$670	$771	15.1%
Scott	$158,700	36.56	$164,600	38.29	$684	$760	11.1%
Woodford	$180,800	31.27	$181,300	32.40	$724	$725	0.1%
Kentucky	**$116,800**	**35.60**	**$123,200**	**35.50**	**$601**	**$675**	**12.3%**

According to Bankrate.com,[178] Kentucky ranked 43rd for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[179]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Bourbon	N/A
Clark	N/A
Fayette	1:3,790
Jessamine	1:1,366
Scott	N/A
Woodford	N/A
Kentucky	**1:4,270**
U.S.	**1:1,533**

In November 2016, Jessamine County had the highest rate of foreclosure in the assessment area and the third highest rate in Kentucky. According to Moody's Analytics, a 2015 state law allowing foreclosures to clear the housing market more quickly is benefiting Lexington disproportionately, as foreclosures have plummeted and home price increases no longer lag the U.S. pace. As shown above, the foreclosure rate in Fayette County is far below the national rate, but is still higher than Kentucky's rate of foreclosure.

Building permits for this MSA, Kentucky, and the nation are included in the following table for 2014, 2015, and 2016.[180]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Lexington-Fayette MSA	1,888	2,206	16.8%	2,732	23.8%
Kentucky	**9,421**	**10,566**	**12.2%**	**12,798**	**21.1%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced a significant increase in the number of housing permits issued between 2014 and 2016. The increase in the number of permits could indicate there is a growing demand for home purchase loans in the MSA and in Kentucky during the evaluation period. According to Moody's Analytics, demand for new housing starts has increased and projected population growth will keep demand high for single-family housing in the Lexington area.

[178] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[179] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[180] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Labor, Employment, and Economic Characteristics

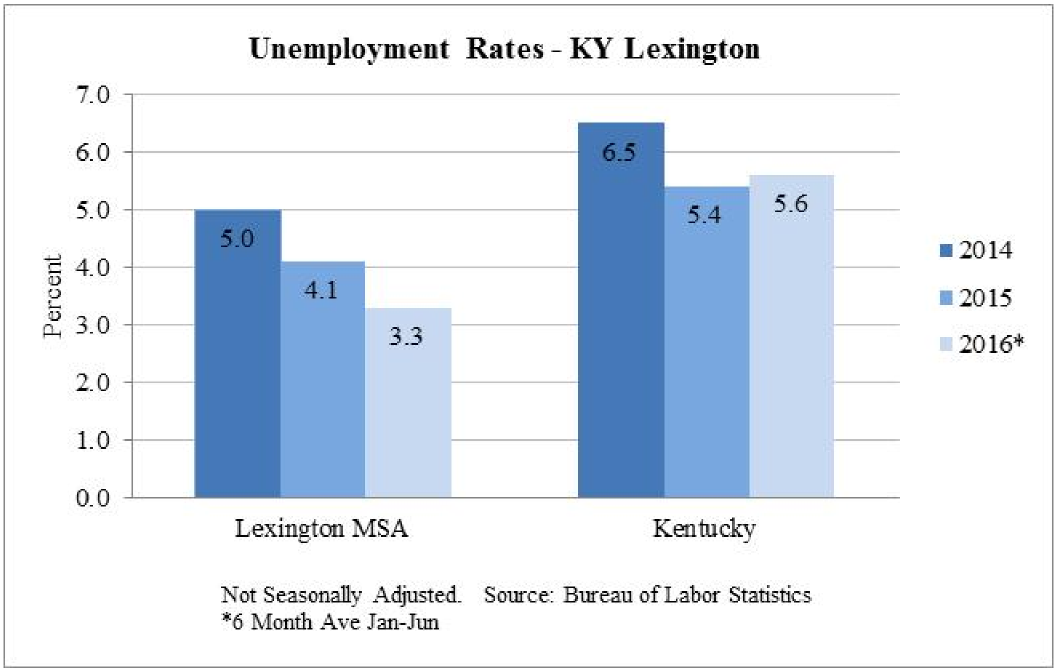
According to Moody's Analytics, the Lexington area economy is in expansion due to a strong healthcare industry, competitive business costs, favorable population trends, and a highly educated workforce. Contributing to the area's economic strengths is the large insurance industry in Kentucky, which benefits from Medicaid expansion, low business costs (especially office rents), and the presence of a large research university. Economic weaknesses include a nationwide push to close coal power plants, rising energy costs, and high tuition rates limit students' disposable incomes. A community contact stated the regional economy is attracting more advanced manufacturing jobs with higher average wages. According to Moody's Analytics, machinery manufacturing, the second largest factory segment, is well-positioned to rebound in 2017. The prominent auto industry has been adding jobs and construction equipment manufacturing is benefiting from increased nationwide residential construction.

According to Commerce Lexington Economic Development[181] the top 15 employers in the MSA in 2016 were:

Company (County)	Number of Employees
University of Kentucky (Fayette)	12,500
Toyota Motor Manufacturing (Scott)	7,900
Kentucky Health & Family Services Cabinet (Franklin)	7,444
Fayette County Public Schools	5,172
Transportation Cabinet of Kentucky (Franklin)	4,848
Conduent (Fayette)	3,100
Lexington-Fayette Urban County Government (Fayette)	2,837
Eastern Kentucky University (Madison)	2,240
Lexmark International Inc.[182] (Fayette)	2,200
Wal-Mart (Fayette)	2,027
KentuckyOne Health (Fayette)	1,757
Scott County Public Schools	1,655
Veterans Medical Center (Fayette)	1,565
Baptist Health (Fayette)	1,558
Kentucky Department of Education (Franklin)	1,475

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the MSA and Kentucky.

[181] Commerce Lexington ED: http://www.locateinlexington.com/Data-Facts-Figures-Major-Employers.aspx
[182] In the Fortune 1000 are Lexmark International (#638)and Tempur Sealy International (#699) with 420 employees - https://www.geolounge.com/fortune-1000-companies-list-2016/



The unemployment rates declined each year in the MSA and were considerably lower than Kentucky's during this time period.

According to *WKYT News*, in February 2016, Lexmark International, Inc. announced it was cutting 500 jobs (4.0% of its workforce), at least 143 employees in Lexington will be affected by the layoffs. The company said the layoffs, affecting part of its worldwide workforce, are part of a 12-month restructuring plan expected to save the company $67 million in 2016 and $100 million in 2017. According to a University of Kentucky professor of economics, even if all 500 layoffs happened at Lexmark's headquarters, it would impact less than 1.0% of employment in the Lexington area.[183]

183 WKYT News Staff. "Lexmark to layoff 143 Lexington employees." *WKYT News*. March 23, 2016. - http://www.wkyt.com/content/news/373219481.html

Combined Demographics Report

Assessment Area: KY Lexington

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	12	9.3	6,987	5.9	2,158	30.9	27,630	23.3
Moderate-income	32	24.8	30,127	25.4	5,350	17.8	19,368	16.3
Middle-income	47	36.4	45,050	38	4,483	10	23,784	20.1
Upper-income	38	29.5	36,400	30.7	1,450	4	47,782	40.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**129**	**100.0**	**118,564**	**100.0**	**13,441**	**11.3**	**118,564**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	16,433	4,502	4	27.4	9,843	59.9	2,088	12.7
Moderate-income	59,071	24,909	21.9	42.2	28,309	47.9	5,853	9.9
Middle-income	74,924	46,136	40.5	61.6	23,498	31.4	5,290	7.1
Upper-income	54,889	38,390	33.7	69.9	12,722	23.2	3,777	6.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**205,317**	**113,937**	**100.0**	**55.5**	**74,372**	**36.2**	**17,008**	**8.3**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = \$1 Million		**Over \$1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	1,547	6.1	1,363	5.8	182	10.1	2	3
Moderate-income	6,033	23.9	5,535	23.7	462	25.5	36	54.5
Middle-income	9,686	38.4	8,892	38.1	774	42.8	20	30.3
Upper-income	7,926	31.5	7,527	32.3	391	21.6	8	12.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**25,192**	**100.0**	**23,317**	**100.0**	**1,809**	**100.0**	**66**	**100.0**
	Percentage of Total Businesses:			**92.6**		**7.2**		**.3**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = \$1 Million		**Over \$1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	11	1	11	1	0	0	0	0
Moderate-income	170	15.6	168	16	2	4.9	0	0
Middle-income	525	48.1	501	47.7	24	58.5	0	0
Upper-income	386	35.3	371	35.3	15	36.6	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,092**	**100.0**	**1,051**	**100.0**	**41**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**96.2**		**3.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE LEXINGTON-FAYETTE KY MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated good. Fifth Third has demonstrated good responsiveness to the credit needs of the community. In addition, Fifth Third originated 11 community development loans totaling $44.6 million. Fifth Third has an excellent geographic distribution of loans and minimal lending gaps in the assessment area. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The adequate level of community development loans and extensive use of flexible lending practices supported Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase, based on the overall volume of lending, followed by refinance, and small business. There were an insufficient number of home improvement loans to analyze performance. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects good responsiveness to the credit needs within the assessment area. Fifth Third originated 611 home purchase, 570 refinance, 39 home improvement, 441 small business, and 11 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 1.2% is greater than the percentage of total deposits at 1.1% in this area.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Home purchase, the largest loan category, is good. Refinance lending is also good. Small business lending is excellent. In addition, there is a low level of lending gaps as shown in the following table:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	12	0	100.0%
Moderate	32	1	96.9%
Middle	47	0	100.0%
Upper	38	0	100.0%
Total	**129**	**1**	**99.2%**

Lending gaps are considered minimal, as there was only one tract in the entire assessment area in which there were no loans.

Home Purchase Loans

Fifth Third made 13 home purchase loans totaling $1.3 million in low-income tracts. This represents 2.1% of home purchase loans by volume, which is significantly below the percentage of owner-occupied units in these tracts at 4.0%, and 1.2% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 2.8% and was below the 2015 aggregate at 3.3%. As Fifth Third's performance was significantly below proxy and below the aggregate of all lenders, the geographic distribution of home purchase loans in low-income tracts is adequate.

Fifth Third made 88 home purchase loans totaling $9.5 million in moderate-income tracts. This represents 14.4% of its home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 21.9%, and 8.4% by dollar volume, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 16.5% and was below the 2015 aggregate at 16.5%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, the geographic distribution of home purchase loans in moderate-income tracts is good.

Fifth Third made 235 home purchase loans totaling $36.6 million in middle-income tracts. This represents 38.5% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 40.5%, and 32.4% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 41.1% and the 2015 aggregate of 39.9%.

Fifth Third made 275 home purchase loans totaling $65.5 million in upper-income tracts. This represents 45.0% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 33.7%, and 58.0% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 39.5%% and exceeded the 2015 aggregate of 40.3%.

Overall, geographic distribution of home purchase loans is good.

Refinance Loans

Fifth Third made 18 refinance loans totaling $1.8 million in low-income tracts. This represents 3.2% of refinance loans by volume and 2.0% by dollar amount, which is below the percentage of owner-occupied units at 4.0%. The percentage of loans by volume was comparable to the 2014 aggregate at 4.1% and the 2015 aggregate at 3.2%. As Fifth Third's performance was slightly below proxy and was comparable to the aggregate of all lenders, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 103 refinance loans totaling $10.5 million in moderate-income tracts. This represents 18.1% of refinance loans by volume, which is slightly below the owner-occupied units in these tracts at 21.9%. The percentage of loans by dollar amount at 11.7% is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 20.8% and slightly exceeded the 2015 aggregate at 17.8%.

As Fifth Third's performance was slightly below proxy and slightly exceeded the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 198 refinance loans totaling $26.4 million in middle-income tracts. This represents 34.7% of refinance loans by volume, which is below the owner-occupied units in these tracts at 40.5%. However, the percentage of refinance loans by dollar amount (29.4%) was significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 38.9% and was below the 2015 aggregate at 38.9%.

Fifth Third made 251 refinance loans totaling $51.4 million in upper-income tracts. This represents 44.0% of refinance loans by volume, which significantly exceeds the owner-occupied units in these tracts at 33.7%, and 57.0% by dollar volume, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate at 36.2% and exceeded the 2015 aggregate at 40.1%.

Overall, the geographic distribution of refinance loans is good.

Small Business Loans

Fifth Third made 31 small business loans totaling $4.5 million in low-income tracts. This represents 7.0% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 5.8%, and 8.1% by dollar amount, which also exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 7.5% and exceeded the 2015 aggregate of 7.4%. Given that Fifth Third's performance exceeded proxy and slightly exceeded the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 106 small business loans totaling $18.3 million in moderate-income tracts. This represents 24.0% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 23.7%, and 32.9% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.3% and was below the 2015 aggregate of 20.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 149 small business loans totaling $18.7 million in middle-income tracts. This represents 33.8% of small business loans by volume, which is below the percentage of businesses in these tracts at 38.1%, and 33.6% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 37.9% and the 2015 aggregate of 37.9%.

Fifth Third made 155 small business loans totaling $14.1 million in upper-income tracts. This represents 35.1% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 32.3%, and 25.4% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 33.2% and exceeded the 2015 aggregate of 33.3%.

Overall, the geographic distribution of small business loans is excellent, primarily due to the strong performance in moderate-income tracts.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for home purchase loans and refinances.

Home Purchase Loans

Fifth Third made 83 loans totaling $8.0 million to low-income borrowers. This represents 13.6% of home purchase loans by volume, which is below the percentage of low-income families at 23.3%, and 7.1% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 8.6% and exceeded the 2015 aggregate of 8.4%. Given that Fifth Third's performance was below proxy, but significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is good.

Fifth Third made 146 loans totaling $19.2 million to moderate-income borrowers. This represents 23.9% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 16.3% and 17.0% of loans by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.1% and exceeded the 2015 aggregate of 20.6%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 128 loans totaling $18.8 million to middle-income borrowers. This represents 20.9% of home purchase loans by volume, which exceeds the percentage of middle-income families at 20.1%, and 16.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.4% and was comparable to the 2015 aggregate of 19.9%.

Fifth Third made 239 loans totaling $63.8 million to upper-income borrowers. This represents 39.1% of home purchase loans by volume, which is comparable to the percentage of upper-income families at 40.3%, and 56.4% of loans by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 31.3% and the 2015 aggregate of 32.2%.

Overall, the borrower distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 78 loans totaling $6.7 million to low-income borrowers. This represents 13.7% of refinance loans by volume, which is below percentage of low-income families at 23.3%. The percentage of loans by dollar amount at 7.4% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 8.6% and exceeded the 2015 aggregate of 8.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 122 loans totaling $11.8 million to moderate-income borrowers. This represents 21.4% of refinance loans by volume, which exceeds the percentage of moderate-income families at 16.3%, and 13.1% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 16.0% and the 2015 aggregate of 15.2%. As Fifth Third's performance exceeded proxy and aggregate of all lenders, the borrower distribution to moderate-income borrowers is excellent.

Fifth Third made 147 loans totaling $20.0 million to middle-income borrowers. This represents 25.8% of refinance loans by volume, which exceeds the percentage of middle-income families at 20.1%, and 22.2% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.9% and the 2015 aggregate of 19.2%.

Fifth Third made 197 loans totaling $47.0 million to upper-income borrowers. This represents 34.6% of refinance loans by volume, which is below the percentage of upper-income families at 40.3, and 52.2% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 32.9% and was below the 2015 aggregate of 35.4%.

Overall, the borrower distribution of refinance loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 58.3% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 47.2% and exceeded the 2015 aggregate of 49.9%, but was significantly below the percentage of small businesses in the assessment area at 92.6%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (71.9%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact indicated a need for small-dollar loans to small businesses.

Community Development Loans

Fifth Third originated 11 community development loans totaling $44.6 million during the evaluation period. These loans were primarily working capital loans to help retain and expand businesses located in areas specifically designated to promote revitalization and economic development. In particular, several loans supported businesses located in the downtown core area designated by Lexington to revitalize 17 specific neighborhoods.

Community development lending in this assessment area represents 0.7% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 31st highest percentage of community development lending during the evaluation period. In this assessment area, Fifth Third ranks third with 11.9% of the deposit market share and deposits accounting for 1.1% of the Fifth Third's total deposits; therefore, Fifth Third's performance is adequate in community development lending.

Flexible Lending Programs

Fifth Third had 338 flexible lending loans in this assessment area: 222 government loans, 15 down payment assistance loans, and 101 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	3.2%	1.9%	4.0%	22.5%	17.4%	21.9%	46.4%	46.4%	40.5%	27.9%	34.4%	33.7%
Down Payment Assistance Programs	26.7%	22.5%	4.0%	26.7%	27.7%	21.9%	40.0%	39.2%	40.5%	6.7%	10.7%	33.7%
Other Flexible Lending Programs	9.9%	8.2%	4.0%	23.8%	20.4%	21.9%	37.6%	37.0%	40.5%	28.7%	34.4%	33.7%
Total	**6.2%**	**4.1%**	**4.0%**	**23.1%**	**18.4%**	**21.9%**	**43.5%**	**43.9%**	**40.5%**	**27.2%**	**33.6%**	**33.7%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	13.1%	9.5%	23.3%	34.7%	30.7%	16.3%	30.6%	31.0%	20.1%	20.3%	27.2%	40.3%
Down Payment Assistance Programs	80.0%	81.6%	23.3%	13.3%	9.6%	16.3%	6.7%	8.8%	20.1%	0.0%	0.0%	40.3%
Other Flexible Lending Programs	24.8%	22.5%	23.3%	33.7%	28.7%	16.3%	18.8%	21.2%	20.1%	22.8%	27.7%	40.3%
Total	**19.5%**	**15%**	**23.3%**	**33.4%**	**29.5%**	**16.3%**	**26%**	**27.9%**	**20.1%**	**20.1%**	**26.4%**	**40.3%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number and dollar amount exceeded the percentage of owner-occupied units in these tracts, especially for various down payment assistance programs. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units, while the percentage of lending by dollar amount was slightly below proxy.

Fifth Third's lending to low-income borrowers by volume and dollar amount was below the percentage of low-income families in the assessment area; however, lending for various down payment assistance programs significantly exceeded the percentage of low-income families. The percentage of lending to moderate-income borrowers by volume and dollar amount significantly exceeded the percentage of moderate-income families.

Therefore, Fifth Third made extensive use of flexible lending practices and is serving the assessment area's credit needs, as lending through flexible loan programs to moderate-income borrowers was good and lending in low-and moderate-income tracts and to low-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated good.

Fifth Third made significant level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was occasionally in a leadership position. Fifth Third has 115 qualified investments totaling $17.8 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	*$*	*#*	*$*	*#*	*$*	*#*	*$*
36	10,722,003	17	77,554	1	5,000	52	143,319

Also included in the total number of qualified investments are nine prior period investments totaling $6.9 million. Fifth Third made 1.1% of its total community development investments in this assessment area, which is comparable to the percentage of total deposits at 1.1% and slightly greater than the percentage of branch offices at 1.0%.

Fifth Third exhibits a good responsiveness to credit and community development needs in the assessment area. Fifth Third made 75 donations totaling $238,373 that supported local schools, small businesses, churches, food banks, health care, and affordable housing. The majority of Fifth Third's donations (60.1%) supported services to low- and moderate-income individuals, which is an important need based on the excessive poverty rates present in several counties within the assessment area.

Service Test

Fifth Third's performance under the service test in this assessment area is rated good. Retail services are accessible and Fifth Third provided a relatively high level of community development services in the assessment area.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, two banking centers were closed, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 13 banking centers within this assessment area, including none in low-, six in moderate-, three in middle-, and four in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 1.0% of all its banking centers.

Fifth Third has a total of 15 full-service ATMs within this assessment area, including none in low-, eight in moderate-, three in middle-, and four in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: KY Lexington

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	0	0.0%	0	0	Total	3	12.0%	0	0.0%	3	30.0%	12	9.3%	7.6%	6.2%
Moderate	6	46.2%	0	0	Total	11	44.0%	8	53.3%	3	30.0%	32	24.8%	28.3%	24.0%
Middle	3	23.1%	0	2	Total	5	20.0%	3	20.0%	2	20.0%	47	36.4%	37.0%	38.1%
Upper	4	30.8%	0	0	Total	6	24.0%	4	26.7%	2	20.0%	38	29.5%	27.1%	31.7%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Total	13	100.0%	0	2	Total	25	100.0%	15	100.0%	10	100.0%	129	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered poor, because Fifth Third has no branches in these tracts and the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third provided a relatively high level of community development services in the assessment area. During the evaluation period, Fifth Third employees provided 1,175 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 1.0% of all community development services provided and equates to 0.56 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
6	66	45	1,058

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 493 hours of providing financial literacy through local nonprofits and school programs, 441 hours serving on boards and committees, 153 hours providing technical assistance to non-profits and local business, and 88 hours participating in foreclosure prevention outreach.

METROPOLITAN and NON-METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE COMMONWEALTH OF KENTUCKY

- **Non-metropolitan Eastern Kentucky**
  - As of June 30, 2016, Fifth Third operated four branches in the assessment area, representing 14.3% of its branches in Kentucky.
  - As of June 30, 2016, Fifth Third had $177,096 in deposits in this assessment area, representing a market share of 6.5% and 11.2% of it statewide deposits.
- **Owensboro MSA**
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 10.7% of its branches in Kentucky.
  - As of June 30, 2016, Fifth Third had $55,982 in deposits in this assessment area, representing a market share of 1.8% and 3.5% of it statewide deposits.
- **Non-metropolitan Western Kentucky**
  - As of June 30, 2016, Fifth Third operated eight branches in the assessment area, representing 28.6% of its branches in Kentucky.
  - As of June 30, 2016, Fifth Third had $233,213 in deposits in this assessment area, representing a market share of 19.1% and 14.8% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE COMMONWEALTH OF KENTUCKY

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Non-metropolitan Eastern Kentucky	Below	Consistent	Below
Owensboro MSA	Below	Above	Consistent
Non-metropolitan Western Kentucky	Below	Below	Below

For the lending test, Fifth Third received a "High Satisfactory" rating in Kentucky. Performance in all three of the limited-scope assessment areas was below Fifth Third's performance for Kentucky. Although below the commonwealth's performance, lending levels were good or adequate for the geographic and borrower distribution of loans. Non-metropolitan Eastern Kentucky had a good level of community development loans. No community development lending was noted in the Owensboro or non-metropolitan Western Kentucky assessment areas. A low level of lending gaps was noted in all three of the limited-scope assessment areas.

For the investment test, Fifth Third received a "High Satisfactory" rating in Kentucky. Investment activity was consistent with the commonwealth in non-metropolitan Eastern Kentucky. However, investment activity was above Fifth Third's performance for the commonwealth in the Owensboro assessment area and below performance for the commonwealth in the non-metropolitan Western Kentucky assessment area. The stronger performance in the Owensboro assessment area was primarily attributable to several LIHTC investments in the assessment area. The weaker performance in non-metropolitan Western Kentucky was primarily due to a lower level of qualified investments and contributions relative to Fifth Third's operational presence in the assessment area.

For the service test, Fifth Third received a "High Satisfactory" rating in Kentucky. Performance was consistent to the state in the Owensboro assessment area and below Fifth Third's performance for Kentucky in the remaining two limited-scope assessment areas. Retail services performance was consistent with performance for Kentucky in all three assessment areas. Qualified community development services were adequate and poor in the non-metropolitan Eastern and Western Kentucky assessment areas, respectively. The weaker community development services performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third's operational presence in these assessment areas. Qualified community development services were excellent in the Owensboro assessment area. The stronger performance was due to a higher level of hours dedicated to providing qualified services.

The performance in the limited-scope assessment areas did not change the overall rating for the commonwealth.

STATE OF MICHIGAN

CRA RATING for State of Michigan:[184] Outstanding
The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: Outstanding

The major factors supporting this rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- A good distribution of loans among borrowers of different income levels and to businesses of different revenue sizes;
- Exhibits an excellent record of serving the credit needs of low-income individuals and areas and very small businesses;
- A leader in making community development loans;
- Use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

Full-scope reviews were conducted for two assessment areas in Michigan: the Detroit-Warren-Ann Arbor CSA and the Grand Rapids-Wyoming-Muskegon CSA. Limited-scope reviews were performed on the remaining seven assessment areas: the Battle Creek MSA, Jackson MSA, Kalamazoo-Portage MSA, Lansing-East Lansing MSA, non-metropolitan Northern Michigan, non-metropolitan Southern Michigan, and Saginaw-Midland-Bay City CSA. The time period,

[184] For institutions with branches in two or more states in a multi-state metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multi-state metropolitan area. Refer to the multi-state metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.
The Detroit-Warren-Ann Arbor and Grand Rapids-Wyoming-Muskegon assessment areas received greater weight in determining the CRA rating for the state. These areas had the largest lending volumes and number of banking centers and ranked first and second, respectively, in this state's share of deposits during the evaluation period. Lastly, these areas represented 67.3% of the banking centers, 75.5% of deposits, and 70.2% of lending in Michigan.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF MICHIGAN

Lending activity accounted for 23.1% of the Fifth Third's total lending activity, while deposits accounted for 14.6% of Fifth Third's total deposits. HMDA-reportable lending in Michigan represented 22.9% of Fifth Third's total HMDA lending, while CRA-reportable lending represented 23.5% of Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked fifth among 136 insured institutions and has a deposit market share of 8.0% and 215 banking center locations within Michigan.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF MICHIGAN

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Michigan is rated "Outstanding." Fifth Third's lending reflects an excellent responsiveness to the credit needs in the following two of nine assessment areas: Detroit-Warren-Ann Arbor and Grand Rapids-Wyoming-Muskegon assessment areas. Lending reflects a good responsiveness to credit needs in the Jackson, Kalamazoo-Portage, Lansing-East Lansing, and Saginaw-Midland-Bay City assessment areas and an adequate responsiveness in the remaining three assessment areas: Battle Creek, non-metropolitan Northern Michigan, and non-metropolitan Southern Michigan.

Lending Activity

In Michigan, Fifth Third originated 23,911 HMDA loans totaling $3.4 billion and 9,217 small business loans totaling $1.5 billion during the evaluation period.

Lending activity in Michigan is excellent. The Detroit-Warren-Ann Arbor and Grand Rapids-Wyoming-Muskegon assessment areas have excellent lending activity. Lending activity is adequate in the Battle Creek, non-metropolitan Northern Michigan, and non-metropolitan Southern Michigan assessment areas, and good in the remaining four assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is excellent in Michigan. The geographic distribution is excellent in the Detroit-Warren-Ann Arbor and Grand Rapids-Wyoming-Muskegon assessment areas. The geographic distribution is adequate in the Lansing-East Lansing and non-metropolitan Northern Michigan assessment areas and good in the remaining five assessment areas.

A low level of lending gaps was identified in five of the nine assessment areas. There was a moderate level of lending gaps in the Detroit-Warren-Ann Arbor and Saginaw-Midland-Bay City assessment areas, and no lending gaps in the Grand Rapids-Wyoming-Muskegon and Battle Creek assessment areas.

The distribution of loans among borrowers of different income levels and to businesses of different revenue sizes is good in the assessment areas located in Michigan. The borrower distribution is excellent in the Detroit-Warren-Ann Arbor and Grand Rapids-Wyoming-Muskegon assessment areas and adequate in the Saginaw-Midland-Bay City assessment area. Borrower distribution is good in the remaining six assessment areas. The distribution to businesses of different revenue sizes is good in the Grand Rapids-Wyoming-Muskegon, Lansing-East Lansing, and Saginaw-Midland-Bay City assessment areas and adequate in the Detroit-Warren-Ann Arbor, non-metropolitan Northern Michigan, and non-metropolitan Southern Michigan assessment areas. The distribution to businesses of different revenue sizes is poor in the Battle Creek and Jackson assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Michigan, Fifth Third originated 248 community development loans totaling $1.2 billion, which represents 19.9% of the Fifth Third's community development lending by dollar volume, representing an outstanding level of community development lending in Michigan. Fifth Third was a leader in providing community development loans in the Detroit-Warren-Ann Arbor, Grand Rapids-Wyoming-Muskegon, and Lansing-East Lansing assessment areas. Fifth Third made a relatively high level of community development loans in the Saginaw-Midland-Bay City assessment area and an adequate level of community development loans in the remaining five assessment areas.

Flexible Lending

Fifth Third consistently makes use of flexible lending practices within assessment areas located in Michigan.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Michigan is rated "Outstanding." Fifth Third funded $257.3 million in qualified community development investments in Michigan during the evaluation period, consisting of $155.2 million obtained from new investments made during the current review period and $102.1 million from prior period investments. The majority of investments were LIHTCs.

Fifth Third's level of qualified investments is excellent in the Detroit-Warren-Ann Arbor, Battle Creek, Kalamazoo-Portage, non-metropolitan Northern Michigan, non-metropolitan Southern Michigan, and Saginaw-Midland-Bay City assessment areas and adequate in the Jackson assessment area. The remaining three assessment areas had good levels of qualified community development investments.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in Michigan is rated "Outstanding." The Fifth Third's performance is excellent in the Detroit-Warren-Ann Arbor, Grand Rapids-Wyoming-Muskegon, and Lansing-East Lansing assessment areas. Performance is good in the remaining six assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in Michigan. Retail service distribution is good in eight assessment areas and adequate in non-metropolitan Northern Michigan.

Fifth Third has 226 banking centers in Michigan, which represents 17.4% of Fifth Third's total branches. Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. No branches in Michigan opened or closed in low- or moderate-income tracts during the evaluation period.

Banking services and business hours do not vary in a way that inconveniences any portion of Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third is a leader in providing community development services in Michigan. Fifth Third's performance is excellent in the Detroit-Warren-Ann Arbor, Grand Rapids-Wyoming-Muskegon, Jackson, Lansing-East Lansing, non-metropolitan Northern Michigan, non-metropolitan Southern Michigan, and Saginaw-Midland-Bay City assessment areas. The level of community development services is good in the remaining two assessment areas.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE DETROIT-WARREN-ANN ARBOR MI CSA #220

The Detroit-Warren-Ann Arbor MI CSA consists of the following four MSAs:

- Ann Arbor MI MSA #11460, consisting of Washtenaw County
- Detroit-Warren-Dearborn MI MSA #19820, consists of the following two MDs:
  - Detroit-Livonia-Dearborn MI MD #19804, consisting of Wayne County
  - Warren-Farmington Hills-Troy MI MD #47644, consisting of Livingston, Macomb, Oakland, and St. Clair counties, but excluding Lapeer County
- Flint MI MSA #22420, consisting of Genesee County
- Monroe MI MSA #33780, consisting of Monroe County

The assessment area is comprised of 174 low-, 362 moderate-, 565 middle-, and 422 upper-income tracts. There are also 24 tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked sixth out of 53 institutions with 5.1% of the deposit market share. JPMorgan Chase had the majority of the market share with 27.8% of deposits. The next four largest institutions, Comerica Bank, Bank of America, PNC Bank, and Flagstar Bank, had 18.2%, 11.2%, 9.4%, and 5.5% of the market share, respectively. Deposits in this assessment area accounted for 6.5% of the Fifth Third's total deposits. This was 44.9% of deposits within the state and the third-highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 9,435 HMDA loans and 3,659 CRA loans, which represented 9.0% and 9.3% of the total loans originated during the evaluation period, respectively. This was the third-largest HMDA and CRA markets for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked sixth among 624 HMDA reporters in the assessment area, while Fifth Third Mortgage Company-Michigan ranked 17th and Fifth Third ranked 71st. Quicken Loans, Wells Fargo Bank, JPMorgan Chase, and Flagstar Bank were the top four HMDA lenders in the assessment area. Fifth Third ranked 12th of 139 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, U.S. Bank, Chase Bank USA, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Eight community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an economic development organization, stated the Detroit economy is recovering at a slow, but steady pace. The contact indicated that banks are working to originate needed small business and mortgage loans in this market and there are a number of down-payment assistance programs in place to assist low- and moderate-income individuals with becoming first-time homebuyers. The contact believed there is a substantial need for financial literacy education within the community and specifically mentioned Chase Bank USA, FirstMerit, and Chemical Bank as consistently participating in community development projects.

The second contact, representing an organization that provides technical assistance to nonprofit community development organizations, stated that housing is a priority for the city. Detroit is working hard to demolish dilapidated homes in blighted areas, as demolishing these blighted homes can raise property values. The contact indicated banks are performing adequately and believes the new housing market analysis will generate opportunities for financial institutions to support affordable housing endeavors.

The third contact, representing a financial intermediary that provides grant monies to area non-profits, stated the most significant needs for lower-income individuals and in lower-income neighborhoods are blight removal, home improvement, home rehabilitation, home weatherization, access to healthy foods, and financial literacy. The contact indicated that area banks are adequately meeting the credit needs of the community.

The fourth contact, representing an organization that works to attract new businesses to the area, stated start-up businesses are in need of small-dollar loans up to $100,000 to help with operating costs and working capital. The contact believed banks could improve upon originating these types of loans. The contact specifically mentioned Chase Bank USA, Wells Fargo Bank, and Bank of America as being responsive to the credit needs of the small businesses in the community.

The fifth contact, representing an organization that provides affordable housing, stated Detroit has experienced a 25.0% loss in population from 2000 to 2010. Unemployment rose continuously from 2000 to 2010, reaching a high of 14.2% in August 2009; however, in December 2014, the unemployment rate reached a low of 6.3%. Although housing prices across metropolitan Detroit continue to regain lost ground, rising about 4.0% in the last year, prices remain off by approximately 20.0% from their peak in early 2006 and late 2015. Rental vacancy rates remain high in the Detroit market due to the loss of population, along with a large number of single-family homes for rent. The contact indicated that decent, affordable housing and eliminating blight are major needs in the Detroit metropolitan area. The contact believed banks are not actively participating in the community and are not supporting community development programs or implementing lending-assistance programs to low-income individuals. On the other hand, the contact indicated credit unions are more involved in supporting the credit needs of the community.

The sixth contact, representing an economic development organization, stated incomes have been stagnant, but are beginning to trend upwards. Unemployment rates are beginning to decline due to the creation of new higher-paying jobs in advanced manufacturing. The contact specifically mentioned Goldman Sachs and Quicken Loans as investing in the community and creating jobs in the area.

The seventh contact, representing an economic development organization, stated there is no shortage of small businesses seeking loans; therefore, there are opportunities for banks to finance small businesses in the community. Overall, the contact believed area banks are actively involved in the community, as they donate time and money to a multitude of organizations.

The final contact, representing a non-profit organization that attracts and retains businesses to the area, stated there are opportunities for banks to participate in more financial educational programs targeted to entrepreneurs. The contact believed that business owners, management, and staff need to better understand financial statements and business planning, as many companies went out of business during the recession because they did not have the right skill set to adapt and survive.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 5.1 million. Less than a third (30.0%) of the population lived in low- and moderate-income tracts. In addition, 75.9% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Detroit MSA is the 14th largest in terms of population in the nation, while the Flint MSA is the 131st, the Ann Arbor MSA is the 146th, and the Monroe MSA is the 278th largest.[185] Wayne County is the most populous county in the assessment area and in Michigan. Oakland County is the second most populous, while Macomb, Oakland, and Genesee counties are the third, fourth, and fifth most populous counties in Michigan, respectively. However, according to *The Detroit News*, Washtenaw County (sixth most populous county), led southeastern Michigan in population growth, outpacing Macomb, Oakland, and Wayne counties. Like Washtenaw, Macomb and Oakland experienced increases in population, while Wayne County continued to experience a decline in population, although it was the smallest decline in population in Wayne County since 2004. According to 2016 U.S. Census data, Wayne County lost about 7,696 people, bringing its total population to 1.74 million, and Detroit lost 3,107 residents in the last year. Meanwhile, Washtenaw County grew nearly 5.5%, or 19,141 residents, in the past year. For the second year, Wayne County was second in the nation in the largest population decline, behind Illinois' Cook County, home of Chicago.[186]

[185] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk

[186] MacDonald, Christine. "Census: Washtenaw leads region in population growth." *The Detroit News*. March 23, 2017. - http://www.detroitnews.com/story/news/local/michigan/2017/03/23/census-washtenaw-leads-region-population-growth/99519598/

Detroit is the largest city in Michigan and is the 19th most populous city in the U.S. with 677,116 residents. Despite being the largest city in Michigan, Detroit's population growth declined by 28.3% between 2000 and 2015, but only declined by 5.1% from April 1, 2010 to July 1, 2015. According to 2015 U.S. Census data,[187] Warren is the third-largest city in Michigan, with 135,358 residents. Ann Arbor is the fifth-largest city in the state with 117,070 residents.

Flint is seventh-largest in Michigan with 98,310 residents, followed by Dearborn (eighth), Livonia (ninth), Troy (10th), and Farmington Hills (12th) with 95,171, 94,635, 83,280, and 81,330 residents, respectively. In contrast, Monroe had only 20,092 residents, representing a 3.1% decline in population since April 1, 2010.

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[188] For the most part, the population within the assessment remained relatively stable between 2010 and 2015, with Washtenaw County experiencing the greatest growth and Genesee and Wayne counties experiencing the greatest declines in population.

County	2010 Population	2015 Population	Population Percent Change
Genesee	425,790	410,849	-3.5%
Livingston	180,967	187,316	3.5%
Macomb	840,978	864,840	2.8%
Monroe	152,021	149,568	-1.6%
Oakland	1,202,362	1,242,304	3.3%
St. Clair	163,040	159,875	-1.9%
Washtenaw	344,791	358,880	4.1%
Wayne	1,820,584	1,759,335	-3.4%
Total	**5,130,533**	**5,132,967**	**0.0%**

According to Moody's Analytics, from 2012 and 2015, Detroit's population growth remained negative and weak, but the rate of decline appears to be slowing. The uptick in growth can be attributed to an increase in foreign in-migration and a slight reduction in domestic out-migration. Flint's population growth also remains negative and weak, but the rate of decline has progressively slowed, primarily due to decreasing domestic out-migration. Monroe's population growth also remains negative with a slowing rate of decline. Conversely, Ann Arbor experienced overall positive net migration, primarily due to growing foreign in-migration.

[187] US Census Bureau: http://www.census.gov/quickfacts/table/PST045216/00 (*main page – must enter state, county, city, town or zip code*)

[188] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Income Characteristics

The 2010 assessment area median family income was significantly higher ($65,426) than Michigan at $60,341. As shown in the table below, since 2010, the median family income increased across all assessment area, except in the Flint MSA. Between 2014 and 2015, the median family income increased in all areas, except the Ann Arbor MSA. However, between 2015 and 2016, the median family income only increased in the Ann Arbor MSA and the Monroe MSA and decreased in all other areas within the assessment area.

FFIEC Estimated Median Family Income	2010	2014	2015	2016
Ann Arbor MI MSA	$82,184	$87,400	$84,300	$91,600
Detroit-Dearborn-Livonia MI MD	$52,946	$51,000	$53,700	$53,500
Warren-Troy-Farmington Hills MI MD	$75,314	$73,800	$77,300	$77,000
Flint MI MSA	$54,072	$53,300	$53,800	$52,200
Monroe MI MSA	$66,549	$63,800	$65,000	$69,200

Poverty rates increased in each county in the assessment area from 1999 to 2015.[189] Wayne and Genesee counties had the highest poverty rates in 1999 and 2015 and Livingston County had the lowest poverty rates. In 2015, Wayne and Genesee counties had poverty rates higher than Michigan and, in addition to Washtenaw County, had poverty rates that exceeded the national rate. However, Macomb County experienced the largest increase in poverty rate during this period. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[190] The following table shows the poverty rates for 1999[191] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Genesee	13.1%	20.5%	56.5%
Livingston	3.4%	6.5%	91.2%
Macomb	5.6%	11.7%	108.9%
Monroe	7.0%	10.6%	51.4%
Oakland	5.5%	9.3%	69.1%
St. Clair	7.8%	12.8%	64.1%
Washtenaw	11.1%	14.2%	27.9%
Wayne	16.4%	24.8%	51.2%
Michigan	**10.5%**	**15.7%**	**49.5%**
U.S.	**11.8%**	**13.5%**	**14.4%**

[189] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[190] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[191] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 2.3 million housing units and 1.3 million families in the assessment area. From an income perspective, 33.5% of housing units, 23.4% of owner-occupied units, and 27.7% of families are located in low- or moderate-income tracts.

Over two-thirds of the housing units in the low-income census tracts are either rental or vacant (69.5%). In the moderate-income census tracts, nearly half (49.2%) of the housing units are either rental or vacant and 50.8% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 46 years old, with 24.2% of the stock built before 1950. The oldest housing stock was in Wayne County with a median age of 56 years, while the newest was 24 years in Livingston County. However, within the assessment area, the median age of housing stock was 58 years in low-income tracts and 55 years in moderate-income tracts, which indicates that there is ample opportunity for Fifth Third to make home improvement and rehabilitation loans. Three community contacts indicated there is a need for revitalizing blighted neighborhoods and providing home improvement and rehabilitation loans in lower-income areas and felt there are ample opportunities for banks to make these types of loans. Lastly, one contact believed banks could improve upon implementing lending-assistance programs to low-income individuals.

According to 2010 U.S. Census data, the median housing value in the assessment area was $156,989, with an affordability ratio of 33.13. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. The median housing value decreased between 2010 and 2011-2015 and household incomes increased; as a result, housing became more affordable across the assessment area. During the evaluation period, the most affordable housing was in Genesee County, with the least affordable in Washtenaw County. Median gross rents increased at a substantial rate across the assessment area, with renters in Macomb County experiencing the largest increase in rental rates and renters in Wayne County experiencing the smallest increase. In 2010, about 50.3% of renters across the assessment area had rent costs greater than 30.0% of income. Increasing rental rates may make it harder for potential homebuyers to save up enough money toward a down payment for a home. According to Moody’s Analytics, residential real estate prices will appreciate in 2017 before weaker demand slows growth. Sales of single-family homes have been steadily rising over the last two years, spurring new construction. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Michigan.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Genesee	$118,200	36.85	$88,500	47.83	$662	$715	8.0%
Livingston	$216,400	33.33	$192,500	39.07	$860	$917	6.6%
Macomb	$157,000	34.39	$126,000	43.32	$752	$861	14.5%
Monroe	$161,800	34.22	$137,200	40.56	$733	$784	7.0%
Oakland	$204,300	32.50	$178,900	37.71	$871	$942	8.2%
St. Clair	$150,300	32.68	$120,800	41.17	$691	$736	6.5%
Washtenaw	$216,200	27.32	$208,200	29.30	$866	$953	10.0%
Wayne	$121,100	34.88	$83,000	49.64	$759	$794	4.6%
Michigan	**$144,200**	**33.59**	**$122,400**	**40.50**	**$723**	**$783**	**8.3%**

According to the Washtenaw Office of Community and Economic Development, the Ann Arbor area was ranked as the eighth most economically segregated metropolitan area in the nation. The agency describes the disparity as economically dangerous and is looking at housing affordability issues as a way to combat the disparity.[192]

According to Bankrate.com,[193] Michigan ranked 26th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[194]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Genesee	1:987
Livingston	1:2,102
Macomb	1:1,766
Monroe	1:1,823
Oakland	1:1,871
St. Clair	1:1,683
Washtenaw	1:4,669
Wayne	1:1,325
Michigan	**1:2,036**
U.S.	**1:1,533**

[192] http://www.detroitnews.com/story/news/local/michigan/2017/03/23/census-washtenaw-leads-region-population-growth/99519598/
[193] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[194] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

In November 2016, Genesee County had the highest rate of foreclosure in the assessment area and Michigan; Wayne County had the fourth highest foreclosure rate in the state. Washtenaw County had the lowest foreclosure rate within the assessment area.

Building permits in the four MSAs, Michigan, and the nation are included in the following table for 2014, 2015, and 2016.[195]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Ann Arbor MSA	570	420	-26.3%	216	-48.6%
Detroit-Warren-Dearborn MSA	6,295	7,304	16.0%	7,536	3.2%
Flint MSA	343	413	20.4%	174	-57.9%
Monroe MSA	240	291	21.3%	13	-95.5%
Michigan	**15,836**	**18,226**	**15.1%**	**22,426**	**23.0%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The Monroe, Flint, and Detroit MSAs experienced the greatest increase in housing permits between 2014 and 2015. However, between 2015 and 2016, there was a significant decline in the number of housing permits in the Monroe and Flint MSAs, although the Detroit MSA experienced a slight increase in housing permits. Population losses, in addition to the decrease in the number of permits could indicate a softening in demand for home purchase loans across the assessment area.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Detroit area economy is in recovery, but seems to be losing momentum. Job growth is lagging behind the rest of Michigan and residential construction has eased. The auto industry employs approximately 80.0% more workers than in mid-2009, when employment bottomed; however, auto employment has waned. Outside of the auto industry, healthcare and green and advanced manufacturing hold the most promise for the area's economic recovery. Nonetheless, population losses may limit the area's ability to make a full recovery. Monroe's economy is also in recovery primarily due to less reliance on auto parts manufacturing and more reliance on non-auto machinery manufacturing, shipping, and wholesale industries. However, Monroe's economic recovery may be limited by its weakening demographics and inadequately educated workforce. Flint's economy is at risk primarily due to the water crisis, which prompted a surge of out-migration. Declining population trends are weakening healthcare demand and consumer spending. While Flint has experienced job gains in professional/business services and construction, it suffers from low labor force participation and an inadequately educated workforce.

[195] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Conversely, Ann Arbor's economy is performing better than other parts of Michigan. Ann Arbor's economic expansion is primarily due to a highly educated workforce, low living and business costs, and the strong presence of the University of Michigan and Eastern Michigan University. Ann Arbor is also becoming a technology center for alternative energy and automotive battery industries.

The Detroit metropolitan area is home to six Fortune 500 headquarters:[196]

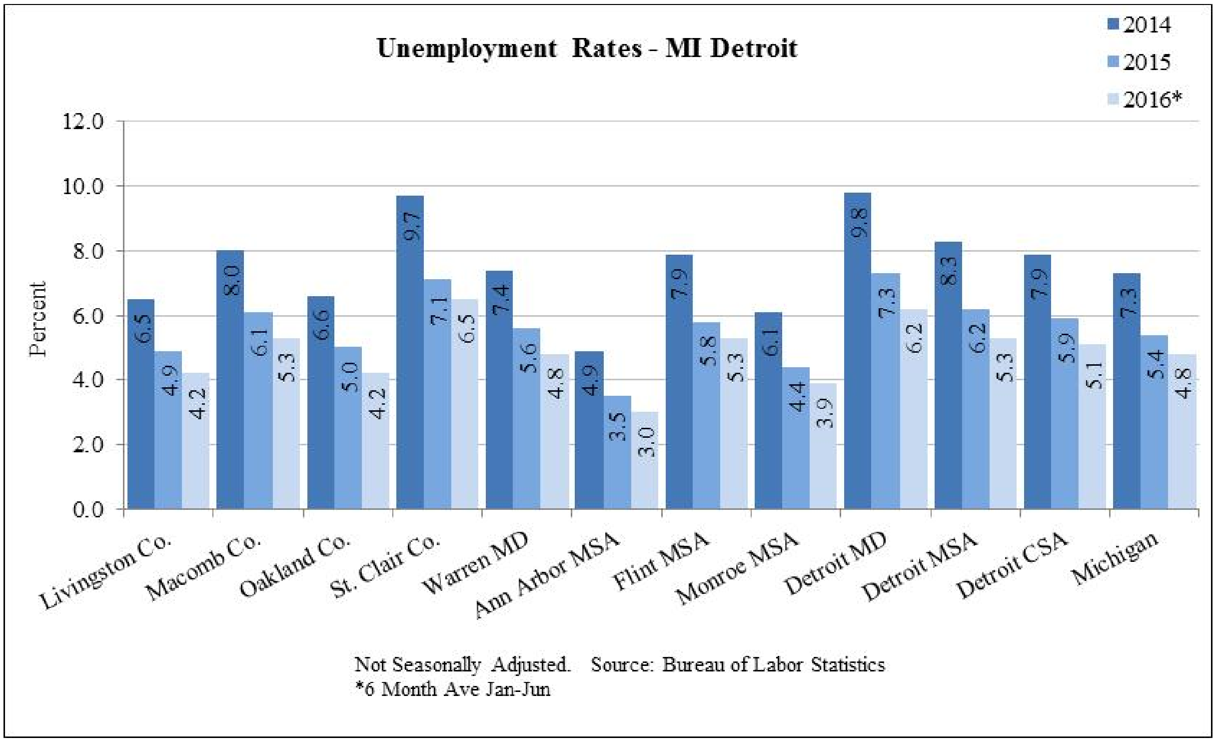
Detroit Metro Fortune 500 Companies (2016)		
Rank	**Company**	**Location**
8	General Motors	Detroit, MI
9	Ford Motor	Dearborn, MI
274	DTE Energy	Detroit, MI
298	Ally Financial	Detroit, MI
467	Kelly Services	Troy, MI
470	Visteon	Monroe, MI

According to Moody's Analytics, the top 15 employers in the CSA in 2015/2016 were:

Company	Number of Employees
Ford Motor Co.	43,977
Chrysler Group LLC	32,106
General Motors Corp.	30,570
University of Michigan Medical Center	18,191
Henry Ford Health System	17,492
CHE Trinity Health	14,341
Detroit Medical Center	13,458
Beaumont Health System	13,228
Rock Ventures	11,563
St. John Providence Health System	11,337
University of Michigan	10,877
Quicken Loans	9,424
Trinity Health Corp.	5,834
Genesys Regional Medical Center	3,000
Hurley Medical Center	2,500

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the CSA and Michigan.

[196] www.crainsdetroit.com/article/20160606/NEWS/160609759/southeast-michigan-representation-on-furtune-500-shrinks



Unemployment rates have declined each year. The Ann Arbor MSA and Monroe MSA had the lowest unemployment rates all three years and these rates were lower than the state rate. The Detroit MSA and Flint MSA had the highest unemployment rates all three years and these rates were higher than the state rate.

According to an article in *CNN Money*, another sign of slowing auto sales, the Detroit-Hamtramck plant will eliminate its second shift and approximately 1,300 of its 3,000 jobs. The layoffs will take place in March 2017. The Detroit facility is the third GM plant to eliminate the second shift. Plants in Lansing, Michigan and Lordstown, Ohio announced layoffs in November (2016), the first permanent cuts by GM at its U.S. plants since 2010. In total, GM will eliminate about 3,300 jobs at all three plants.[197] According to an article in *The Detroit News*, about 1,420 production workers face indefinite layoffs at the Sterling Heights Assembly (Fiat Chrysler Automobiles) plant that build the Chrysler 200 mid-size sedan, largely due to changing consumer preference from cars to SUVs and trucks.[198]

[197] Isidore, Chris. "GM cutting 1,300 jobs at only plant inside Detroit." *CNN Money*. December 20, 2016. - http://money.cnn.com/2016/12/20/news/companies/gm-plant-layoff/index.html
[198] Wayland, Michael. "FCA indefinitely laying off 1.420 Detroit-area workers." *The Detroit News*. April 6, 2016. - http://www.detroitnews.com/story/business/autos/chrysler/2016/04/06/fca-sterling-heights/82706794/

Combined Demographics Report

Assessment Area: MI Detroit

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	174	11.2	90,469	6.9	36,017	39.8	286,164	21.9
Moderate-income	362	23.4	272,496	20.8	53,787	19.7	225,150	17.2
Middle-income	565	36.5	520,868	39.8	36,227	7	262,686	20.1
Upper-income	422	27.3	425,583	32.5	13,780	3.2	535,463	40.9
Unknown-income	24	1.6	47	0	0	0	0	0
Total Assessment Area	**1,547**	**100.0**	**1,309,463**	**100.0**	**139,811**	**10.7**	**1,309,46**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	216,156	65,753	4.5	30.4	95,850	44.3	54,553	25.2
Moderate-income	539,681	273,963	18.9	50.8	177,566	32.9	88,152	16.3
Middle-income	874,928	607,218	42	69.4	189,532	21.7	78,178	8.9
Upper-income	625,132	500,022	34.6	80	85,500	13.7	39,610	6.3
Unknown-income	787	53	0	6.7	162	20.6	572	72.7
Total Assessment Area	**2,256,684**	**1,447,009**	**100.0**	**64.1**	**548,610**	**24.3**	**261,065**	**11.6**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	14,588	6.1	12,642	5.8	1,877	9.6	69	9.4
Moderate-income	41,955	17.6	37,680	17.3	4,151	21.2	124	16.9
Middle-income	92,914	39	85,473	39.2	7,118	36.3	323	44.1
Upper-income	87,913	36.9	81,518	37.4	6,185	31.5	210	28.7
Unknown-income	972	0.4	680	0.3	286	1.5	6	0.8
Total Assessment Area	**238,342**	**100.0**	**217,993**	**100.0**	**19,617**	**100.0**	**732**	**100.0**
	Percentage of Total Businesses:			**91.5**		**8.2**		**.3**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	34	1.5	33	1.5	1	2.4	0	0
Moderate-income	205	9	200	8.9	5	11.9	0	0
Middle-income	1,460	63.9	1,437	64.1	23	54.8	0	0
Upper-income	585	25.6	572	25.5	13	31	0	0
Unknown-income	1	0	1	0	0	0	0	0
Total Assessment Area	**2,285**	**100.0**	**2,243**	**100.0**	**42**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.2**		**1.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE DETROIT-WARREN-ANN ARBOR MI CSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 92 community development loans totaling $574.1 million. Fifth Third has an excellent geographic distribution of loans and a moderate level of lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and an adequate distribution of loans to businesses of different revenue sizes. Fifth Third exhibits an excellent record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and use of flexible lending practices augments Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending, based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 4,798 home purchase, 4,180 refinance, 456 home improvement, 3,659 small business, and 92 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 9.1% is greater than the percentage of total deposits at 6.5% in this area.

Fifth Third made 98.6% of the HMDA and 99.9% of the CRA lending within its designated assessment area. While a substantial majority of loans was made within the assessment area, a concentration of lending was noted in the excluded Lapeer County (137 HMDA loans).

In addition to lending, Fifth Third modified existing loans to borrowers. Below shows the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	9	3.3%	56	20.8%	118	43.9%	86	32.0%
Percentage of Owner Occupied Units		***4.5%***		***18.9%***		***42.0%***		***34.6%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	64	23.8%	83	30.9%	75	27.9%	46	17.1%
Percentage of Families by Family Income		***21.9%***		***17.2%***		***20.1%***		***40.9%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications for a meaningful analysis. The percentage of other modifications made in low-income tracts was comparable to the percentage of owner-occupied units in these geographies and exceed proxy in moderate-income tracts; therefore, modifications helped to expand lending activities in these areas. The percentage of other modifications made to low- and moderate-income income borrowers exceeded the percentage of low- and moderate-income-income families in the assessment area; therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Home purchase lending, which was the largest loan category, is excellent. Refinance and small business lending are also excellent and home improvement lending is good. Moderate lending gaps were noted for the assessment area, as shown in the following table.

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	174	85	51.2%
Moderate	362	96	73.5%
Middle	565	38	93.3%
Upper	422	5	98.8%
Unknown	24	19	20.8%
Total	**1,547**	**243**	**84.3%**

Lending gaps are considered reasonable. While there are a significant number of gaps in low-income tracts, the owner-occupancy rate is relatively low at 30.4% and the rental/vacancy rate is high at 69.5%. Additionally, only 6.1% of businesses are located in low-income tracts. These factors were considered in evaluating lending gaps, as they likely negatively impacted the demand for mortgage and business loans.

Home Purchase Loans

Fifth Third made 154 home purchase loans totaling $15.0 million in low-income tracts. This represents 3.2% of home purchase loans by volume, which is slightly below the percentage of owner-occupied units in these tracts at 4.5% and 1.9% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 1.2% and exceeded the 2015 aggregate at 1.2%.

As Fifth Third's performance exceeded the aggregate of all lenders and was slightly below proxy, the geographic distribution in low-income tracts is excellent. There is also limited opportunity to extend home purchase loans in low-income tracts due to the low owner-occupancy and high rental/vacancy rates.

Fifth Third made 930 home purchase loans totaling $100.5 million in moderate-income tracts. This represents 19.4% of its home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 18.9%, and 12.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 10.8% and significantly exceeded the 2015 aggregate at 12.1%. As Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 2,043 home purchase loans totaling $279.7 million in middle-income tracts. This represents 42.6% of home purchase loans by volume, which slightly exceeds the percentage of owner-occupied units in these tracts at 42.0%, and 35.5% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 44.5% and the 2015 aggregate of 44.4%.

Fifth Third made 1,671 home purchase loans totaling $391.7 million in upper-income tracts. This represents 34.8% of home purchase loans by volume, which slightly exceeds the percentage of owner-occupied units in these tracts at 34.6%, and 49.8% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.3% and was below the 2015 aggregate of 42.2%.

Due to the low owner-occupancy and high rental/vacancy rates in low- and moderate-income tracts and Fifth Third's excellent level of lending penetration in these tracts, the geographic distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 73 refinance loans totaling $6.9 million in low-income tracts. This represents 1.7% of refinance loans by volume and 1.0% by dollar amount, which is significantly below the percentage of owner-occupied units at 4.5%. The percentage of loans by volume exceeded the 2014 aggregate at 1.2% and the 2015 aggregate at 0.9%. Although Fifth Third's performance was substantially below proxy, its performance exceeded the aggregate of all lenders. Further, the owner-occupancy rate in low-income tracts is only 30.4%, which would indicate less of a demand for refinance loans. Therefore, the geographic distribution in low-income tracts is good.

Fifth Third made 750 refinance loans totaling $79.6 million in moderate-income tracts. This represents 17.9% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 18.9%. The percentage of loans by dollar amount at 11.7% is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 10.1% and significantly exceeded the 2015 aggregate at 8.6%.

Given that Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders and the relatively low owner-occupancy rate in moderate-income tracts at 50.8%, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 1,701 refinance loans totaling $223.5 million in middle-income tracts. This represents 40.7% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 42.0%. However, refinance loans by dollar amount (32.9%) is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 42.5% and was below the 2015 aggregate at 42.0%.

Fifth Third made 1,656 refinance loans totaling $368.7 million in upper-income tracts. This represents 39.6% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 34.6%, but the dollar amount at 54.3% is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 46.1% and in 2015 was below the 2015 aggregate at 48.5%.

Overall, the geographic distribution of refinance loans is excellent. Fifth Third's performance in the moderate-income tracts was especially strong, considering the economic challenges that still persist in the Detroit area.

Home Improvement Loans

Fifth Third made eight home improvement loans totaling $482,000 in low-income tracts. This represents 1.8% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 4.5%, and 1.3% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 2.4% and was comparable the 2015 aggregate of 2.5%. Given the need for these types of loans (as expressed by several community contacts), the median age of housing stock at 58 years, and Fifth Third's significant presence in this market, the geographic distribution of home improvements loans in low-income tracts is adequate.

Fifth Third made 103 home improvement loans totaling $6.8 million in moderate-income tracts. This represents 22.6% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 18.9%, and 17.8% by dollar amount, which is slightly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 14.3% and significantly exceeded the 2015 aggregate of 12.6%. Given that Fifth Third exceeded proxy significantly exceeded the aggregate of all lenders, the need for these types of loans expressed by several community contacts, and the median age of housing stock at 55 years, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 206 home improvement loans totaling $15.3 million in middle-income tracts. This represents 45.2% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 42.0%, and 39.8% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 42.8% and was below the 2015 aggregate of 42.8%.

Fifth Third made 139 home improvement loans totaling $15.8 million in upper-income tracts. This represents 30.5% of home improvements loans by volume, which is below the percentage of owner-occupied units in these tracts at 34.6%, and 41.1% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 40.4% and the 2015 aggregate of 42.1%.

Overall, Fifth Third's overall geographic distribution of home improvement loans is good, considering comments from three community contacts, who indicated there are ample opportunities for banks to make home improvement and rehabilitation loans in lower-income areas, as well as a need for revitalizing blighted neighborhoods,

Small Business Loans

Fifth Third made 226 small business loans totaling $57.3 million in low-income tracts. This represents 6.2% of small business loans by volume, which exceeds the percentage of small businesses in these tracts at 5.8%, and 9.2% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 5.1% and the 2015 aggregate of 5.2%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 657 small business loans totaling $144.2 million in moderate-income tracts. This represents 18.0% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 17.3%, and 23.2% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 16.2% and exceeded the 2015 aggregate of 16.8%. Given that Fifth Third's performance exceeded proxy and aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 1,420 small business loans totaling $201.3 million in middle-income tracts. This represents 38.8% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 39.2%, and 32.4% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 37.3% and was below the 2015 aggregate of 37.0%.

Fifth Third made 1,335 small business loans totaling $212.0 million in upper-income tracts. This represents 36.5% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 37.4%, and 34.1% by dollar amount, which is slightly below proxy. The percentage of loans by volume was below the 2014 aggregate of 39.9% and was comparable to the 2015 aggregate of 39.7%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and adequate for businesses of different revenue sizes. Borrower distribution is excellent for home purchase, refinance, and home improvement loans.

Home Purchase Loans

Fifth Third made 1,058 loans totaling $97.8 million to low-income borrowers. This represents 22.1% of home purchase loans by volume, which is comparable to the percentage of low-income families at 21.9%, and 12.4% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 8.8% and significantly exceeded the 2015 aggregate of 9.6%. Given that Fifth Third's performance was comparable to proxy and significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 1,197 loans totaling $143.3 million to moderate-income borrowers. This represents 24.9% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.2%, and 18.2% of loans by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.5% and exceeded the 2015 aggregate of 20.7%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 918 loans totaling $136.7 million to middle-income borrowers. This represents 19.1% of home purchase loans by volume, which is comparable to the percentage of middle-income families at 20.1%, and 17.4% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.9% and was below the 2015 aggregate of 22.5%.

Fifth Third made 1,364 loans totaling $356.4 million to upper-income borrowers. This represents 28.4% of home purchase loans by volume, which is significantly below the percentage of upper-income families at 40.9% and 45.3% of loans by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 34.4% and in 2015 was below the 2015 aggregate of 32.6%.

Fifth Third's excellent distribution to low- and moderate-income borrowers is noteworthy and the borrower distribution for home purchase loans is excellent, considering that a community contact indicated there are significant economic factors currently impacting the ability of lower-income individuals to buy homes.

Refinance Loans

Fifth Third made 698 loans totaling $62.9 million to low-income borrowers. This represents 16.7% of refinance loans by volume, which is below the percentage of low-income families at 21.9%. The percentage of loans by dollar amount at 9.3% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.6% and significantly exceeded the 2015 aggregate of 6.1%. Given that Fifth Third's performance was below proxy and significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 757 loans totaling $78.3 million to moderate-income borrowers. This represents 18.1% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.2%, and 11.5% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.0% and exceeded the 2015 aggregate of 14.0%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 838 loans totaling $108.3 million to middle-income borrowers. This represents 20.0% of refinance loans by volume, which is comparable to the percentage of middle-income families at 20.1%, and 16.0% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.3% and was below the 2015 aggregate of 20.3%.

Fifth Third made 1,506 loans totaling $352.5 million to upper-income borrowers. This represents 36.0% of refinance loans by volume, which is below the percentage of upper-income families at 40.9%, and 51.9% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 41.9% and was below the 2015 aggregate of 40.5%.

Fifth Third's excellent distribution to low- and moderate-income borrowers is noteworthy and the borrower distribution for refinance loans is excellent, considering that a community contact indicated there are significant economic factors currently impacting the ability of lower-income individuals to buy homes.

Home Improvement Loans

Fifth Third made 92 loans totaling $6.0 million to low-income borrowers. This represents 20.2% of home improvement loans by volume, which is comparable to the percentage of low-income families at 21.9%, and 15.5% by dollar amount, which is below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 10.2% and the 2015 aggregate of 10.5%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 120 loans totaling $7.7 million to moderate-income borrowers. This represents 26.3% of its home improvement loans by volume, which substantially exceeds the percentage of moderate-income families at 17.2%, and 20.1% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.4% and exceeded the 2015 aggregate of 20.0%. Given that Fifth Third's performance exceeded the aggregate of all lenders and substantially exceeded proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 106 loans totaling $8.4 million to middle-income borrowers. This represents 23.2% of home improvement loans by volume, which is exceeds the percentage of middle-income families at 20.1%, and 21.9% by dollar amount, which slightly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 23.7% and was below the 2015 aggregate of 25.4%.

Fifth Third made 134 loans totaling $15.8 million to upper-income borrowers. This represents 29.4% of home improvement loans by volume, which is below the percentage of upper-income families at 40.9%, and 41.1% by dollar amount, which slightly exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 41.0% and was below the 2015 aggregate of 40.8%.

Overall, the borrower distribution of home improvement loans is excellent, based on the excellent distribution of loans among low- and moderate-income borrowers and the need for these types of loans expressed by several community contacts.

Small Business Loans

The distribution of small business loans to businesses of different sizes is adequate, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 48.3% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 40.7% and the 2015 aggregate of 46.3%, but was significantly below the percentage of small businesses in the assessment area at 91.5%. Also, during the evaluation period, Fifth Third made an acceptable percentage of small-dollar loans (63.0%) in amounts of $100,000 or less, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, several community contacts indicated a need for small-dollar loans to small businesses and that banks could improve upon originating these types of loans.

Community Development Loans

Fifth Third originated 92 community development loans totaling $574.1 million during the evaluation period as shown in the table below:

Affordable Housing		**Economic Development**		**Revitalization and Stabilization**		**Community Services**	
#	***$***	***#***	***$***	***#***	***$***	***#***	***$***
2	2,545,087	25	151,683,487	55	535,251,943	17	59,794,055

Community development lending in the assessment area represents 9.6% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's third-highest percentage of community development lending during the evaluation period. Fifth Third's performance is especially strong, considering the high competition for community development loans and the number of large national banks in the area. Fifth Third only has 5.1% of the deposit market share. As such, Fifth Third is considered a leader in community development lending.

Examples of community development lending include, but are not limited to:

- Renewal of revolving lines of credit to two local for-profit companies to rehabilitate existing apartment buildings to provide affordable rental housing to low- and moderate-income individuals and families. Over half of the occupants pay less than fair market rent as determined by HUD
- One SBA 504 loan that promotes economic development by financing a small business
- A renewal of a revolving line of credit to a Community Development Financial Institution (CDFI) that provides loans to LIHTC projects and commercial real estate developments in target communities or to small businesses that are unable to access traditional financing
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies. These loans helped to retain at least 50 jobs.
- Multiple working capital loans to help retain and expand businesses located in areas specifically designated by cities with master plans to promote revitalization and economic development
- Working capital loans that support two schools that serves low- and moderate-income students
- Working capital loans that support two nonprofits that provides services to developmentally disabled LMI individuals
- Loan to support an nonprofit that conducts a 30-week empowerment and mentoring program that teaches low- and moderate-income young adults life skills, financial literacy, college preparation, and community activism.
- Working capital loans to a nonprofit that provides job training to low- and moderate-income individuals
- Loan refinance a building to nonprofit located in an Empowerment Zone that provides a multitude of services to low- and moderate-income individuals in an extremely impoverished neighborhood in Detroit

These loans were deemed to be responsive, as community contacts specifically mentioned the need for these types of loans to help deal with affordable housing, financial literacy, high poverty rates, and high unemployment rates.

Flexible Lending Programs

Fifth Third had 1,469 flexible lending loans in this assessment area: 798 government loans, 107 down payment assistance loans, and 564 were other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.1%	0.8%	4.5%	12.2%	8.5%	18.9%	55.1%	53.8%	42.0%	31.6%	36.8%	34.6%
Down Payment Assistance Programs	16.8%	16.5%	4.5%	24.3%	18.4%	18.9%	40.2%	39.7%	42.0%	18.7%	25.5%	34.6%
Other Flexible Lending Programs	1.6%	0.9%	4.5%	18.3%	14.7%	18.9%	49.5%	49.1%	42.0%	30.7%	35.3%	34.6%
Total	**2.5%**	**1.5%**	**4.5%**	**15.4%**	**11.2%**	**18.9%**	**51.9%**	**51.5%**	**42.0%**	**30.3%**	**35.8%**	**34.6%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	12.9%	7.6%	21.9%	29.3%	25.2%	17.2%	31.5%	33.2%	20.1%	23.9%	31.4%	40.9%
Down Payment Assistance Programs	59.3%	57.0%	21.9%	28.7%	26.3%	17.2%	6.5%	8.7%	20.1%	3.7%	6.5%	40.9%
Other Flexible Lending Programs	14.5%	11.6%	21.9%	25.6%	20.4%	17.2%	23.5%	23.5%	20.1%	33.6%	41.9%	40.9%
Total	**16.9%**	**11.1%**	**21.9%**	**27.9%**	**23.5%**	**17.2%**	**26.6%**	**28.6%**	**20.1%**	**26.2%**	**34.1%**	**40.9%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts, by number and dollar amount, was below the percentage of owner-occupied units in these tracts. However, down payment assistance programs significantly exceeded proxy. The percentage of lending, by volume and dollar amount, in moderate-income tracts was below the percentage of owner-occupied units.

Fifth Third's lending, by volume and dollar amount, to low-income borrowers was below the percentage of low-income families in the assessment area. However, down payment assistance programs significantly exceeded proxy. The percentage of lending, by volume and dollar amount, to moderate-income borrowers substantially exceeded the percentage of moderate-income families.

Despite the high foreclosure rates in this assessment area, Fifth Third was able to assist low- and moderate-income borrowers or borrowers in purchasing properties in a low- or moderate-income area to purchase homes through the use of several down payment assistance programs. Therefore, Fifth Third made use of flexible lending practices and is serving the assessment area's credit needs.

Lending through flexible loan programs to moderate-income borrowers was excellent and lending to low-income borrowers and in moderate-income tracts was good. Lending in low-income tracts was adequate. Flexible lending and other down-payment assistance programs to help low- and moderate-income individuals become first-time homebuyers was a need specifically identified by a community contact in the assessment area.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 662 qualified investments totaling $125.2 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
335	80,496,531	63	319,918	11	1,546,198	192	1,138,739

Also included in the total number of qualified investments are 61 prior period investments totaling $41.7 million. Fifth Third made 7.7% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 6.5% and greater than the percentage of branch offices at 6.9%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects and services supporting low- and moderate-income individuals throughout the assessment area, which was an important need expressed by several community contacts. Fifth Third made 283 donations totaling $1.79 million that supported local schools, small businesses, churches, food banks, health care, and affordable housing. The majority of Fifth Third's donations (63.5%) supported services to low- and moderate-income individuals. Also, $150,000 of the donations supported Northwest Community Programs, a nonprofit that provides programs and activities that enhance the quality of life for low-income youth, families, and seniors in the Detroit community.

Service Test

Fifth Third's performance under the service test in this assessment area is rated excellent. Retail services are accessible and Fifth Third is a leader in providing community development services in this assessment area.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation period, two banking centers were opened and four were closed, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 90 banking centers within this assessment area, including nine in low-, 11 in moderate-, 38 in middle-, and 32 in upper-income census tracts. Fifth Third banking centers in this assessment area represent 6.9% of all its banking centers.

Fifth Third has a total of 111 full-service ATMs within this assessment area, including six in low-, 22 in moderate-, 44 in middle-, and 37 in upper-income census tracts. There are also two full-service ATMs located in unknown-income tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: MI Detroit

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	Open #	Closed #		#	%	#	%	#	%	#	%	%	%
Low	9	10.0%	0	0	Total	6	5.1%	6	5.4%	0	0.0%	174	11.2%	8.1%	6.1%
Moderate	11	12.2%	0	0	Total	23	19.5%	22	19.8%	1	14.3%	362	23.4%	22.6%	17.4%
Middle	38	42.2%	0	0	Total	49	41.5%	44	39.6%	5	71.4%	565	36.5%	39.9%	38.9%
Upper	32	35.6%	2	4	Total	38	32.2%	37	33.3%	1	14.3%	422	27.3%	29.3%	37.1%
Unknown	0	0.0%	0	0	Total	2	1.7%	2	1.8%	0	0.0%	24	1.6%	0.0%	0.4%
Total	90	100.0%	2	4	Total	118	100.0%	111	100.0%	7	100.0%	1547	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered excellent, as the distribution of branches was comparable to the percentage of census tracts and exceeded households in these tracts. However, branch distribution within moderate-income tracts was considered adequate.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 11,412 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 9.6% of all community development services provided and equates to 5.49 annualized persons (ANP).

Affordable Housing	**Economic Development**	**Revitalization and Stabilization**	**Community Services**
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
2,983	1,314	591	6,524

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 5,526 hours providing technical assistance to non-profits and local business, 2,833 hours serving on boards and committees, 2,817 hours of providing financial literacy through local nonprofits and school programs, and 236 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy and foreclosure outreach prevention activities, as several community contacts mentioned the need for financial literacy training to provide debt counseling and assist first-time homebuyers and entrepreneurs. In addition, the foreclosure rate remains significantly higher in several counties in this assessment area compared to the foreclosure rates in Michigan and the nation.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE GRAND RAPIDS-WYOMING-MUSKEGON MI CSA #266

The Grand Rapids-Wyoming-Muskegon MI CSA consists of the following two MSAs: the Grand Rapids-Wyoming MI MSA #24340, consisting of Barry, Kent, Montcalm, and Ottawa counties, and the Muskegon MI MSA #34740, consisting of Muskegon County.

The assessment area is comprised of 15 low-, 56 moderate-, 123 middle-, and 53 upper-income tracts. There are also two tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third had the majority of the market share 21.5% of the deposits out of 32 institutions. The next three largest institutions, Huntington National Bank, JPMorgan Chase Bank, and Wells Fargo Bank had 11.9%, 9.7%, and 9.45% of the market share, respectively. Deposits in this assessment area accounted for 4.5% of the Fifth Third's total deposits. This was 30.6% of deposits within the state and the seventh-highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 7,449 HMDA loans and 2,708 CRA loans, which represented 7.1% and 6.9% of the total loans originated during the evaluation period, respectively. This was the seventh-largest HMDA market and ninth-largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company and Fifth Third Mortgage Company-Michigan ranked second and third, respectively among 420 HMDA reporters in the assessment area, while Fifth Third ranked 19th. Lake Michigan Credit Union ranked first among HMDA lenders in the assessment area. Fifth Third ranked seventh of 82 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Capital One, Chase Bank USA, and U.S. Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Four community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an organization that helps businesses recruit talent, stated the economic conditions in the area are very good and the area's diverse economy helped it through the recession better than other municipalities in the state. The contact indicated that unemployment is low the Grand Rapids area, particularly in Ottawa and Kent counties. However, there are areas with high unemployment, low median family incomes, and low educational attainment. The contact stated local area banks are actively involved in the community and regularly provide financial literacy training.

The second contact, representing an affordable housing agency, stated current economic conditions in the area are improving and area unemployment has steadily declined since the recession (2008). The contact noted that rental rates are rising, making it increasingly difficult for low-income individuals to find affordable housing. In addition, local financial institutions are actively involved in meeting the credit needs of the community; however, the contact believed there is an ongoing need for banks to extend low-cost (fee-free) credit to lower-income individuals to encourage them to work with banks to obtain necessary funding.

The third contact, representing an economic development organization, indicated there is an opportunity for banks and local government to fund infrastructure and transportation projects to boost the city's appeal. The contact believed the lack of cost-effective transportation is one of the primary factors limiting lower-income individuals from finding meaningful employment. The contact stated the competition among banks in the area translates into active support for the entrepreneurial community and a willingness to offer more innovative products.

The final contact, representing an agency that serves the needs of low- and moderate-income individuals and families, stated the agency has good partnerships with area financial institutions. The contact believed there is always a need to help the unbanked and underbanked (mostly lower-income households) gain access to mainstream financial systems. The contact specifically mentioned First General Credit Union and Fifth Third as being active agency partners.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 1.2 million. One quarter (25.0%) of the population lived in low- and moderate-income tracts. In addition, 74.2% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Grand Rapids MSA is the 52nd largest in terms of population in the nation, while the Muskegon MSA is the 239th largest.[199] Among the most populous counties in Michigan, Barry County is 15th, Kent County is 81st, Montcalm County is 117th, Muskegon County is 121st, and Ottawa County is 139th.

According to 2015 U.S. Census data,[200] Grand Rapids is the second largest city in Michigan with 195,097 residents and is the 122nd largest city in the nation. Wyoming is the 14th largest city in the state with 75,275 residents and Muskegon is the 30th largest with 38,401 residents.[201] The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[202]

[199] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[200] US Census Bureau: http://www.census.gov/quickfacts/table/PST045216/00 (*main page – must enter state, county, city, town or zip code*)
[201] Michigan – 2015 City Populations: https://www.biggestuscities.com/mi
[202] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

For the most part, the population within the CSA experienced positive growth between 2010 and 2015, with Ottawa and Kent counties experiencing the greatest growth and only Malcolm County experiencing a decline in population.

County	2010 Population	2015 Population	Population Percent Change
Barry	59,173	59,314	0.2%
Kent	602,622	636,369	5.6%
Montcalm	63,342	62,945	-0.6%
Muskegon	172,188	172,790	0.3%
Ottawa	263,801	279,955	6.1%
Total	**1,161,126**	**1,211,373**	**4.3%**

According to U.S. Census data, Grand Rapids and its surrounding area is the fastest-growing population center in Michigan. From July 2014 to July 2015, the rate of increase in the Grand Rapids metropolitan area was 15 times higher than the state as a whole (an increase of 9,621 people or 0.9%). The Muskegon metropolitan area grew 0.3% during this time period.[203]

According to Moody's Analytics, between 2012 and 2015, Grand Rapids' population growth remains positive and strong compared to other places in Michigan. Population growth can be attributed to a steady increase in domestic and foreign in-migration. Between 2012 and 2015, Muskegon's population growth was minimal.

Income Characteristics

The 2010 assessment area median family income was significantly lower ($59,489) than Michigan at $60,341. As shown in the table below, the median family income increased across the assessment area, except for a slight decrease in the Muskegon MSA between 2010 and 2014.

FFIEC Estimated Median Family Income	2010	2014	2015	2016
Grand Rapids-Wyoming MI MSA	$61,182	$64,600	$65,700	$65,800
Muskegon MI MSA	$50,101	$49,400	$51,900	$52,200

[203] Vande Bunte, Matt. "Michigan's fastest-growing metro area is Grand Rapids." *MLive*. March 24, 2016. - http://www.mlive.com/news/grand-rapids/index.ssf/2016/03/michigans_fastest-growing_metr.html

Poverty rates increased in each county in the assessment area from 1999 to 2015.[204] Muskegon County had the highest poverty rate in 1999 and Montcalm County had the highest poverty rate in 2015. Barry and Ottawa counties had the lowest poverty rates in 1999 and Ottawa County had the lowest poverty rate in 2015. In 2015, Muskegon and Montcalm counties had poverty rates higher than Michigan and these counties, in addition to Kent County, had poverty rates that exceeded the national rate. However, Barry County experienced the largest increase in poverty rates during this period. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[205] The following table shows the poverty rates for 1999[206] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Barry	5.5%	9.3%	69.1%
Kent	8.9%	14.5%	62.9%
Montcalm	10.9%	17.9%	64.2%
Muskegon	11.4%	16.1%	41.2%
Ottawa	5.5%	8.6%	56.4%
Michigan	**10.5%**	**15.7%**	**49.5%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 475,649 housing units and 299,503 families in the assessment area. From an income perspective, 26.2% of housing units, 18.4% of owner-occupied units, and 21.8% of families are located in low- or moderate-income tracts. Nearly two-thirds of the housing units in the low-income census tracts are either rental or vacant (65.0%). In the moderate-income census tracts, nearly half (49.9%) of the housing units are either rental or vacant, and 50.1% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 38 years old, with 23.3% of the stock built before 1950. The oldest housing stock was in Muskegon County with a median age of 45 years, while the newest was 29 years in Ottawa County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 54 years in moderate-income tracts, which indicates that there is ample opportunity.

[204] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[205] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[206] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

According to 2010 U.S. Census data, the median housing value in the assessment area was $144,427, with an affordability ratio of 33.91. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. The median housing value decreased between 2010 and 2011-2015 and household incomes increased and as a result, housing became more affordable across the assessment area. During the evaluation period, the most affordable housing was in Montcalm County, with the least affordable in Ottawa County. Median gross rents increased at a substantial rate across the assessment area, with renters in Barry County experiencing the largest increase in rental rates and renters in Muskegon County experiencing the smallest increase. In 2010, about 48.9% of renters across the assessment area had rent costs greater than 30.0% of income. A contact noted rental rates are rising, thereby making it increasingly difficult for low income individuals to find affordable housing, as increasing rental rates may make it harder for potential homebuyers to save enough money for a down payment for a home. According to Moody's Analytics, houses prices in the Grand Rapids metropolitan area are rising faster than in any other Michigan metropolitan areas and are well above the pre-recession peak. The average price on a pending home sale has increased by 8.1%. In December 2016, Trulia.com concluded that Grand Rapids area was the fourth hottest real estate market in the nation due to its growing economy and affordable housing inventory. Rental rates also were on the rise in Grand Rapids, according to Trulia's report. The median rental rate was $1,200, an increase of 20.0% from one year ago (2016 to 2017), but down from its summer peak of $1,300.[207] The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Michigan.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Barry	$147,300	35.21	$134,700	40.88	$652	$762	16.9%
Kent	$147,600	33.56	$139,300	38.09	$699	$767	9.7%
Montcalm	$112,700	35.29	$94,100	44.19	$618	$692	12.0%
Muskegon	$112,800	36.05	$99,000	43.33	$628	$673	7.2%
Ottawa	$161,200	34.18	$155,400	36.03	$726	$792	9.1%
Michigan	**$144,200**	**33.59**	**$122,400**	**40.50**	**$723**	**$783**	**8.3%**

According to Bankrate.com,[208] Michigan ranked 26th for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[209]

[207] Harger, Jim. "Housing market begins 2017 on a 'hot' note." *MLive*. January 13, 2017. – www.mlive.com/business/west-michigan/index.ssf/2017/01/west_michigan_housing_market_b.html
Isidore, Chris. "GM cutting 1,300 jobs at only plant inside Detroit." *CNN Money*. December 20, 2016. - http://money.cnn.com/2016/12/20/news/companies/gm-plant-layoff/index.html
[208] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[209] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Barry	1:2,493
Kent	1:4,747
Montcalm	1:1,998
Muskegon	1:1,791
Ottawa	1:3,331
Michigan	**1:2,036**
U.S.	**1:1,533**

In November 2016, Muskegon County had the highest rate of foreclosure and Kent County had the lowest foreclosure rate within the assessment area.

Building permits in the MSAs, Michigan, and the nation are included in the following table for 2014, 2015, and 2016.[210]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Grand Rapids-Wyoming MSA	3,171	3,672	15.8%	3,655	-0.5%
Muskegon MSA	172	241	40.1%	16	-93.4%
Michigan	**15,836**	**18,226**	**15.1%**	**22,426**	**23.0%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The Muskegon MSA experienced the greatest increase of housing permits between 2014 and 2015 and the greatest decrease of housing permits between 2015 and 2016. In the Grand Rapids MSA, the percentage of housing permits mirrored Michigan's percentage between 2014 and 2015, but fell far below the state's percentage of housing permits between 2015 and 2016. Based on the high demand for permits between 2014 and 2015 and performance context indicating a strong housing market in 2017, this could indicate an increased demand for home purchase loans across the assessment area during the evaluation period.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Grand Rapids area economy is expanding due to growing biotech and healthcare, and a diverse manufacturing base. Personal income, industrial production, and home prices are on an upward trajectory. Population growth is exceeding expectations and the booming downtown and high-paying biotech jobs are helping Grand Rapids to retain more college graduates.

[210] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

While job growth eased slightly, it is on pace to comfortably exceed the rest of the state and the nation. The Muskegon area economy is in recovery. The metropolitan area is adding jobs as a faster pace, but high-wage industry jobs represent less than 10.0% of total area employment. This unfavorable mix is preventing average hourly earnings from increasing; as a result, Muskegon area incomes lag the state and national averages. Weak population growth, low educational attainment, and a comparatively small working-age population constrain Muskegon's prospects for sustained economic growth.

The Grand Rapids metropolitan area is home to the headquarters of one Fortune 500 company:[211]

Grand Rapids Metro Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
351	SpartanNash	$7.9 billion

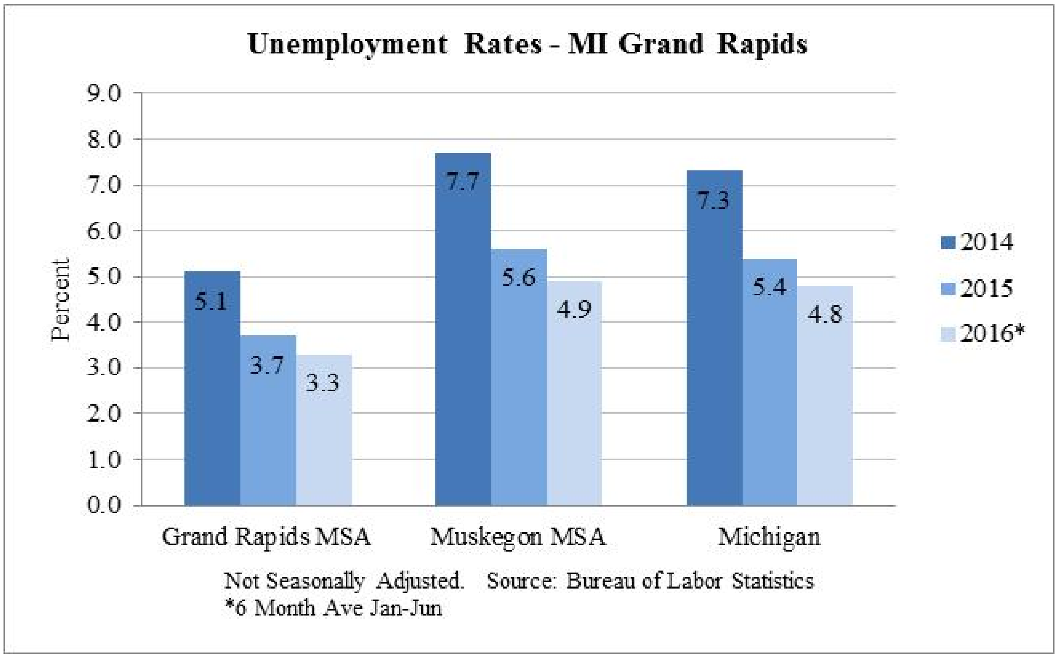
SpartanNash is a food distributor and grocery store retailer headquartered in Byron Center, Michigan. In terms of revenue, it is the largest food distributor serving military commissaries and exchanges in the U.S.

According to Moody's Analytics, the top 12 employers in the CSA in 2015/2016 were:

Company	Number of Employees
Spectrum Health	21,800
Meijer Inc.	20,686
Mercy Health	6,500
Axios Inc.	5,000
Amway Corp.	4,000
Johnson Controls Inc.	3,900
Centex Corp.	3,900
Grand Valley State University	3,306
SpartanNash	2,585
Alcoa Howmet	2,200
ADAC Automotive Inc.	1,000
Hines Corp.	690

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the CSA and Michigan.

[211] www.crainsdetroit.com/article/20160606/NEWS/160609759/southeast-michigan-representation-on-furtune-500-shrinks



Overall, unemployment rates in the assessment area declined each year. The Grand Rapids MSA had the lowest unemployment rates all three years and were below Michigan's rates of unemployment. The Muskegon MSA had the highest unemployment rates all three years and were above Michigan's.

According to MLive, GE Aviation says the company is laying off 74 employees from its Grand Rapids area operations after sales fell short in 2016. The majority of the employees being laid off were engineers, although the cuts were across several departments. In total, the company is laying off 107 workers, primarily in Grand Rapids and Clearwater, Florida.[212] News 8 also reported that SAF-Holland is shutting down two of its manufacturing plants in West Michigan as part of its restructuring efforts. The truck and trailer parts suppliers blamed the continued market weakness for its decision. SAF-Holland is not moving out of Muskegon, as the company indicated that it plans to use the site for its Americas region headquarters and corporate offices. SAF-Holland also plans to build a cutting-edge engineering and technology center in Muskegon and consolidate the Holland testing center and administrative officers. Production work handled by these plants will be moved to the company's other three sites in Ohio, Arkansas, and Texas. Around 97 employees are expected to lose their jobs at the Holland plant and it is unclear how many workers will be affected by the layoffs at the Muskegon plant.[213]

[212] Martinez, Shandra. "GE Aviation trims Grand Rapids workforce." *MLive*. January 19, 2017. - http://www.mlive.com/news/grand-rapids/index.ssf/2017/01/ge_aviation_shedding_74_grand.html
[213] Web Staff. "SAF-Holland to shutter plants in Holland and Muskegon." *WoodTV News 8*. March 28, 2017. - http://woodtv.com/2017/01/18/saf-holland-to-shutter-plants-in-holland-muskegon/

Combined Demographics Report

Assessment Area: MI Grand Rapids

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	15	6	10,084	3.4	3,984	39.5	59,343	19.8
Moderate-income	56	22.5	55,137	18.4	11,324	20.5	54,917	18.3
Middle-income	123	49.4	156,768	52.3	11,358	7.2	66,862	22.3
Upper-income	53	21.3	77,514	25.9	2,573	3.3	118,381	39.5
Unknown-income	2	0.8	0	0	0	0	0	0
Total Assessment Area	**249**	**100.0**	**299,503**	**100.0**	**29,239**	**9.8**	**299,503**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	18,284	6,400	2	35	9,114	49.8	2,770	15.1
Moderate-income	106,490	53,308	16.4	50.1	38,685	36.3	14,497	13.6
Middle-income	246,361	177,013	54.6	71.9	48,385	19.6	20,963	8.5
Upper-income	104,514	87,597	27	83.8	10,955	10.5	5,962	5.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**475,649**	**324,318**	**100.0**	**68.2**	**107,139**	**22.5**	**44,192**	**9.3**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	2,003	4	1,593	3.6	404	8.3	6	2.5
Moderate-income	9,318	18.7	8,203	18.3	1,050	21.5	65	26.9
Middle-income	24,433	49	22,105	49.4	2,208	45.1	120	49.6
Upper-income	14,118	28.3	12,835	28.7	1,232	25.2	51	21.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**49,872**	**100.0**	**44,736**	**100.0**	**4,894**	**100.0**	**242**	**100.0**
	Percentage of Total Businesses:			**89.7**		**9.8**		**.5**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	3	0.2	3	0.2	0	0	0	0
Moderate-income	143	9.4	133	9.2	9	12.5	1	100
Middle-income	1,055	69.4	1,009	69.7	46	63.9	0	0
Upper-income	319	21	302	20.9	17	23.6	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,520**	**100.0**	**1,447**	**100.0**	**72**	**100.0**	**1**	**100.0**
	Percentage of Total Farms:			**95.2**		**4.7**		**.1**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE GRAND RAPIDS-WYOMING-MUSKEGON MI CSA MI CSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 74 community development loans totaling $230.7 million. Fifth Third has an excellent overall geographic distribution of loans and no gaps in lending were noted. Fifth Third has an excellent distribution of loans among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits an excellent record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of refinance lending based on the overall volume of lending, followed by home purchase, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 3,694 refinance, 3,447 home purchase, 305 home improvement, 2,708 small business, and 74 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 7.1% is greater than the percentage of total deposits at 4.5% in this area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		**Mod**		**Middle**		**Upper**	
	#	**%**	**#**	**%**	**#**	**%**	**#**	**%**
Other Real Estate Secured Modifications	2	0.8%	52	21.1%	131	53.0%	62	25.1%
Percentage of Owner Occupied Units		***2.0%***		***16.4%***		***54.6%***		***27.0%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	67	27.1%	97	39.3%	53	21.5%	28	11.3%
Percentage of Families by Family Income		***19.8%***		***18.3%***		***22.3%***		***39.5%***

*Unknown tract data is not included in the above table.

There were not enough HAMP loans for a meaningful analysis. The percentage of other modifications was below the percentage of owner-occupied units in low-income tracts and exceeded proxy in moderate-income tracts. Therefore, modifications helped to expand lending activities in these areas. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income-income families in the assessment area. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Refinance lending, which was the largest loan category, is good. Home purchase lending is excellent and home improvement lending is good. Small business lending is excellent. Also, no lending gaps were noted in the assessment area, as shown in the following table.

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	15	0	100.0%
Moderate	56	0	100.0%
Middle	123	0	100.0%
Upper	53	0	100.0%
Unknown	2	2	0.0%
Total	**249**	**2**	**99.2%**

There were no lending gaps in the low,-moderate,-middle,-and upper-income tracts. Although Fifth Third did not make any loans in the two unknown-income tracts, there is no population in these tracts and therefore, there is no demand for loans in these areas.

Refinance Loans

Fifth Third made 59 refinance loans totaling $3.8 million in low-income tracts. This represents 1.6% of refinance loans by volume, which is slightly below the percentage of owner-occupied units at 2.0%, and 0.8% by dollar amount, which is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 1.3% and was comparable to the 2015 aggregate at 1.1%. As Fifth Third's performance was slightly below proxy and comparable to the aggregate of all lenders, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 522 refinance loans totaling $45.4 million in moderate-income tracts. This represents 14.1% of refinance loans by volume, which is below the owner-occupied units in these tracts at 16.4%. The percentage of loans by dollar amount at 9.4% is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 12.9% and exceeded the 2015 aggregate at 11.3%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 1,925 refinance loans totaling $299.1 million in middle-income tracts. This represents 52.1% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 54.6%. However, refinance loans by dollar amount (47.6%) was below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 53.1% and exceeded the 2015 aggregate at 51.9%.

Fifth Third made 1,888 refinance loans totaling $203.4 million in upper-income tracts. This represents 32.2% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 27.0%, and the dollar amount at 42.2% also exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 32.6% and was below the 2015 aggregate at 35.7%.

Overall, the geographic distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made 74 home purchase loans totaling $6.5 million in low-income tracts. This represents 2.1% of home purchase loans by volume, which slightly exceeds the percentage of owner-occupied units in these tracts at 2.0%, and 1.3% by dollar amount, which is comparable proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 1.2% and exceeded the 2015 aggregate at 1.6%. As Fifth Third's performance exceeded the aggregate of all lenders and slightly exceeded proxy, the geographic distribution of home purchase loans in low-income tracts is excellent.

Fifth Third made 573 home purchase loans totaling $52.5 million in moderate-income tracts. This represents 16.6% of its home purchase loans by volume, which slightly exceeds the percentage of owner-occupied units in these tracts at 16.4%, and 10.4% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 14.6% and exceeded the 2015 aggregate at 14.8%. As Fifth Third's performance exceeded the aggregate of all lenders and slightly exceeded proxy, the geographic distribution of home purchase loans in moderate-income tracts is excellent.

Fifth Third made 1,801 home purchase loans totaling $243.5 million in middle-income tracts. This represents 52.2% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 54.6% and 48.4% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 53.9% and was comparable to the 2015 aggregate of 54.3%.

Fifth Third made 999 home purchase loans totaling $200.3 million in upper-income tracts. This represents 29.0% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 27.0%, and 39.8% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 30.3% and was below the 2015 aggregate of 29.4%.

Overall, the geographic distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made three home improvement loans totaling $131,000 in low-income tracts. This represents 1.0% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 2.0%, and 0.6% by loan amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 1.2% and was below the 2015 aggregate of 0.9%. Given the median age of housing in low-income tracts at 61 years, which is a likely indicator of the need for home improvement loans and Fifth Third's lending performance in these tracts; the geographic distribution of home improvement loans in low-income tracts is good.

Fifth Third made 76 home improvement loans totaling $3.8 million in moderate-income tracts. This represents 24.9% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 16.4%, and 18.7% by dollar amount, which also exceeded proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.7% and exceeded the 2015 aggregate of 15.9%. Given the age of the housing stock in the moderate-income tracts at 54 years, a likely indicator of the need for home improvement loans and Fifth Third's lending performance in these tracts, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 140 home improvement loans totaling $9.4 million in middle-income tracts. This represents 45.9% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 54.6%, and 45.7% by dollar amount, which is also below proxy. The percentage of loans by volume was below the 2014 aggregate of 53.9% and comparable to the 2015 aggregate of 52.5%.

Fifth Third made 86 home improvement loans totaling $7.2 million in upper-income tracts. This represents 28.2% of home improvements loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 27.0%, and 35.0% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 29.2% and was below the 2015 aggregate of 30.7%.

Overall, the geographic distribution of home improvement loans is good.

Small Business Loans

Fifth Third made 176 small business loans totaling $36.9 million in low-income tracts. This represents 6.5% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 3.6%, and 9.5% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 4.5% and exceeded the 2015 aggregate of 4.5%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 502 small business loans totaling $70.4 million in moderate-income tracts. This represents 18.5% of small business loans by volume, which slightly exceeds the percentage of businesses in these tracts at 18.3%. This also represents 18.2% small business loans by dollar amount, which is also comparable to proxy. However, the percentage of loans by volume exceeded the 2014 aggregate of 17.4% and was comparable to the 2015 aggregate of 17.2%. Given that Fifth Third's performance exceeded the aggregate of all lenders and slightly exceeded proxy, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 1,197 small business loans totaling $174.1 million in middle-income tracts. This represents 44.2% of small business loans by volume, which is below the percentage of businesses in these tracts at 49.4%, and 44.9% by dollar amount, which is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 45.8% and was below the 2015 aggregate of 46.2%.

Fifth Third made 833 small business loans totaling $106.0 million in upper-income tracts. This represents 30.8% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 28.7%, and 27.4% by dollar amount, which is comparable to proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 31.0% and the 2015 aggregate of 31.1%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for home purchase and home improvement loans and good for refinance loans.

Refinance Loans

Fifth Third made 507 loans totaling $38.9 million to low-income borrowers. This represents 13.7% of refinance loans by volume, which is below percentage of low-income families at 19.8%. The percentage of loans by dollar amount at 8.1% is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 8.7% and significantly exceeded the 2015 aggregate of 6.7%. Given Fifth Third's performance is below proxy, but significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 826 loans totaling $76.8 million to moderate-income borrowers. This represents 22.4% of refinance loans by volume, which exceeds the percentage of moderate-income families at 18.3% and 15.9% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.8% and exceeded the 2015 aggregate of 17.6%. Given Fifth Third's performance in exceeded proxy and the aggregate of all lenders, borrower distribution is considered excellent.

Fifth Third made 878 loans totaling $97.9 million to middle-income borrowers. This represents 23.8% of refinance loans by volume, which slightly exceeds the percentage of middle-income families at 22.3%, and 20.3% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.2% and exceeded the 2015 aggregate of 20.7%.

Fifth Third made 1,271 loans totaling $234.6 million to upper-income borrowers. This represents 34.4% of refinance loans by volume, which is below the percentage of upper-income families at 39.5%, while the percentage of loans by dollar amount at 48.7% exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 32.7% and was comparable to the 2015 aggregate of 33.9%.

Overall, the borrower distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made 629 loans totaling $51.9 million to low-income borrowers. This represents 18.2% of home purchase loans by volume, which is comparable to the percentage of low-income families at 19.8%, and 10.3% of loans by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 10.8% and exceeded the 2015 aggregate of 10.0%. Because Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 882 loans totaling $99.0 million to moderate-income borrowers. This represents 25.6% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 18.3%, and 19.7% of loans by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.9% and exceeded the 2015 aggregate of 23.8%. Given Fifth Third/s performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 654 loans totaling $91.8 million to middle-income borrowers. This represents 19.0% of home purchase loans by volume, which is below the percentage of middle-income families at 22.3%, and 18.3% by dollar amount, which is also below proxy. The percentage of loans by volume was below the 2014 aggregate of 21.5% and was below the 2015 aggregate of 21.0%.

Fifth Third made 1,015 loans totaling $217.7 million to upper-income borrowers. This represents 29.4% of home purchase loans by volume, which is below the percentage of upper-income families at 39.5%, and 43.3% of loans by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 28.4% and was below the 2015 aggregate of 28.6%.

A community contact and performance context indicate that rental rates are increasing, making it increasingly difficult for lower-income individuals to save enough for a down payment to purchase a home. Given Fifth Third's performance to low- and moderate-income borrowers exceeded proxy and all aggregate lenders, the overall borrower distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made 48 loans totaling $2.3 million to low-income borrowers. This represents 15.7% of home improvement loans by volume, which is below the percentage of low-income families at 19.8%, and 11.3% by dollar amount, which is also below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 10.9% and significantly exceeded the 2015 aggregate of 10.0%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 91 loans totaling $4.9 million to moderate-income borrowers. This represents 29.8% of its home improvement loans by volume, which substantially exceeds the percentage of moderate-income families at 18.3%, and 23.7% by dollar amount, which also exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 22.1% and exceeded the 2015 aggregate of 21.5%. Given that Fifth Third's performance exceeded the aggregate of all lenders and substantially exceeded proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 86 loans totaling $4.5 million to middle-income borrowers. This represents 28.2% of home improvement loans by volume, which exceeds the percentage of middle-income families at 22.3%, and 21.8% by dollar amount, which is slightly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 26.8% and exceeded the 2015 aggregate of 24.9%.

Fifth Third made 73 loans totaling $8.2 million to upper-income borrowers. This represents 23.9% of home improvement loans by volume, which is below the percentage of upper-income families at 39.5%, and 40.0% by dollar amount, which is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 35.6% and the 2015 aggregate of 40.9%.

The overall borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 49.4% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance significantly exceeded the 2014 aggregate of 39.5% and exceeded the 2015 aggregate of 41.7%, but was significantly below the percentage of small businesses in the assessment area at 89.7%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (69.7%) in amounts of $100,000 or less, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact cited the lack infrastructure improvements and mass transportation options limit economic development prospects and small business lending opportunities.

Community Development Loans

Fifth Third originated 74 community development loans totaling $230.7 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
4	16,895,000	35	118,928,407	14	65,703,658	21	29,185,614

Community development lending in the assessment area represents 3.8% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's sixth-highest percentage of community development lending during the evaluation period. Although Fifth Third has the majority of the market share with 21.5% of the deposits in this market, it must still compete with several large national banks in the area for community development loans. Deposits in this assessment area accounted for 4.5% of the Fifth Third's total deposits during the evaluation period. As such, Fifth Third is considered a leader in community development lending.

Examples of community development lending include, but are not limited to:

- Two new loans to support a federally subsidized public housing (Section 8) development project, where old buildings were demolished and replaced with 47 new apartments for low- and moderate-income individuals and families
- Renewal of a revolving line of credit to Habitat for Humanity to build and construct multiple single-family dwellings for low- and moderate-income individuals/families.
- Renewal of working capital loan to a community action partnership that provides a multitude of services low-income families, seniors and disabled persons
- Renewal of a revolving line of credit to continue operations for a university where 55.0% of the student body is considered low- or moderate-income
- Working capital loan to a nonprofit that provides emergency shelter to low- and moderate-income women and children

- Working capital loan to a nonprofit that provides transportation for low- and moderate-income individuals to linkages to other transit systems in order to gain access to employment opportunities
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies (162 jobs retained and 36 jobs added)
- Renewal of line of credit to a nonprofit that helps increase economic opportunities for small businesses in the area and provides start-up businesses with business literacy training
- Multiple working capital loans to help retain and expand businesses located in areas specifically designated by the city to promote revitalization and economic development

The loans that supported services to low- and moderate-income individuals, affordable housing, and, in particular, providing transportation to gain meaningful employment opportunities were deemed to be responsive, as community contacts specifically mentioned the need for these types of loans.

Flexible Lending Programs

Fifth Third had 1,682 flexible lending loans in this assessment area: 907 government loans, 128 were down payment assistance loans, and 647 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.4%	1.0%	2.0%	20.6%	15.1%	16.4%	56.6%	55.8%	54.6%	21.4%	28.1%	27.0%
Down Payment Assistance Programs	19.5%	14.6%	2.0%	25.8%	23.4%	16.4%	44.5%	47.9%	54.6%	10.2%	14.1%	27.0%
Other Flexible Lending Programs	2.5%	1.2%	2.0%	16.5%	12.9%	16.4%	54.1%	51.2%	54.6%	26.9%	34.8%	27.0%
Total	**3.2%**	**1.8%**	**2.0%**	**19.4%**	**14.7%**	**16.4%**	**54.7%**	**53.6%**	**54.6%**	**22.7%**	**29.9%**	**27.0%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	21.1%	15.3%	19.8%	40.4%	38.0%	18.3%	21.6%	24.4%	22.3%	11.8%	16.3%	39.5%
Down Payment Assistance Programs	76.2%	72.5%	19.8%	11.9%	11.2%	18.3%	7.9%	10.8%	22.3%	3.2%	4.5%	39.5%
Other Flexible Lending Programs	19.7%	15.5%	19.8%	23.7%	20.5%	18.3%	21.7%	19.7%	22.3%	29.3%	39.2%	39.5%
Total	**25.0%**	**18.9%**	**19.8%**	**31.1%**	**28.9%**	**18.3%**	**20.5%**	**21.6%**	**22.3%**	**18.4%**	**25.4%**	**39.5%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number and dollar amount exceeded the percentage of owner-occupied units in these tracts, especially for the various down payment assistance programs. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units in tracts, while the percentage of lending by dollar amount was below proxy.

Fifth Third's lending by volume to low-income borrowers exceeded the percentage of low-income families, while lending by dollar amount was below proxy. The percentage of lending, by volume and dollar amount, to moderate-income borrowers exceeded the percentage of moderate-income families, especially for government loan programs.

Therefore, Fifth Third made extensive use of flexible lending practices in serving the assessment area's credit needs, as lending through flexible loan programs was excellent in moderate-income geographies and to low- and moderate-income borrowers. Lending through flexible loan programs was good in low-income geographies.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated good.

Fifth Third makes a significant level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was occasionally in a leadership position. Fifth Third has 339 qualified investments totaling $47.7 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
146	28,370,391	57	397,072	1	5,000	105	1,023,554

Also included in the total number of qualified investments are 30 prior period investments totaling $17.9 million. Fifth Third made 2.9% of its total community development investments in this assessment area, which is below the percentage of total deposits at 4.5% and the percentage of branch offices at 4.8%.

Fifth Third exhibits a good responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects and community services throughout the assessment area, which are important needs expressed by several community contacts. Fifth Third made 168 donations totaling $1.4 million that supported local schools, small businesses, churches, food banks, health care, and affordable housing. The majority of Fifth Third's donations (71.0%) supported services to low- and moderate-income individuals.

Service Test

Fifth Third's performance under the service test in this assessment area is rated excellent. Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, no branches were opened and four were closed, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 62 banking centers within this assessment area, including two in low-, 14 in moderate-, 30 in middle-, and 16 in upper-income census tracts. Fifth Third banking centers in this assessment area represent 4.8% of all its banking centers.

Fifth Third has a total of 91 full-service ATMs within this assessment area, including four in low-, 18 in moderate-, 47 in middle-, and 22 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: MI Grand Rapids

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	Open #	Closed #		#	%	#	%	#	%	#	%	%	%
Low	2	3.2%	0	0	Total	6	5.4%	4	4.4%	2	9.5%	15	6.0%	3.6%	4.1%
Moderate	14	22.6%	0	0	Total	30	26.8%	18	19.8%	12	57.1%	56	22.5%	21.3%	18.8%
Middle	30	48.4%	0	2	Total	49	43.8%	47	51.6%	2	9.5%	123	49.4%	52.2%	48.7%
Upper	16	25.8%	0	2	Total	27	24.1%	22	24.2%	5	23.8%	53	21.3%	22.8%	28.3%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	2	0.8%	0.0%	0.0%
Total	62	100.0%	0	4	Total	112	100.0%	91	100.0%	21	100.0%	249	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered good, as the distribution of branches was comparable the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 6,519 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 5.5% of all community development services provided and equates to 3.13 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	*# of Hours*	*# of Hours*	*# of Hours*
363	1,073	11	5,072

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization.

Community development services include 3,108 hours serving on boards and committees, 1,868 hours of providing financial literacy through local nonprofits and school programs, 1,504 hours providing technical assistance to non-profits and local business, and 39 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy and affordable housing. A community contact indicated there is a need for financial literacy training to assist first-time homebuyers and lower-income individuals gain access to mainstream financial systems. Another community contact mentioned the need for more access to affordable housing, an increasing critical need in this assessment area.

METROPOLITAN AREAS and NON-METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF MICHIGAN

- **Battle Creek MSA**
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 1.3% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $107,088 in deposits in this assessment area, representing a market share of 10.1% and 0.7% of its statewide deposits.
- **Jackson MSA**
  - As of June 30, 2016, Fifth Third operated two branches in the assessment area, representing 0.9% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $82,622 in deposits in this assessment area, representing a market share of 4.5% and 0.5% of it statewide deposits.
- **Kalamazoo-Portage MSA**
  - As of June 30, 2016, Fifth Third operated 16 branches in the assessment area, representing 7.1% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $799,943 in deposits in this assessment area, representing a market share of 21.5% and 5.2% of it statewide deposits.
- **Lansing-East Lansing MSA**
  - As of June 30, 2016, Fifth Third operated 16 branches in the assessment area, representing 7.1% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $780,275 in deposits in this assessment area, representing a market share of 12.9% and 5.1% of it statewide deposits.
- **Non-metropolitan Northern Michigan**
  - As of June 30, 2016, Fifth Third operated 25 branches in the assessment area, representing 11.1% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $1.3 million in deposits in this assessment area, representing a market share of 16.1% and 8.7% of it statewide deposits.
- **Saginaw-Midland-Bay City CSA**
  - As of June 30, 2016, Fifth Third operated four branches in the assessment area, representing 1.8% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $109,419 in deposits in this assessment area, representing a market share of 2.3% and 0.7% of it statewide deposits.
- **Non-metropolitan Southern Michigan**
  - As of June 30, 2016, Fifth Third operated eight branches in the assessment area, representing 3.5% of its branches in Michigan.
  - As of June 30, 2016, Fifth Third had $553,899 in deposits in this assessment area, representing a market share of 15.7% and 3.6% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF MICHIGAN

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Battle Creek MSA	Below	Consistent	Below
Jackson MSA	Below	Below	Below
Kalamazoo-Portage MSA	Below	Consistent	Below
Lansing-East Lansing MSA	Below	Below	Consistent
Non-metropolitan Northern Michigan	Below	Below	Below
Saginaw-Midland-Bay City CSA	Below	Consistent	Below
Non-metropolitan Southern Michigan	Below	Consistent	Below

For the lending test, Fifth Third received an "Outstanding" rating in Michigan. Performance in all seven of the limited-scope assessment areas was below Fifth Third's performance for the state. Although below the state performance, lending levels for the geographic and borrower distribution of loans were good or adequate. There was an excellent level of community development loans in the Lansing-East Lansing assessment area and a good level in the Saginaw-Midland-Bay City assessment area. The remaining five assessment areas had adequate levels of community development loans. A moderate level of lending gaps was identified in the Saginaw-Midland-Bay City assessment area and no gaps in lending were identified in the Battle Creek assessment area. A low level of lending gaps was noted in the remaining five assessment areas.

For the investment test, Fifth Third received an "Outstanding" rating in Michigan. While the investment activity was consistent to the state in four of the seven limited-scope assessment areas, the performance in the Jackson, Lansing-East Lansing, and non-metropolitan Northern Michigan assessment areas was below Fifth Third's performance in the state. The weaker performance was primarily attributable to a lower level of qualified investments and contributions relative to Fifth Third's operational presence in the assessment area.

For the service test, Fifth Third received an "Outstanding" rating in Michigan. While performance was consistent to the state in the Lansing-East Lansing assessment area, performance was below Fifth Third's performance for the state in the remaining six limited-scope assessment areas. Retail services were adequate in non-metropolitan Northern Michigan and good in the remaining six assessment areas. The weaker retail services performance in the non-metropolitan Northern Michigan assessment area was primarily due to less accessibility of delivery systems in lower-income geographies. Qualified community development services were excellent in five of the limited-scope assessment areas. Qualified community development services were good in the Battle Creek and Kalamazoo-Portage assessment areas; the weaker performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third's operational presence in these assessment areas.

The performance in the limited-scope assessment areas did not change the overall state rating.

STATE OF MISSOURI

CRA RATING for State of Missouri: Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: Low Satisfactory
The service test is rated: Low Satisfactory

The major factors supporting this rating include:

- An adequate responsiveness to the credit needs of the community;
- A good geographic distribution of loans throughout the assessment area;
- A good distribution among borrowers of different income levels and to businesses of different revenue sizes;
- Exhibits an adequate record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- An adequate level of qualified community development investments and grants;
- Retail delivery systems are reasonably accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- An adequate level of providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the St. Louis MSA assessment area, which represents Fifth Third's entire banking operations for Missouri. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE ST. LOUIS MO-IL MSA #41180

The St. Louis MO-IL MSA consists of St. Louis City, St. Louis County, and St Charles County in Missouri. Fifth Third's assessment area excludes Bond, Calhoun, Clinton, Jersey, Macoupin, Madison, Monroe, and St. Clair counties in Illinois and Franklin, Jefferson, Lincoln, and Warren counties in Missouri. The assessment area is comprised of 56 low-, 75 moderate-, 114 middle-, and 137 upper-income tracts. There are also two tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

Fifth Third exited the St. Louis market as of January 29, 2016; therefore, the summary of deposit information for 2015 was used to determine the appropriate deposit market share for this assessment area, along with the branches that were open during the evaluation period. As of June 30, 2015, Fifth Third ranked ninth out of 68 institutions with 2.1% of the deposit market share. Scottrade Bank had the majority of the market share 19.9% of deposits. The next four largest institutions, U.S. Bank, Bank of America, Commerce Bank, and Stifel Bank and Trust, had 17.5%, 13.8%, 7.9%, and 6.0% of the market share, respectively. Deposits in this assessment area accounted for 1.4% of the Fifth Third's total deposits. This was the 15th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 702 HMDA loans and 298 CRA loans, which represented 0.7% and 0.8% of the total loans originated during the evaluation period, respectively. This was the 28th largest HMDA market and 29th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 52nd among 514 HMDA reporters in the assessment area and Fifth Third ranked 148th. Wells Fargo Bank, DAS Acquisition, JPMorgan Chase Bank, and U.S. Bank were the top four HMDA lenders in the assessment area. Fifth Third ranked 27th of 128 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were U.S. Bank, American Express, Bank of America, and Citibank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Three community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an economic development organization, stated that small businesses are doing well and start-up businesses appear to be able to obtain funding and to expand their businesses. The contact stated the St. Louis banking market is very competitive, which can benefit small business borrowers. Overall, the contact believed the credit needs of the area are being met.

The second contact, representing an economic development organization, stated the economic profile of the city has been slowly improving since the financial crisis, with an uptick in commercial development. Employment opportunities in the central city have been increasing and there has also been steady improvement in the residential real estate market. The contact stated that local financial institutions continue to show interest in subsidizing affordable housing and mixed-use real estate projects in economically distressed areas. The contact believed there are opportunities for financial institutions to continue to support community development projects in distressed areas and to increase their presence in lower-income neighborhoods with higher percentages of unbanked residents.

The third contact, representing an organization that helps revitalize communities and neighborhoods, stated the local economy is slowly improving, but still lags behind the national economy. The unemployment rate is declining; however, certain segments of the population, especially young African Americans, remain disproportionately unemployed or underemployed. Although the housing market is somewhat affordable, the contact noted there is a significant need for quality, affordable housing in the area. As the majority of affordable housing is substandard, the contact indicated there is a need for home improvement lending. The contact also believed even in this highly competitive market, it is becoming increasingly difficult for lower-income individuals with less-than-desirable credit to obtain permanent financing.

Population Characteristics

According to 2010 U.S. Census data, the population in the assessment area was 1.7 million. About 28.2% of the population lived in low- and moderate-income tracts. In addition, 76.5% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the St. Louis MSA is the 20th largest in terms of population in the nation.[214] St. Louis County is the largest county in the assessment area and Missouri.[215] Florissant is the largest city in this county with 52,268 residents; its population decreased by 3.0% between 2000 and 2015.[216] St. Charles County is the third-largest county in Missouri. St. Charles is the largest city in the county with 68,796 residents; its population increased by 13.3% between 2000 and 2015. St. Louis City (considered to be a county unto itself) is the 60th largest city in the nation with 315,685 residents and its population decreased by 8.9% between 2000 and 2015. According to Moody's Analytics, the St. Louis MSA has struggled to retain population and continues to experience persistent out-migration. However, between 2012 and 2015, while the MSA experienced negative net migration, the rate of loss decreased each year.

[214] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk

[215] U.S. Places: http://us-places.com (main page – enter state, choose population by county)

[216] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[217] The population within the assessment area experienced positive growth between 2010 and 2015, with St. Charles County experiencing the greatest growth and St. Louis City experiencing the least growth in population during this time period.

County	2010 Population	2015 Population	Population Percent Change
St. Louis County	998,954	1,003,362	0.4%
St. Louis City	319,294	315,685	-1.1%
St. Charles County	360,485	385,590	7.0%
Total	**1,678,733**	**1,704,637**	**1.5%**

Income Characteristics

In 2010, the assessment area median family income was $70,408, which exceeded both the MSA median family income at $66,798 and Missouri's at $57,661. The MSA median family income substantially increased between 2010 and 2014. The median family income increased again in 2015 and declined to some extent in 2016.

Borrower Income Levels
St. Louis, MO-IL MSA

FFIEC Estimated Median Family Income		Low	Moderate	Middle	Upper
		0 - 49.99%	50% - 79.99%	80% - 119.99%	120% - & above
2014	**$71,000**	0 - $35,499	$35,500 - $56,799	$56,800 - $85,199	$85,200 - & above
2015	**$72,200**	0 - $36,099	$36,100 - $57,759	$57,760 - $86,639	$86,640 - & above
2016	**$70,000**	0 - $34,999	$35,000 - $55,999	$56,000 - $83,999	$84,000 - & above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[218] St. Charles County had the lowest poverty rates in 1999 and 2015, while St. Louis City had the highest poverty rate in 1999 and 2015. In 2015, only St. Louis City's poverty rate exceeded Missouri's poverty rate. In 2015, Missouri's poverty rate exceeded the national poverty rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[219] The following table shows the poverty rates for 1999[220] and 2015.

[217] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00
[218] U.S. Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[219] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[220] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
St. Louis County	6.9%	10.3%	49.3%
St. Louis City	24.6%	25.5%	3.7%
St. Charles County	4.0%	6.3%	57.5%
Missouri	**11.7%**	**14.8%**	**26.5%**
U.S.	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 751,122 housing units and 427,738 families in the assessment area. From an income perspective, 31.3% of housing units, 21.5% of owner-occupied units, and 26.3% of families are located in low- or moderate-income tracts. About 70.5% of the housing units in the low-income census tracts are either rental or vacant and only 29.5% are owner-occupied. In the moderate-income census tracts, half of the housing units are either rental or vacant (50.5%) and 49.5% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be more credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area in moderate-income tracts than in low-income tracts.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 45 years old, with 13.4% of the stock built before 1950. The oldest housing stock was in St. Louis City with a median age of 71 years. The oldest housing stock in St. Louis County was 43 years, while the median age of housing stock in St. Charles County was only 20 years. Within the assessment area, the median age of housing stock was 61 years in low-income tracts and 58 years in moderate-income tracts. Therefore, there appears to be opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas. In addition, a community contact stated there is a significant need for quality, affordable housing in the area. The majority of affordable housing is substandard and the contact believed there is a need for home improvement lending.

According to 2010 U.S. Census data, the median housing value in the assessment area was $175,312, with an affordability ratio of 30.91. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Median housing values decreased between 2010 and 2011-2015, and housing affordability became more affordable across the assessment area primarily due to median household incomes. During the evaluation period, the most affordable housing was in St. Charles County, with the least affordable in St. Louis City. According to Moody's Analytics, home prices are appreciating in line with those in the state, but lag the pace of growth nationally. Housing starts have more than doubled from their 2012 low, but are still 50% below their mid-2000s peak. Overall, median gross rents increased at a fairly substantial rate across the assessment area, with renters in St. Louis City and St. Charles County experiencing the largest increase in rental rates. The following table presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Missouri.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
St. Louis County	$179,300	32.00	$173,400	34.46	$789	$882	11.8%
St. Louis City	$122,200	27.54	$120,400	29.57	$658	$748	13.7%
St. Charles County	$197,300	35.65	$188,200	38.48	$819	$931	13.7%
Missouri	**$137,700**	**33.60**	**$138,400**	**34.81**	**$667**	**$746**	**11.8%**

According to Bankrate.com,[221] Missouri ranked 32nd for foreclosure filings in November 2016. The national average for foreclosure filings was one in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[222]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
St. Louis County	1:1,356
St. Louis City	1:1,651
St. Charles County	1:1,751
Missouri	**1:2,232**
U.S.	**1:1,533**

In November 2016, St. Louis County had the highest and St. Charles County had the lowest rate of foreclosure in the assessment. The foreclosure rate in Missouri is below the national rate.

Building permits for this MSA, Missouri, and the nation are included in the following table for 2014, 2015, and 2016.[223]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
St. Louis MSA	6,998	7,698	10.0%	7,943	3.2%
Missouri	**16,314**	**18,344**	**12.4%**	**19,004**	**3.6%**
U.S.	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

221 Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
222 Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
223 U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

The MSA experienced a greater increase in the number of housing permits issued between 2014 and 2015, with a smaller increase between 2015 and 2016. The increase in the number of permits could indicate there is a growing demand for home purchase loans in the MSA and in Missouri during the evaluation period.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the St. Louis area economy is in recovery and is growing at a modest pace. Aerospace accounts for around 15.0% of all local manufacturing jobs, compared with 4.0% nationally. While the area is favorable to businesses, office space costs are rising, making the Kansas City area is more attractive for new businesses. Persistent out-migration trends prevent the housing market from making a full recovery and reduce the labor force, making it more difficult for firms to find qualified workers.

According to *St. Louis Business Journal*,[224] the St. Louis metropolitan area is home to nine Fortune 500 headquarters. In the past year, the Centene Corporation jumped up 62 places on the list, while Peabody Energy fell 60 places.

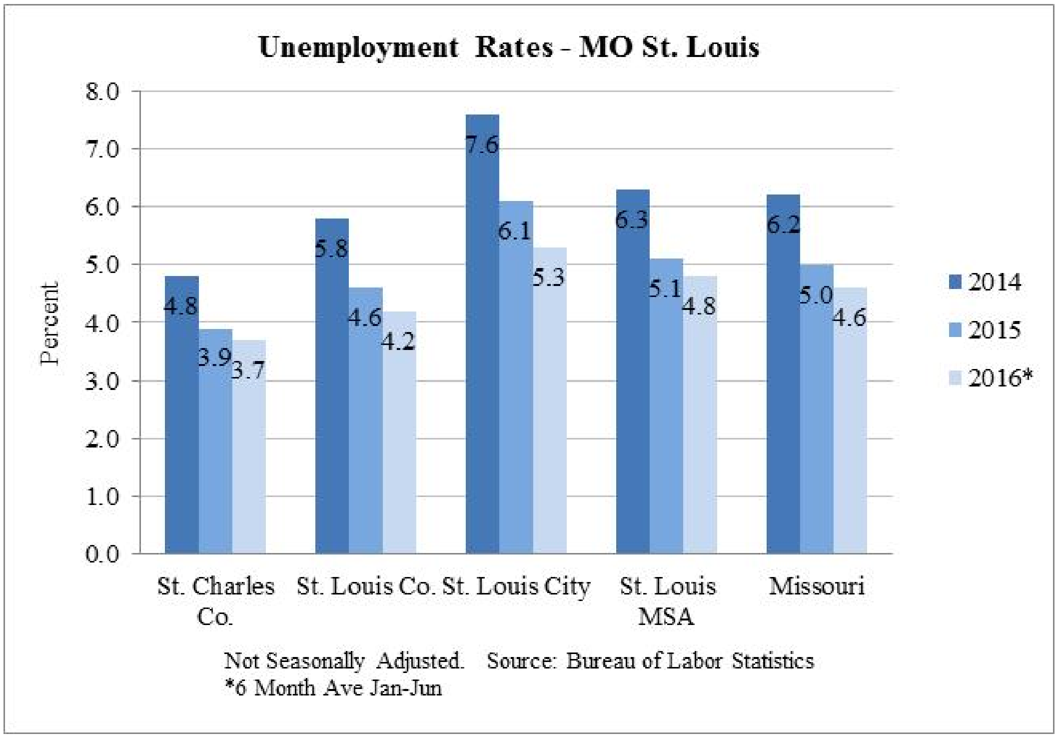
St. Louis Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
22	Express Scripts	$100.7 billion
124	Centene Corporation	$22.7 billion
128	Emerson Electric Co.	$22.3 billion
189	Monsanto Company	$15.0 billion
271	Reinsurance Group of America	$10.4 billion
382	Jones Financial	$6.6 billion
423	Graybar Electric Company	$6.1 billion
425	Ameren Corporation	$6.0 billion
458	Peabody Energy	$5.6 billion

According to Moody's Analytics, the top ten employers in the St. Louis MSA in 2015 were:

Company	Number of Employees
Local Government	118,054
BJC Healthcare	24,182
Wal-Mart Stores, Inc.	22,006
SSM Health Care System	15,949
Washington University in St. Louis	14,692
Boeing Defense, Space & Security	14,617
Mercy Health Care	13,715
Scott Air Force Base	13,000
Schnuck Markets, Inc.	10,897
AT&T	10,015

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the assessment area, MSA, and Missouri.

[224] St. Louis Business Journal: http://www.bizjournals.com/stlouis/blog/2016/06/9-st-louis-companies-make-fortune-500-list.html



The unemployment rates declined each year in the assessment area; however, St. Louis City's rates were higher than the MSA and state during this time period.

According to *St. Louis Business Journal*, Hazelwood-based GKN Aerospace plans to shut down its local Composites Department, which will leave 300 workers without jobs. GKN, which builds parts for Boeing, Lockheed Martin, and other aerospace manufacturers, is expected to move these jobs to Alabama. Speculation is that in order to save money, GKN has decided to ship jobs to plants in which workers are paid nearly half the wages of workers in St. Louis. GKN workers do not have a union and a means to demand fair wages and a safe work environment.[225]

[225] Feldt, Brian. "Hazelwood aerospace company to lay off 300." *St. Louis Business Journal*. October 26, 2016. - http://www.bizjournals.com/stlouis/news/2016/10/28/hazelwood-aerospace-company-to-layoff-300.html

Combined Demographics Report

Assessment Area: MO St Louis

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	56	14.6	35,424	8.3	11,901	33.6	85,867	20.1
Moderate-income	75	19.5	77,035	18	12,286	15.9	69,466	16.2
Middle-income	114	29.7	129,325	30.2	7,012	5.4	85,083	19.9
Upper-income	137	35.7	185,942	43.5	4,318	2.3	187,322	43.8
Unknown-income	2	0.5	12	0	0	0	0	0
Total Assessment Area	**384**	**100.0**	**427,738**	**100.0**	**35,517**	**8.3**	**427,738**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	80,564	23,768	5.1	29.5	38,197	47.4	18,599	23.1
Moderate-income	154,415	76,470	16.4	49.5	55,927	36.2	22,018	14.3
Middle-income	234,849	152,647	32.7	65	64,062	27.3	18,140	7.7
Upper-income	280,694	214,196	45.9	76.3	50,522	18	15,976	5.7
Unknown-income	600	7	0	1.2	393	65.5	200	33.3
Total Assessment Area	**751,122**	**467,088**	**100.0**	**62.2**	**209,101**	**27.8**	**74,933**	**10.0**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	5,290	6.4	4,584	6.2	669	8.2	37	13.1
Moderate-income	12,422	15	10,898	14.7	1,468	18	56	19.8
Middle-income	23,612	28.6	21,244	28.6	2,274	27.9	94	33.2
Upper-income	41,234	49.9	37,463	50.5	3,677	45.2	94	33.2
Unknown-income	112	0.1	57	0.1	53	0.7	2	0.7
Total Assessment Area	**82,670**	**100.0**	**74,246**	**100.0**	**8,141**	**100.0**	**283**	**100.0**
	Percentage of Total Businesses:			**89.8**		**9.8**		**.3**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	11	1.7	8	1.3	3	17.6	0	0
Moderate-income	52	8.1	50	8	2	11.8	0	0
Middle-income	191	29.7	189	30.1	2	11.8	0	0
Upper-income	389	60.4	379	60.4	10	58.8	0	0
Unknown-income	1	0.2	1	0.2	0	0	0	0
Total Assessment Area	**644**	**100.0**	**627**	**100.0**	**17**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.4**		**2.6**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE ST. LOUIS MO-IL MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "High Satisfactory." Fifth Third has demonstrated an adequate responsiveness to the credit needs of the community. In addition, Fifth Third originated ten community development loans totaling $74.5 million. Fifth Third has a good geographic distribution of loans and a moderate level of lending gaps. Fifth Third has a good distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third exhibits an adequate record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance and small business lending. There were an insufficient number of home improvement loans to analyze performance. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding aggregate lending, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an adequate responsiveness to the credit needs within the assessment area. Fifth Third originated 370 home purchase, 319 refinance, 12 home improvement, 298 small business, and ten community development loans during the evaluation period. The percentage of Fifth Third's total lending at 0.7% is less than the percentage of total deposits at 1.4% in this area.

Fifth Third made 85.9% of the HMDA and 85.6% of the CRA lending within its designated assessment area. No concentrations of lending where identified in any particular county. Therefore, a good amount of the loans was made within the defined assessment area.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Home purchase lending, which was the largest loan category, is adequate. Refinance lending is adequate and small business lending is excellent. There is also a moderate level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	56	39	30.4%
Moderate	75	36	52.0%
Middle	114	20	82.5%
Upper	137	13	90.5%
Unknown	2	2	0.0%
Total	**384**	**110**	**71.4%**

Overall, the lending gaps are considered reasonable; however, there are significant gaps in lending in low- and moderate-income income tracts. The gaps in low-income tracts can be attributed to an owner-occupancy rate of only 29.5% and a high percentage of rental and vacant units at 70.5%. To a lesser extent, lending gaps in moderate-income tracts can be attributed to an owner-occupancy rate of 49.5% and 50.5% of housing units being either rentals or vacancies. A community contact also mentioned a need for financial institutions to increase their presence in lower-income neighborhoods.

Home Purchase Loans

Fifth Third made four home purchase loans totaling $785,000 in low-income tracts. This represents 1.1% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 5.1%, and 0.7% by dollar amount, which is also below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 1.9% and was below the 2015 aggregate at 2.1%. As Fifth Third's performance was below proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in low-income tracts is adequate.

Fifth Third made 30 home purchase loans totaling $5.7 million in moderate-income tracts. This represents 8.1% of home purchase loans by volume, which is substantially below the percentage of owner-occupied units in these tracts at 16.4%, and 5.4% by dollar amount, which is also substantially below proxy. The percentage of loans by volume was below the 2014 aggregate at 10.6% and was comparable to the 2015 aggregate at 10.0%. As Fifth Third's performance was substantially below proxy and comparable to the aggregate of all lenders, the geographic distribution of home purchase loans in moderate-income tracts is adequate.

Fifth Third made 116 home purchase loans totaling $23.4 million in middle-income tracts. This represents 31.4% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 32.7%, and 22.1% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 32.9% and was comparable to the 2015 aggregate of 34.5%.

Fifth Third made 220 home purchase loans totaling $76.2 million in upper-income tracts. This represents 59.5% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 45.9%, and 71.9% by dollar amount, which substantially exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 54.6% and the 2015 aggregate of 53.3%.

Overall, the geographic distribution of home purchase loans is adequate.

Refinance Loans

Fifth Third made seven refinance loans totaling $800,000 in low-income tracts. This represents 2.2% of refinance loans by volume and 1.0% by dollar amount, which is below the percentage of owner-occupied units at 5.1%. The percentage of loans by volume was below the 2014 aggregate at 2.4% and exceeded the 2015 aggregate at 1.6%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, plus the relatively low owner-occupancy rate of 29.5% (which likely prevents opportunities for refinance lending), the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 24 refinance loans totaling $2.3 million in moderate-income tracts. This represents 7.5% of refinance loans by volume, which is below the owner-occupied units in these tracts at 16.4%. The percentage of loans by dollar amount at 2.8% is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 11.6% andwas below the 2015 aggregate at 8.8%. As Fifth Third's performance was below the aggregate of all lenders and proxy, the geographic distribution of refinance loans in moderate-income tracts is adequate.

Fifth Third made 66 refinance loans totaling $9.9 million in middle-income tracts. This represents 20.7% of refinance loans by volume, which is below the owner-occupied units in these tracts at 32.7%. The percentage of loans by dollar amount at 12.2% is also significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 32.2% and was below the 2015 aggregate at 30.1%.

Fifth Third made 222 refinance loans totaling $68.4 million in upper-income tracts. This represents 69.6% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 45.9%, and 84.0% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate at 53.8% and exceeded the 2015 aggregate at 59.5%.

Overall, the geographic distribution of refinance loans is adequate.

Small Business Loans

Fifth Third made 33 small business loans totaling $9.5 million in low-income tracts. This represents 11.1% of small business loans by volume, which exceeds the percentage of small businesses in these tracts at 6.2%, and 19.9% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 5.3% and substantially exceeded the 2015 aggregate of 5.5%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 45 small business loans totaling $5.9 million in moderate-income tracts. This represents 15.1% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 14.7%. This also represents 12.4% of small business loans by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 13.9% and was comparable to the 2015 aggregate of 14.4%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 90 small business loans totaling $12.9 million in middle-income tracts. This represents 30.2% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 28.6%, and 27.0% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 27.8% and the 2015 aggregate of 27.7%.

Fifth Third made 130 small business loans totaling $19.5 million in upper-income tracts. This represents 43.6% of small business loans by volume, which below the percentage of businesses in these tracts at 50.5%, and 40.7% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 52.2% and exceeded the 2015 aggregate of 51.7%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is good based on borrower income and for businesses of different revenue sizes. Borrower distribution is adequate for home purchase lending and good for refinance lending.

Home Purchase Loans

Fifth Third made 17 loans totaling $1.4 million to low-income borrowers. This represents 4.6% of home purchase loans by volume, which is significantly below the percentage of low-income families at 20.1%, and 1.3% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 8.7% and was below the 2015 aggregate of 8.8%. As Fifth Third's performance was significantly below proxy and below the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is poor.

Fifth Third made 81 loans totaling $13.6 million to moderate-income borrowers. This represents 21.9% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 16.2%, and 12.8% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 18.0% and substantially exceeded the 2015 aggregate of 16.9%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 46 loans totaling $7.8 million to middle-income borrowers. This represents 12.4% of home purchase loans by volume, which is below the percentage of middle-income families at 19.9%, and 7.4% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 18.0% and was below the 2015 aggregate of 17.7%.

Fifth Third made 209 loans totaling $79.9 million to upper-income borrowers. This represents 56.5% of home purchase loans by volume, which exceeds the percentage of upper-income families at 43.8%, and 75.4% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 32.1% and the 2015 aggregate of 31.5%.

Overall, the borrower distribution of home purchase loans is adequate.

Refinance Loans

Fifth Third made 19 loans totaling $1.8 million to low-income borrowers. This represents 6.0% of refinance loans by volume, which is significantly below the percentage of low-income families at 20.1%. The percentage of loans by dollar amount at 2.2% is also significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.0% and was below the 2015 aggregate of 5.2%. Given that Fifth Third's performance was significantly below proxy, but exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is adequate.

Fifth Third made 36 loans totaling $4.3 million to moderate-income borrowers. This represents 11.3% of refinance loans by volume, which is below the percentage of moderate-income families at 16.2%, and 5.3% by dollar volume, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 13.4% and exceeded the 2015 aggregate of 11.6%. As Fifth Third's performance was below proxy, but exceeded the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is good.

Fifth Third made 65 loans totaling $10.0 million to middle-income borrowers. This represents 20.4% of refinance loans by volume, which exceeds the percentage of middle-income families at 19.9%, and 12.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.2% and the 2015 aggregate of 16.4%.

Fifth Third made 175 loans totaling $61.0 million to upper-income borrowers. This represents 54.9% of refinance loans by volume, which exceeds the percentage of upper-income families at 43.8%, while the percentage of loans by dollar amount at 74.9% significantly exceeds proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 35.8% and the 2015 aggregate of 36.1%.

Overall, the borrower distribution of refinance loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 38.9% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 43.2% and was below the 2015 aggregate of 45.4% and was significantly below the percentage of small businesses in the assessment area at 89.8%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (64.1%) in amounts of $100,000 or less, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact indicated there is a tremendous amount of competition for commercial loans in the area.

Community Development Loans

Fifth Third originated 10 community development loans totaling $74.5 million during the evaluation period as shown in the table below:

Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$
3	16,650,000	3	56,800,000	4	1,050,000

Community development lending in the assessment area represents 1.2% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 20th highest percentage of community development lending during the evaluation period. Fifth Third's performance is relatively high in community development lending.

Examples of community development lending include, but are not limited to:

- Working capital loan to a not-for-profit that provides low- and moderate-income women with resources and support to create and sell hand-crafted items. The women receive 70-100% of the selling price, which allows the women to achieve financial independence and gain entrepreneurial job skills.
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Low Satisfactory."

Fifth Third made an adequate level of qualified community development investments and grants. Fifth Third made 100 qualified investments totaling $12.0 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	$	#	$	#	$
46	11,791,159	7	39,095	47	182,616

Overall, Fifth Third made 0.7% of its total community development investments in this assessment area, which is less than the percentage of total deposits at 1.4% and less than the percentage of branch offices at 1.3%.

Fifth Third exhibited an adequate responsiveness to credit and community development needs in the assessment area. A community contact indicated there is a significant need for quality, affordable housing in the area. Fifth Third made 54 donations totaling $221,711 that supported local schools, small businesses, social and charitable organizations. The majority of Fifth Third's donations (82.4%) supported services to low- and moderate-income individuals. Additionally, $30,000 (13.5%) of the donations supported the Justine Petersen organization, which helps low- and moderate-income individuals and families buy homes and build financial assets for the long term.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "Low Satisfactory." Retail services were reasonably accessible and Fifth Third provides an adequate level of community development services in this assessment area.

Retail Services

Although Fifth Third exited the St. Louis market as of January 29, 2016, the branches that were open during the evaluation period were evaluated. As a result, the following branching information is as of June 30, 2015 and Fifth Third's record of opening and closing banking centers during the evaluation period was not weighed.

Fifth Third maintained 17 banking centers within this assessment area, including two in low-, two in moderate-, two in middle-, and 11 in upper-income census tracts. Fifth Third banking centers in this assessment area represented 1.3% of all its banking centers.

Fifth Third had 33 ATMs within this assessment area, including seven in low-, six in moderate-, five in middle-, and 15 in upper-income census tracts.

The following table illustrates the percentage of banking centers in low-, moderate-, middle-, and upper-income census tracts in comparison to the percentage of tracts and the percentage of households and total businesses in those tracts.

Tract Category	Total Branches		Demographics			
			Census Tracts		Households	Total Businesses
	#	%	#	%	%	%
Low	2	11.8%	56	14.6%	9.2%	6.4%
Moderate	2	11.8%	75	19.5%	19.6%	15.0%
Middle	2	11.8%	114	29.7%	32.0%	28.5%
Upper	11	64.7%	137	35.7%	39.1%	49.9%
Unknown	0	0.0%	0	0.5%	0.1%	0.1%
Total	17	100.0%	382	100.0%	100.0%	100.0%

Branch distribution within low-income tracts was considered excellent, as the distribution of branches exceeded the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered adequate.

Community Development Services

Fifth Third provided an adequate level of community development services in this assessment area. During the evaluation period, Fifth Third employees provided 738 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 0.6% of all community development services provided and equates to 0.35 annualized persons (ANP).

Affordable Housing	Community Services
# of Hours	***# of Hours***
50	688

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community development. Community development services include 462 hours of providing financial literacy through local nonprofits and school programs, 126 hours serving on boards and committees, 120 hours providing technical assistance to non-profits, and 30 hours participating in foreclosure prevention outreach.

STATE OF NORTH CAROLINA

CRA RATING for State of North Carolina: Outstanding
The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: Outstanding

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- Extensive use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Charlotte-Gastonia-Concord MSA in North Carolina. Limited-scope reviews were performed on the remaining four assessment areas: the Asheville MSA, Hickory-Lenoir-Morganton MSA, non-metropolitan Western North Carolina, and Raleigh-Cary MSA. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

The Charlotte-Gastonia-Concord assessment areas received greater weight in determining the CRA rating for the state. This area had the largest lending volume and number of banking centers and ranked first in this state's share of deposits during the evaluation period. Lastly, this area represented 69.0% of the banking centers, 73.9% of deposits, and 75.1% of lending in North Carolina.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF NORTH CAROLINA

Lending activity accounted for 4.4% of the Fifth Third's total lending activity, while deposits accounted for 3.0% of the Fifth Third's total deposits. HMDA-reportable lending in North Carolina represented 4.1% of the Fifth Third's total HMDA lending, while CRA-reportable lending represented 5.0% of the Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked tenth among 93 insured institutions and has a deposit market share of 0.9% and 58 banking center locations within North Carolina.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF NORTH CAROLINA

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in North Carolina is rated "High Satisfactory." Fifth Third's lending reflects a good responsiveness to the credit needs in the Charlotte-Gastonia-Concord and non-metropolitan Western North Carolina assessment areas. Lending reflects an adequate responsiveness in the remaining three assessment areas: Asheville, Hickory-Lenoir-Morganton, and Raleigh-Cary.

Lending Activity

In North Carolina, Fifth Third originated 4,317 HMDA loans totaling $756.8 million and 1,970 small business loans totaling $188.6 million during the evaluation period.

Lending activity in North Carolina is good. The Charlotte-Gastonia-Concord and non-metropolitan Western North Carolina assessment areas have good lending activity. Lending activity is adequate in the remaining three assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is good in the assessment areas located in North Carolina. The geographic distribution is good in the Charlotte-Gastonia-Concord assessment area and adequate in the remaining four assessment areas.

A low level of lending gaps was identified in North Carolina. There was a low level of lending gaps in the Charlotte-Gastonia-Concord and non-metropolitan Western North Carolina assessment areas and a moderate level of lending gaps in the remaining three assessment areas.

Overall, the distribution of loans is excellent among borrowers of different income levels and to businesses of different revenue sizes in the assessment areas located in North Carolina. The borrower distribution is excellent in the Charlotte-Gastonia-Concord assessment area and good in non-metropolitan Western North Carolina.

Borrower distribution is adequate in the remaining three assessment areas. The distribution to businesses of different revenue sizes is excellent in the Charlotte-Gastonia-Concord assessment area and non-metropolitan Western North Carolina and adequate in remaining three assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In North Carolina, Fifth Third originated 49 community development loans totaling $327.7 million, which represents 5.5% of the Fifth Third's community development lending by dollar volume. This is a relatively high level of community development lending in North Carolina. Fifth Third made a relatively high level of community development loans in the Charlotte-Gastonia-Concord, Asheville, Hickory-Lenoir-Morganton, and Raleigh-Cary assessment areas and an adequate level of community development loans in non-metropolitan Western North Carolina.

Flexible Lending

Fifth Third consistently made extensive use of flexible lending practices within assessment areas located in North Carolina.

<u>Investment Test</u>

Fifth Third's performance under the investment test within the assessment areas located in North Carolina is rated "Outstanding." Fifth Third funded $66.2 million in qualified community development investments in North Carolina during the evaluation period, consisting of $48.2 million obtained from new investments made during the current review period and $18.0 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in the Charlotte-Gastonia-Concord assessment area and good in the remaining four assessment areas.

Fifth Third was considered responsive to the credit and community development needs in the state; therefore, investments without a purpose, mandate, or function of serving Fifth Third's assessment areas in North Carolina were considered to positively impact state performance. Fifth Third made $1.1 million in qualified investments, typically in the form of LIHTCs that benefited counties within the state, but were outside Fifth Third's delineated assessment areas within North Carolina.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in North Carolina is rated "Outstanding." The Fifth Third's performance is excellent in the Charlotte-Gastonia-Concord assessment area, adequate in Raleigh-Cary assessment area, and good in the remaining three assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in Fifth Third's assessment areas. Retail service distribution is good in the Charlotte-Gastonia-Concord, non-metropolitan Western North Carolina, and Raleigh-Cary assessment areas and adequate in the remaining two assessment areas.

Fifth Third has 58 banking centers in North Carolina, which represents 4.5% of Fifth Third's total branches. Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. One branch closed in a moderate-income tract during the evaluation period in the Charlotte-Gastonia-Concord assessment area.

Banking services and business hours do not vary in a way that inconveniences any portions of the Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third is a leader in providing community development services in North Carolina. Fifth Third's performance is excellent in the Charlotte-Gastonia-Concord, Asheville, and Hickory-Lenoir-Morganton assessment areas The level of community development services is good in the non-metropolitan Western North Carolina and poor in the Raleigh-Cary assessment areas.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN CHARLOTTE-GASTONIA-CONCORD NC-SC MSA #16740

The Charlotte-Concord-Gastonia NC-SC MSA consists of Cabarrus, Gaston, Iredell, Lincoln, Mecklenburg, Rowan, and Union counties in North Carolina. Fifth Third's assessment area excludes Chester, Lancaster, and York counties in South Carolina. Since there are no branches in the South Carolina portion of the multi-state MSA and Fifth Third only takes the counties in North Carolina that are part of this multi-state MSA, the Charlotte NC-SC MSA is evaluated under North Carolina and not as a separate multi-state MSA. The assessment area is comprised of 42 low-, 109 moderate-, 165 middle-, and 148 upper-income tracts. There are also four tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked fourth out of 36 institutions with 1.2% of the deposit market share. Bank of America had the majority of the market share 75.5% of deposits. The next two largest institutions, Wells Fargo Bank and BB&T, had 15.1% and 2.8% of the market share, respectively. Deposits in this assessment area accounted for 2.2% of Fifth Third's total deposits. This was 73.9% of deposits within the state and the 12th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 3,201 HMDA loans and 1,520 CRA loans, which represented 3.1% and 3.9% of the total loans originated during the evaluation period, respectively. This was the ninth-largest HMDA market and seventh largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 12th among 649 HMDA reporters in the assessment area and Fifth Third ranked 65th. Wells Fargo Bank, Movement Mortgage, Quicken Loans, and Bank of America were the top four HMDA lenders in the assessment area. Fifth Third ranked 16th of 135 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, Wells Fargo Bank, Bank of America, and BB&T. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Two community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a nonprofit housing development corporation, stated the organization is currently participating in a mixed-use development project that will help to revitalize the central city corridor. The mixed-use facility will include market-rate apartments, condominiums, single-family homes and townhomes, and commercial properties. This project offers local financial institutions opportunities to fund community development and small business projects. The contact mentioned strong relationships with most of the local financial institutions, including Bank of America, Fifth Third, Wells Fargo, BB&T, and PNC.

The second contact, representing a small business development center, believed that even in the growing economy, small business owners can still experience difficulties obtaining financing from local banks due to strict underwriting criteria. Therefore, there are opportunities for financial institutions to provide small-dollar loans and financial education for small business owners.

Population Characteristics

According to the 2010 U.S. Census data, the population in the assessment area was 1.9 million. About 29.0% of the population lived in low- and moderate-income tracts. In addition, 74.3% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Charlotte MSA is the 22nd largest in terms of population in the nation.[226] Mecklenburg County is the largest county in the assessment area and in North Carolina.[227] Charlotte is the largest city in Mecklenburg County and North Carolina and the 17th largest city in the nation with 827,097 residents; its population increased by 45.1% between 2000 and 2015. Concord is the largest city in Cabarrus County with 87,696 residents; its population increased by 54.8% between 2000 and 2015. Gastonia is the largest city in Gaston County with 74,543 residents; its population increased by 10.2% between 2000 and 2015.[228]

According to Carolina Population Center University of North Carolina,[229] North Carolina's population is projected to increase by nearly 11.0% and gain more than 1 million new residents and reach a population of nearly 10.6 million by 2020. Virtually all of North Carolina's growth is projected to occur in counties within metropolitan areas; 33.0% of the state's growth is projected to occur in the greater Charlotte region. Growth rates of more than 20.0% are projected by 2020 in Mecklenburg, Union, and Cabarrus counties.

The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase.[230] The population within the assessment area experienced positive growth between 2010 and 2015, with Mecklenburg County experiencing the greatest growth and Rowan County experiencing the least growth in population during this time period.

[226] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[227] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[228] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[229] UNC Carolina Population Center: http://demography.cpc.unc.edu/2015/12/08/population-growth-in-the-carolinas-projected-vs-observed-trends/
[230] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Cabarrus	178,011	196,762	10.5%
Gaston	206,086	213,442	3.6%
Iredell	159,437	169,866	6.5%
Lincoln	78,265	81,035	3.5%
Mecklenburg	919,628	1,034,070	12.4%
Rowan	138,428	139,142	0.5%
Union	201,292	222,742	10.7%
Total	**1,881,147**	**2,057,059**	**9.4%**

Income Characteristics

In 2010, the assessment area median family income was $62,777, which exceeded both the MSA median family income at $61,974 and North Carolina's at $56,153. The MSA's median family income substantially increased between 2010 and 2014. The median family income increased again in 2015 and declined to some extent in 2016.

Borrower Income Levels
Charlotte-Concord-Gastonia, NC-SC MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$65,500**	0	-	$32,749	$32,750	-	$52,399	$52,400	-	$78,599	$78,600	-	& above
2015	**$66,000**	0	-	$32,999	$33,000	-	$52,799	$52,800	-	$79,199	$79,200	-	& above
2016	**$64,100**	0	-	$32,049	$32,050	-	$51,279	$51,280	-	$76,919	$76,920	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[231] Cabarrus County had the lowest poverty rate in 1999 and Union County had the lowest poverty rate in 2015. Gaston and Rowan counties had highest poverty rates in 1999 and 2015. In 2015, Gaston and Rowan counties' poverty rates were higher than North Carolina's poverty rate and in 2015, North Carolina's poverty rate exceeded that of the nation. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[232] The following table shows the poverty rates for 1999[233] and 2015.

[231] United States Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[232] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[233] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
Cabarrus	7.1%	10.8%	52.1%
Gaston	10.9%	17.3%	58.7%
Iredell	8.2%	14.2%	73.2%
Lincoln	9.2%	13.4%	45.7%
Mecklenburg	9.2%	14.3%	55.4%
Rowan	10.6%	17.3%	63.2%
Union	8.1%	9.7%	19.8%
North Carolina	**12.3%**	**16.4%**	**33.3%**
United States	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 697,360 housing units and 470,872 families in the assessment area. From an income perspective, 30.6% of housing units, 21.8% of owner-occupied units, and 27.6% of families are located in low- or moderate-income tracts. About 71.6% of the housing units in the low-income census tracts are either rental or vacant and 28.3% are owner-occupied. In the moderate-income census tracts, over half of the housing units are either rental or vacant (51.2%) and 48.8% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in the assessment area.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was only 24 years old, with 9.0% of the stock built before 1950. The oldest housing stock was in Gaston County with a median age of 33 years. Within the assessment area, the median age of housing stock was 42 years in low-income tracts and 34 years in moderate-income tracts. Therefore, there appears to be opportunity for Fifth Third to provide home improvement and rehabilitation loans in these lower-income areas.

According to the 2010 U.S. Census data, the median housing value in the assessment area was $166,768, with an affordability ratio of 31.47. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. Overall, median housing values increased between 2010 and 2011-2015 and housing affordability became slightly less affordable across the assessment area, primarily due increased demand. During this review period, the most affordable housing was in Gaston County, with the least affordable in Mecklenburg County. According to Moody's Analytics, rising wages and a growing population support strong home price appreciation. Home prices in the metropolitan area are climbing faster than in the rest of the state and nation and year-over-year growth is the strongest since 2012.

Developers are also quickly adding supply, which will alleviate upward pressure on prices in 2017 and beyond. Median gross rents increased at a fairly substantial rate across the assessment area, with renters in Cabarrus County and Mecklenburg County experiencing the largest increase in rental rates. In 2010, about 43.8% of renters across the assessment area had rent costs greater than 30.0% of income. Increasing rental rates may make it harder for potential homebuyers to save enough for a down payment for a home. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and North Carolina.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Cabarrus	$164,100	32.86	$167,100	32.75	$727	$823	13.2%
Gaston	$120,800	35.81	$125,100	33.92	$678	$731	7.8%
Iredell	$164,300	29.80	$166,300	31.45	$712	$796	11.8%
Lincoln	$146,700	32.34	$153,200	32.12	$631	$671	6.3%
Mecklenburg	$185,100	29.87	$184,800	30.77	$829	$938	13.1%
Rowan	$125,100	34.85	$128,300	33.57	$666	$722	8.4%
Union	$194,900	32.52	$197,400	33.39	$787	$868	10.3%
North Carolina	**$149,100**	**30.56**	**$154,900**	**30.26**	**$718**	**$797**	**11.0%**

According to Bankrate.com,[234] North Carolina ranked 31st for foreclosure filings in November 2016. The national average for foreclosure filings was 1 in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[235]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Cabarrus	1:2,368
Gaston	1:1,032
Iredell	1:1,848
Lincoln	1:8,112
Mecklenburg	1:1,270
Rowan	1:1,022
Union	1:3,321
North Carolina	**1:2,179**
United States	**1:1,533**

[234] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[235] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

In November 2016, Rowan County had the highest and Lincoln County had the lowest rate of foreclosure in the assessment area. Rowan and Gaston were two of the top five counties with highest foreclosure rates in the state in November 2016. The rate of foreclosure in North Carolina was below the national rate.

Building permits for this MSA, North Carolina, and the nation are included in the following table for 2014, 2015, and 2016.[236]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Charlotte-Concord-Gastonia MSA	18,537	19,543	5.4%	20,574	5.3%
North Carolina	**49,913**	**54,754**	**9.7%**	**60,550**	**10.6%**
United States	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced a consistent increase in the number of housing permits issued between 2014 and 2015 and 2015 and 2016. The increase in the number of permits indicates there is a growing demand for home purchase loans in the MSA and in North Carolina during the evaluation period. According to Moody's Analytics, residential housing permits jumped the most on record in the 3Q16 and are now back to where they were in the mid-2000s. Construction will add workers at an above-average rate through the end of the decade.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Charlotte metropolitan area economy is growing at a rapid pace. The area is experiencing rapid growth in high-wage areas such as financial activities, logistics, healthcare, and other professional services. The area is favorable to businesses, with low business costs and a highly skilled workforce that draws firms to the area. Competitive living costs support strong in-migration trends. Average hourly earnings in the Charlotte metropolitan area have surged and exceed those nationally by the most since 2012. Accelerating wage growth and an expanding pool of wage earners will drive healthy gains in consumer consumption and job additions in retail and leisure/hospitality will continue to be above average in 2017.

According to the *Charlotte Business Journal*,[237] the Charlotte metropolitan area is home to seven Fortune 500 headquarters. In the past year, Sonic Automotive moved up 18 places on the list, while Nucor Corporation fell 31 places from the previous year.

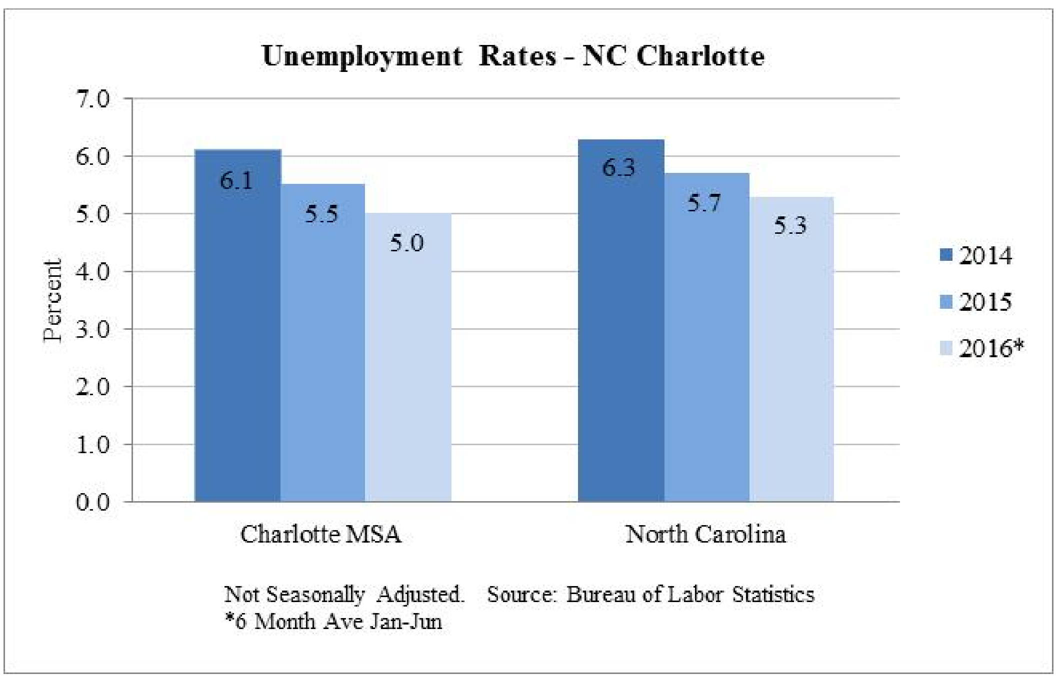
[236] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/
[237] Charlotte Business Journal: http://www.bizjournals.com/charlotte/news/2016/06/07/the-carolinas-lose-two-fortune-500-companies-this.html

Charlotte Metropolitan area Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
26	Bank of America	$93.1 billion
47	Lowe's Companies	$59.1 billion
115	Duke Energy Corporation	$24.0 billion
170	Nucor Corporation	$16.4 billion
297	Sonic Automotive	$9.6 billion
375	Sealed Air Corporation	$7.0 billion
489	Domtar Corporation	$5.3 billion

According to Moody's Analytics, the top ten employers in the Charlotte MSA in 2015 were:

Company	Number of Employees
Carolinas HealthCare System	35,000
Wells Fargo	22,100
Wal-Mart Stores, Inc.	16,100
Bank of America	15,000
Lowe's Companies	12,960
Novant Health, Inc.	11,000
Presbyterian Regional Healthcare	10,676
American Airlines	9,900
Ruddick/Harris Teeter Inc.	8,239
The Timken Co.	8,000

The following table illustrates the average unemployment rates for 2014, 2015, and 2016 for the MSA and North Carolina.



The unemployment rates declined each year in MSA and were lower than North Carolina's each year. No major layoffs were noted in this assessment area during the evaluation period.

Combined Demographics Report

Assessment Area: NC Charlotte

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	42	9	28,967	6.2	8,913	30.8	98,667	21
Moderate-income	109	23.3	100,931	21.4	16,534	16.4	81,387	17.3
Middle-income	165	35.3	179,339	38.1	14,466	8.1	95,885	20.4
Upper-income	148	31.6	161,635	34.3	5,162	3.2	194,933	41.4
Unknown-income	4	0.9	0	0	0	0	0	0
Total Assessment Area	**468**	**100.0**	**470,872**	**100.0**	**45,075**	**9.6**	**470,872**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	56,840	16,090	3.4	28.3	32,082	56.4	8,668	15.2
Moderate-income	179,702	87,692	18.4	48.8	69,291	38.6	22,719	12.6
Middle-income	282,373	190,373	39.9	67.4	67,945	24.1	24,055	8.5
Upper-income	253,168	182,888	38.3	72.2	50,672	20	19,608	7.7
Unknown-income	327	49	0	15	278	85	0	0
Total Assessment Area	**772,410**	**477,092**	**100.0**	**61.8**	**220,268**	**28.5**	**75,050**	**9.7**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	7,286	7.4	6,283	6.9	982	13.5	21	6.3
Moderate-income	17,342	17.6	15,838	17.5	1,413	19.5	91	27.5
Middle-income	32,874	33.4	30,420	33.5	2,308	31.8	146	44.1
Upper-income	39,995	40.7	37,576	41.4	2,353	32.5	66	19.9
Unknown-income	792	0.8	592	0.7	193	2.7	7	2.1
Total Assessment Area	**98,289**	**100.0**	**90,709**	**100.0**	**7,249**	**100.0**	**331**	**100.0**
	Percentage of Total Businesses:			**92.3**		**7.4**		**.3**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	19	1.6	17	1.4	2	11.1	0	0
Moderate-income	221	18.2	219	18.3	2	11.1	0	0
Middle-income	701	57.8	690	57.7	11	61.1	0	0
Upper-income	269	22.2	266	22.3	3	16.7	0	0
Unknown-income	3	0.2	3	0.3	0	0	0	0
Total Assessment Area	**1,213**	**100.0**	**1,195**	**100.0**	**18**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.5**		**1.5**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE CHARLOTTE-GASTONIA-CONCORD NC-SC MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated good. Fifth Third has demonstrated a good responsiveness to the credit needs of the community. In addition, Fifth Third originated 33 community development loans totaling $170.5 million. Fifth Third has a good geographic distribution of loans and a low level of lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The good level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of refinance lending based on the overall volume of lending, followed by small business, home purchase, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects a good responsiveness to the credit needs within the assessment area. Fifth Third originated 1,536 refinance, 1,494 home purchase, 171 home improvement, 1,520 small business, and 33 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 3.3% is greater than the percentage of total deposits at 2.2% in this area.

Fifth Third made 93.2% of the HMDA lending and 98.3% of the CRA lending within its designated assessment area. While a concentration of lending was noted in York County, South Carolina with 164 HMDA loans, the majority of loans were made within North Carolina. Fifth Third does not have a physical presence in South Carolina.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	4	2.9%	31	22.8%	52	38.2%	49	36.0%
Percentage of Owner Occupied Units		***3.4%***		***18.4%***		***39.9%***		***38.3%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	40	29.4%	32	23.5%	31	22.8%	32	23.5%
Percentage of Families by Family Income		***21.0%***		***17.3%***		***20.4%***		***41.4%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications for a meaningful analysis. The percentage of other modifications in low-income tracts was slightly below the percentage of owner occupied units in these geographies and the percentage of other modifications in moderate-income tracts exceeded proxy. Therefore, modifications helped to expand lending activities in these areas. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Refinance lending, which was the largest loan category, is good. Home improvement lending is also good, and home purchase lending is excellent. Small business lending is good. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	42	5	88.1%
Moderate	109	4	96.3%
Middle	165	2	98.8%
Upper	148	2	98.7%
Unknown	4	1	75.0%
Total	**468**	**14**	**97.0%**

Lending gaps are considered minimal due to the low number of lending gaps in moderate-, middle-, and upper-income tracts. The gaps in low-income tracts can be attributed to the low level of owner-occupied units (28.3%) and small businesses (7.4%) located in these census tracts.

Refinance Loans

Fifth Third made 45 refinance loans totaling $5.5 million in low-income tracts. This represents 2.9% of refinance loans by volume and 2.2% by dollar amount, which is below the percentage of owner-occupied units at 3.4%. The percentage of loans by volume was below the 2014 aggregate at 2.6% and exceeded the 2015 aggregate at 1.8%. As Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the geographic distribution of refinance loans in low-income tracts is good.

Fifth Third made 256 refinance loans totaling $27.5 million in moderate-income tracts. This represents 16.7% of refinance loans by volume, which is below the owner-occupied units in these tracts at 18.4%. The percentage of loans by dollar amount at 11.0% is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 13.5% and exceeded the 2015 aggregate at 11.6%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 570 refinance loans totaling $71.8 million in middle-income tracts. This represents 37.1% of refinance loans by volume, which is below the owner-occupied units in these tracts at 39.9%, and 28.7% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 37.5% and the 2015 aggregate at 33.8%.

Fifth Third made 663 refinance loans totaling $144.6 million in upper-income tracts. This represents 43.2% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 38.3%, and 57.9% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate at 46.3% and was below the 2015 aggregate at 52.8%.

Overall, the geographic distribution of refinance loans is good.

Home Purchase Loans

Fifth Third made 69 home purchase loans totaling $9.2 million in low-income tracts. This represents 4.6% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 3.4%, and 3.3% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate at 2.1% and significantly exceeded the 2015 aggregate at 2.8%. As Fifth Third's performance significantly exceeded the aggregate of all lenders and exceeded proxy, the geographic distribution in low-income tracts is excellent.

Fifth Third made 267 home purchase loans totaling $31.0 million in moderate-income tracts. This represents 17.9% of home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 18.4%, and 11.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 12.8% and exceeded the 2015 aggregate at 13.4%. As Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 547 home purchase loans totaling $78.5 million in middle-income tracts. This represents 36.6% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 39.9%, and 28.4% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 34.4% and was comparable to the 2015 aggregate of 35.2%.

Fifth Third made 610 home purchase loans totaling $156.9 million in upper-income tracts. This represents 40.8% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 38.3%, and 56.9% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 50.5% and the 2015 aggregate of 48.6%.

Overall, the geographic distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made four home improvement loans totaling $203,000 in low-income tracts. This represents 2.3% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 3.4%, and 1.4% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 3.6% and was comparable to the 2015 aggregate of 2.4%. Given the high median age of housing in low-income areas at 42 years, which may indicate the need for home improvement lending and Fifth Third's lending performance in these tracts, the geographic distribution of home improvement loans in low-income tracts is good.

Fifth Third made 31 home improvement loans totaling $2.0 million in moderate-income tracts. This represents 18.1% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 18.4%, and 14.5% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 17.2% and exceeded the 2015 aggregate of 16.5%. As Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is good.

Fifth Third made 79 home improvement loans totaling $5.5 million in middle-income tracts. This represents 46.2% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 39.9%, and 38.7% by dollar amount and is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 36.7% and exceeded the 2015 aggregate of 35.9%.

Fifth Third made 57 home improvement loans totaling $6.4 million in upper-income tracts. This represents 33.3% of home improvements loans by volume, which is below the percentage of owner-occupied units in these tracts at 38.3%, and 45.4% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 42.5% and was below the 2015 aggregate of 45.2%.

Overall, the geographic distribution of home improvement loans is good.

Small Business Loans

Fifth Third made 100 small business loans totaling $15.6 million in low-income tracts. This represents 6.6% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 6.9%, and 10.8% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 8.2% and was below the 2015 aggregate of 8.4%. Give that Fifth Third's performance was comparable to proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 238 small business loans totaling $27.5 million in moderate-income tracts. This represents 15.7% of small business loans by volume, which is below the percentage of businesses in these tracts at 17.5%. Small business loans by dollar amount at 19.1% exceed proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 14.6% and exceeded the 2015 aggregate of 14.8%. Given that Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 530 small business loans totaling $46.3 million in middle-income tracts. This represents 34.9% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 33.5%, and 32.2% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 31.6% and exceeded the 2015 aggregate of 31.7%.

Fifth Third made 637 small business loans totaling $50.8 million in upper-income tracts. This represents 41.9% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 41.4%, and 35.2% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 42.7% and was comparable to the 2015 aggregate of 42.6%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

Overall, the distribution of loans is excellent based on borrower income and for businesses of different revenue sizes. Borrower distribution is excellent for refinance, home purchase, and home improvement loans.

Refinance Loans

Fifth Third made 189 loans totaling $17.1 million to low-income borrowers. This represents 12.3% of refinance loans by volume, which is below the percentage of low-income families at 21.0%. Also, the percentage of loans by dollar amount in these geographies at 6.8% is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 6.7% and the 2015 aggregate of 5.0%. Given Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 303 loans totaling $31.2 million to moderate-income borrowers. This represents 19.7% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.3%, and 12.5% by dollar volume, which is below proxy. The percentage of loans by volume substantially exceeded the 2014 aggregate of 13.9% and 5 substantially exceeded the 2015 aggregate of 11.9%. As Fifth Third's performance exceeded proxy and substantially exceeded the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 314 loans totaling $39.0 million to middle-income borrowers. This represents 20.4% of refinance loans by volume, which is comparable to the percentage of middle-income families at 20.4%, and 15.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.0% and exceeded the 2015 aggregate of 16.5%.

Fifth Third made 581 loans totaling $131.8 million to upper-income borrowers. This represents 37.8% of refinance loans by volume, which is below the percentage of upper-income families at 41.4%, and 52.8% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 37.7% and was below the 2015 aggregate of 41.0%.

Overall, the borrower distribution of refinance loans is excellent.

Home Purchase Loans

Fifth Third made 307 loans totaling $28.6 million to low-income borrowers. This represents 20.5% of home purchase loans by volume, which is comparable to the percentage of low-income families at 21.0%, and 10.4% by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 6.3% and significantly exceeded the 2015 aggregate of 6.1%. As Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 348 loans totaling $42.9 million to moderate-income borrowers. This represents 23.3% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.3%, and 15.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.6% and the 2015 aggregate of 18.5%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 223 loans totaling $35.8 million to middle-income borrowers. This represents 14.9% of home purchase loans by volume, which is below the percentage of middle-income families at 20.4%, and 13.0% by dollar amount, which is also below proxy. The percentage of loans by volume was below the 2014 aggregate of 17.7% and the 2015 aggregate of 18.8%.

Fifth Third made 494 loans totaling $132.3 million to upper-income borrowers. This represents 33.1% of home purchase loans by volume, which is below the percentage of upper-income families at 41.4%, and 49.8% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 38.5% and was below the 2015 aggregate of 38.7%.

Overall, the borrower distribution of home purchase loans is excellent.

Home Improvement Loans

Fifth Third made 37 loans totaling $1.7 million to low-income borrowers. This represents 21.6% of home improvement loans by volume, which is comparable to the percentage of low-income families at 21.0%, and 12.4% by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 9.7% and the 2015 aggregate of 7.6%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 42 loans totaling $2.4 million to moderate-income borrowers. This represents 24.6% of its home improvement loans by volume, which exceeds the percentage of moderate-income families at 17.3%, and 16.8% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.1% and exceeded the 2015 aggregate of 16.3%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 42 loans totaling $3.6 million to middle-income borrowers. This represents 24.6% of home improvement loans by volume, which exceeds the percentage of middle-income families at 20.4%, and 25.7% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.3% and exceeded the 2015 aggregate of 19.9%.

Fifth Third made 50 loans totaling $6.4 million to upper-income borrowers. This represents 29.2% of home improvement loans by volume, which is significantly below the percentage of upper-income families at 41.4%, and 45.1% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 43.8% and the 2015 aggregate of 47.8%.

Given Fifth Third's strong performance to low- and moderate-income borrowers, the overall borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is excellent, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 62.8% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 47.0% and the 2015 aggregate of 52.3%, but was significantly below the percentage of small businesses in the assessment area at 92.3%.

Also, during the evaluation period, Fifth Third was able to make a relatively high percentage of small-dollar loans (81.1%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact indicated the need for small-dollar loans to small businesses.

Community Development Loans

Fifth Third originated 33 community development loans totaling $170.5 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
2	14,285,000	9	52,282,258	17	89,200,000	5	14,708,253

Community development lending in the assessment area represents 2.8% of the total dollar volume of community development loans originated during the evaluation period. This ranks as Fifth Third's 11th highest percentage of community development lending during the evaluation period. Fifth Third's performance is notable because of the high competition for community development loans and a number of large national banks in the area. Fifth Third only has 1.2% of the deposit market share. As such, Fifth Third is considered to have a relatively high level of community development lending.

Examples of community development lending include, but are not limited to:

- Construction loans to a development corporation that supports affordable housing in a HUD Choice Neighborhood that helped to build new, affordable housing. Families pay 30.0% of their income toward the rent in these Section 8 housing developments.
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies
- Loan to support a solar energy financing in a low- and moderate-income area

Flexible Lending Programs

Fifth Third had 701 flexible lending loans in this assessment area: 503 government loans, 66 down payment assistance loans, and 132 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	2.4%	2.2%	3.4%	25.6%	20.4%	18.4%	51.1%	49.0%	39.9%	20.9%	28.5%	38.3%
Down Payment Assistance Programs	7.6%	6.9%	3.4%	30.3%	27.8%	18.4%	53.0%	54.6%	39.9%	9.1%	10.8%	38.3%
Other Flexible Lending Programs	5.3%	3.1%	3.4%	13.6%	10.5%	18.4%	34.8%	30.9%	39.9%	46.2%	55.5%	38.3%
Total	**3.4%**	**2.7%**	**3.4%**	**23.8%**	**18.7%**	**18.4%**	**48.2%**	**45.4%**	**39.9%**	**24.5%**	**33.1%**	**38.3%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	28.2%	19.9%	21.0%	35.2%	31.4%	17.3%	18.7%	21.2%	20.4%	17.1%	26.0%	41.4%
Down Payment Assistance Programs	47.0%	37.3%	21.0%	42.4%	47.3%	17.3%	4.5%	7.9%	20.4%	0.0%	0.0%	41.4%
Other Flexible Lending Programs	12.1%	9.6%	21.0%	22.0%	16.5%	17.3%	20.5%	18.9%	20.4%	43.2%	52.9%	41.4%
Total	**27.0%**	**18.9%**	**21.0%**	**33.4%**	**29.3%**	**17.3%**	**17.7%**	**19.7%**	**20.4%**	**20.4%**	**30.0%**	**41.4%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number was comparable to the percentage of owner-occupied units in these tracts and slightly below proxy by dollar amount. The percentage of lending by volume and dollar amount in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies.

Fifth Third's lending by volume to low-income borrowers exceeded the percentage of low-income families, especially for down payment assistance programs, but was below proxy by dollar amount. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, especially for down payment assistance and government loan programs.

Fifth Third made extensive use of flexible lending practices in serving the assessment area's credit needs, as lending through flexible loan programs in low-income tracts was good and flexible lending in the lending in moderate-income tracts and to low- and moderate-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 150 qualified investments totaling $51.5 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
23	18,716,709	2	550	3	20,651,233	113	531,808

Also included in the total number of qualified investments are nine prior period investments totaling $11.6 million. Overall, Fifth Third made 3.2% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 2.2% and equal to the percentage of branch offices at 3.1%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area through investments in several affordable housing projects and community services throughout the assessment area. These were identified as important needs in the assessment area based on increasing housing prices and accelerating rent costs and higher-than-average poverty rates in multiple counties within the assessment area. Fifth Third made 125 donations totaling $578,858 that supported local schools, churches, small businesses, and social and charitable organizations. The majority of Fifth Third's donations (92.0%) supported services to low- and moderate-income individuals.

Service Test

Fifth Third's performance under the service test in this assessment area is rated excellent. Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, no banking centers were opened. One banking center closed was located in a low- and moderate-income tract. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 40 banking centers within this assessment area, including two in low-, 10 in moderate-, eight in middle-, and 20 in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 1.2% of all of its banking centers.

Fifth Third has a total of 51 full-service ATMs within this assessment area, including two in low-, 12 in moderate-, 13 in middle-, and 24 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: NC Charlotte

Tract Category	Branches				Stand Alone ATMs								Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs			Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%		#	%	%	%
Low	2	5.0%	0	0	Total	9	13.0%	2	3.9%	7	38.9%		42	9.0%	6.9%	7.5%
Moderate	10	25.0%	0	1	Total	15	21.7%	12	23.5%	3	16.7%		109	23.3%	22.5%	17.4%
Middle	8	20.0%	0	0	Total	14	20.3%	13	25.5%	1	5.6%		165	35.3%	37.0%	33.1%
Upper	20	50.0%	0	0	Total	28	40.6%	24	47.1%	4	22.2%		148	31.6%	33.5%	41.1%
Unknown	0	0.0%	0	0	Total	3	4.3%	0	0.0%	3	16.7%		4	0.9%	0.0%	0.9%
Total	40	100.0%	0	1	Total	69	100.0%	51	100.0%	18	100.0%		468	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered adequate, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 4,817 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 4.1% of all community development services provided and equates to 2.32 annualized persons (ANP).

Affordable Housing	**Economic Development**	**Revitalization and Stabilization**	**Community Services**
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
357	45	140	4,275

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 3,302 hours of providing financial literacy through local nonprofits and school programs, 1,032 hours serving on boards and committees, 429 hours providing technical assistance to non-profits and local business, and 54 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy based on the need to elevate low- and moderate-income individuals out of poverty and help them to acquire skills to alleviate debt and save money. A community contact noted the need for financial education for small business owners, which is reflected in the hours providing technical assistance to non-profits and local business and serving on various boards and committees.

METROPOLITAN and NON-METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF NORTH CAROLINA

- **Asheville MSA**
  - As of June 30, 2016, Fifth Third operated one branches in the assessment area, representing 1.7% of its branches in North Carolina.
  - As of June 30, 2016, Fifth Third had $26,719 in deposits in this assessment area, representing a market share of 0.6% and 0.8% of its statewide deposits.
- **Hickory-Lenoir-Morganton MSA**
  - As of June 30, 2016, Fifth Third operated one branches in the assessment area, representing 1.7% of its branches in North Carolina.
  - As of June 30, 2016, Fifth Third had $40,082 in deposits in this assessment area, representing a market share of 1.2% and 1.3% of it statewide deposits.
- **Raleigh-Cary MSA**
  - As of June 30, 2016, Fifth Third operated five branches in the assessment area, representing 8.6% of its branches in North Carolina.
  - As of June 30, 2016, Fifth Third had $484,585 in deposits in this assessment area, representing a market share of 1.9% and 15.4% of it statewide deposits.
- **Non-metropolitan Western North Carolina**
  - As of June 30, 2016, Fifth Third operated 11 branches in the assessment area, representing 19.0% of its branches in North Carolina.
  - As of June 30, 2016, Fifth Third had $271,303 in deposits in this assessment area, representing a market share of 6.2% and 8.6% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF NORTH CAROLINA

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Asheville MSA	Below	Below	Below
Hickory-Lenoir-Morganton MSA	Below	Below	Below
Raleigh-Cary MSA	Below	Below	Below
Non-metropolitan Western North Carolina	Below	Below	Below

For the lending test, Fifth Third received a “High Satisfactory” rating in North Carolina. Lending performance was below Fifth Third’s performance for the state in all four assessment areas. Although below the state performance, the geographic distribution of loans was adequate and the borrower distribution of loans was either adequate or good. There were good levels of community development loans in the Asheville, Hickory-Lenoir-Morganton, and Raleigh-Cary assessment areas and an adequate level of community development loans in non-metropolitan Western North Carolina. A low level of lending gaps was identified in non-metropolitan Western North Carolina and a moderate level of lending gaps was noted in the remaining three assessment areas.

For the investment test, Fifth Third received an “Outstanding” rating in North Carolina. Performance in all five of the limited-scope assessment areas was below Fifth Third’s performance for the state. The weaker performance was primarily due to a lower level of qualified investments and contributions relative to Fifth Third’s operational presence in the assessment area.

For the service test, Fifth Third received an “Outstanding” rating in North Carolina. Performance was below Fifth Third’s performance for the state in all five limited-scope assessment areas. Although below the state’s performance, overall community development services were adequate in the Raleigh-Cary assessment area and good in the remaining three assessment areas. Retail services were good in non-metropolitan Western North Carolina and in the Raleigh-Cary assessment area and adequate in the Asheville and Hickory-Lenoir-Morganton assessment areas. The weaker retail services performance was primarily due to less accessibility of delivery systems in lower-income geographies. Qualified community development services were excellent in two limited-scope assessment areas and good in non-metropolitan Western North Carolina. The Raleigh-Cary assessment area had a poor level of qualified community development services. The weaker community development services performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third’s operational presence in these assessment areas.

The performance in the limited-scope assessment areas did not change the overall state rating.

STATE OF OHIO

CRA RATING for State of Ohio:[238] Outstanding
The lending test is rated: Outstanding
The investment test is rated: Outstanding
The service test is rated: High Satisfactory

The major factors supporting this rating include:

- An excellent responsiveness to credit needs;
- An excellent geographic distribution of loans throughout the assessment area;
- An excellent distribution of loans among borrowers of different income levels and good to businesses of different revenue sizes;
- Exhibits an excellent record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- Extensive use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are reasonably accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers that has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

Full-scope reviews were conducted for two assessment areas in Ohio: the Cleveland-Akron-Canton CSA and the Columbus MSA. Limited-scope reviews were performed on the remaining five assessment areas: the Dayton-Springfield-Sidney CSA, Lima MSA, non-metropolitan Northwest Ohio, non-metropolitan Southwest Ohio, and Toledo MSA. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the "Institution" section of this report.

[238] For institutions with branches in two or more states in a multi-state metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multi-state metropolitan area. Refer to the multi-state metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

The Cleveland-Akron-Canton and Columbus assessment areas received greater weight in determining the CRA rating for the state. These areas had the largest lending volumes and number of banking centers and ranked first and second, respectively, in the state's share of deposits during the evaluation period. Lastly, these areas represented 56.7% of the banking centers, 58.7% of deposits, and 59.8% of lending in Ohio.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF OHIO

Lending activity accounted for 20.5% of the Fifth Third's total lending activity, while deposits accounted for 16.6% of the Fifth Third's total deposits. HMDA-reportable lending in Ohio represented 21.7% of the Fifth Third's total HMDA lending, while CRA-reportable lending represented 17.3% of the Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked second among 232 insured institutions and has a deposit market share of 14.1% and 335 banking center locations within Ohio.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF OHIO

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Ohio is rated "Outstanding." Fifth Third's lending reflects an excellent responsiveness to the credit needs in the Cleveland-Akron-Canton and Columbus assessment areas. Lending reflects a good responsiveness to credit needs in the remaining five assessment areas: Dayton-Springfield-Sidney, Lima, non-metropolitan Northwest Ohio, non-metropolitan Southwest Ohio, and Toledo.

Lending Activity

In Ohio, Fifth Third originated 22,684 HMDA loans totaling $3.0 billion and 6,790 small business loans totaling $975.2 million during the evaluation period.

Lending activity in Ohio is excellent. The Cleveland-Akron-Canton, Columbus, and Dayton-Springfield-Sidney assessment areas have excellent lending activity. Lending activity is good in the remaining four assessment areas.

Geographic and Borrower Distribution

The distribution of loans among geographies is excellent in the assessment areas located in Ohio. The geographic distribution is excellent in the Cleveland-Akron-Canton, Columbus, and Dayton-Springfield-Sidney assessment areas. The geographic distribution is good in the remaining four assessment areas.

A low level of lending gaps was identified in six of the seven assessment areas. Of particular note, there were no gaps in lending in the Cleveland-Akron-Canton assessment area.
The distribution of loans among borrowers of different income levels is excellent and good to businesses of different revenue sizes in the assessment areas located in Ohio. The borrower

distribution is excellent in the Cleveland-Akron-Canton, Columbus, Dayton-Springfield-Sidney, and Toledo assessment areas. The borrower distribution is good in the remaining three assessment areas. The distribution to businesses of different revenue sizes is excellent in the Columbus assessment area and good in the Cleveland-Akron-Canton and Toledo assessment areas and in non-metropolitan Northwest Ohio and non-metropolitan Southwest Ohio. The distribution to businesses of different revenue sizes was adequate in the remaining two assessment areas.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Ohio, Fifth Third originated 188 community development loans totaling $823.9 million, which represents 13.8% of the Fifth Third's community development lending by dollar volume. This is a relatively high level of community development lending in Ohio. Fifth Third was a leader in providing community development loans in the Columbus assessment area and made a relatively high level of community development loans in the Cleveland-Akron-Canton, Dayton-Springfield-Sidney, and Toledo assessment areas and an adequate level of community development loans in the remaining three assessment areas.

Flexible Lending

Overall, Fifth Third consistently makes extensive use of flexible lending practices within assessment areas located in Ohio.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Ohio is rated "Outstanding." Fifth Third funded $260.6 in qualified community development investments in Ohio during the evaluation period, consisting of $117.5 million obtained from new investments made during the current review period and $143.1 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in the Columbus assessment area and in non-metropolitan Southwest Ohio. The level of qualified investments is adequate in the Toledo assessment area and good in the remaining three assessment areas.

Fifth Third was considered responsive to the credit and community development needs in the state; therefore, investments without a purpose, mandate, or function of serving Fifth Third's assessment areas in Ohio was considered to positively impact state performance. Fifth Third made $3.3 million in qualified investments, typically in the form of LIHTCs that benefited counties within the state, but were outside Fifth Third's delineated assessment areas within Ohio.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in Ohio is rated "High Satisfactory." Fifth Third's performance is adequate in the Dayton-Springfield-Sidney assessment area and good in the remaining six assessment areas.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are reasonably accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in Fifth Third's assessment areas. Retail service distribution is good in four assessment areas and adequate in the Cleveland-Akron-Canton, Dayton-Springfield-Sidney, and Lima assessment areas.

Fifth Third has 245 banking centers in Ohio which represents 18.9% of Fifth Third's total branches. Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. One branch opened and one branch closed in a moderate-income tract during the evaluation period in the Dayton assessment area during the evaluation period.

Banking services and business hours do not vary in a way that inconveniences any portions of the Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third is a leader in providing community development services in Ohio. Fifth Third's performance is excellent in the Cleveland-Akron-Canton, non-metropolitan Northwest Ohio, non-metropolitan Southwest Ohio, and Toledo assessment areas. The level of community development services is good in the remaining three assessment areas.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE CLEVELAND-AKRON-CANTON OH CSA #184

The Cleveland-Akron-Canton OH CSA consists of the following three MSAs:

- Akron OH MSA #10420, consisting of Portage and Summit counties
- Canton-Massillon OH MSA #15940, consisting of Stark County, but excluding Carroll County
- Cleveland-Elyria OH MSA #17460, consisting of Cuyahoga, Geauga, Lake, Lorain, and Medina counties

The assessment area is comprised of 136 low-, 185 moderate-, 341 middle-, and 225 upper-income tracts. There are also seven tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked eighth out of 47 institutions with 5.6% of the deposit share. KeyBank had the majority of the market share with 19.7% of deposits, followed by PNC Bank, FirstMerit Bank, Citizens Bank, and Huntington Bank with 12.7%, 11.9%, 10.4%, and 8.9% of the market share, respectively. Deposits in this assessment area accounted for 4.6% of the institution's total deposits. This was 27.5% of deposits within the state and the fifth-highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 8,332 HMDA loans and 2,296 CRA loans, which represented 8.0% and 5.9% of the total loans originated during the evaluation period, respectively. This was the fourth-largest HMDA market and fifth-largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked seventh among 522 HMDA reporters in the assessment area, while Fifth Third ranked 33rd. The top four HMDA lenders in the assessment area were Quicken Loans, Wells Fargo Bank, Huntington Bank, and Third Federal Savings & Loan. Fifth Third ranked 12th of 125 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, PNC Bank, Chase Bank USA, and Capital One. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Three community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an organization that works to empower low-income individuals, stated that portions of the Akron metropolitan area are doing well, while other parts are not. There are significant areas of blight that have had an immense negative economic impact on the city. The contact believed while Akron has done a good job of building and marketing itself as a great place to work and play, it has done less to boost itself as a good place to live. The contact stated the city needs more quality, affordable housing to attract middle-class families and others to live in the city center.

Because employment has grown more steadily in the areas surrounding the city than in the city center, workers who live downtown and rely on public transit are very limited in terms of employment. The city is hoping to extend transit lines throughout the greater Akron region and encourage more economic development in the city center. The contact stated this organization receives its funding from private contributors; thus, they are not familiar with the degree of involvement of the local financial industry in the community. However, the contact stated they have a strong relationship with their own bank, whose employees occasionally provide needed financial literacy training to their clients.

The second contact, representing an organization that works to strengthen neighborhoods in Northeast Ohio, stated home prices have increased across most of Cleveland. Single-family home prices have been increasing slowly, but steadily since 2015; however, prices vary among neighborhoods. Several neighborhoods have median prices that exceed $100,000. The contact believed the reason for the higher prices is due to newer homes returning to the market after going through foreclosure and increasing employment opportunities. However, across most of the city, home prices are still lower than they were in 2007 before the area's housing market experienced sharp declines. The contact noted there are opportunities for financial institutions to originate small-dollar loans for home improvements/revitalization of older housing stock within the city limits. The contact also mentioned the need for homeownership and foreclosure prevention counseling for first-time homebuyers and lower-income individuals.

The third contact, representing an organization that provides services to help connect people to jobs in the Northeast Ohio area, stated that since 2015, economic growth has been improving at a moderate pace. The contact stated the gradually improving economy has meant consumers are able to buy more goods, particularly automobiles. As a result, the region's assembly plants have experienced an increase in production and employment. The contact stated that fewer Clevelanders are living in poverty than at any time since 2008, perhaps due to individuals with higher-incomes moving into pockets of the city; however, poverty has spread into surrounding communities. The contact stated the need is not gone in the central city; there is just more need in surrounding communities for food banks and other basic kinds of assistance. The contact specifically mentioned KeyBank and Fifth Third as being actively involved with this organization and in the community.

Population Characteristics

According to the 2010 U.S. Census data, the population in the assessment area was 3.2 million. Over one-quarter (27.0%) of the population lived in low- and moderate-income tracts. In addition, 77.0% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Cleveland MSA is the 32nd largest in terms of population in the nation, while the Akron MSA and Canton-Massillon MSA are the 80th and 134th largest, respectively.[239] On the list of Ohio's most populous counties, Cuyahoga County is the most, while Summit County is fourth, Stark County is seventh, Lorain County is ninth, Lake County is 11th, Medina County is 16th, Portage County is 19th, and Geauga County is 29th.[240]

As of July 1, 2016, Franklin County surpassed Cuyahoga County as Ohio's most populous county. Cuyahoga County has been losing population for more than four decades. Some of Cuyahoga County's loss has been a boon for surrounding counties, such as Lorain and Medina. Lorain County's population has grown by a rate of 1.7% between 2010 and 2016, which is higher than the 0.7% growth rate for the state. Medina County's population has grown by a rate of 2.8%, which makes it the 11th fastest-growing county in the state. Regardless of these growth rates, Lorain County and Medina County remain the ninth- and 16th most populous counties in Ohio, respectively. Cuyahoga County is not the only urban county in Ohio losing residents, as Summit County's population declined by a rate of 0.3% between 2010 and 2016. Ohio's modest population growth is due to immigrants coming from other countries, which explains Ohio's 0.7% population growth since 2010.[241]

According to 2015 U.S. Census data;[242] Cleveland is the second-largest city in Ohio with 388,072 residents and is the 51st largest city in the nation. Akron is the fifth-largest city in the state with 197,542 residents, and Canton is the eighth-largest city in Ohio with 71,885 residents. Between 2010 and 2015, Cleveland, Akron, and Canton experienced declines in population of 18.5%, 8.9%, and 11.1%, respectively.[243] The following table shows the population in the assessment area by county for 2010 and 2015 with the percentage of the population increase or decrease.[244] For the most part, the population within the assessment area remained stable between 2010 and 2015, with Medina and Lorain counties experiencing the greatest growth and Cuyahoga County experiencing the greatest decline in population.

[239] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[240] US-Places: http://us-places.com/Ohio/population-by-County.htm
[241] Dicken, Brad and Knox, David. "Franklin moves past Cuyahoga in population..." *The Medina-Gazette*. March 22, 2017. - http://www.medina-gazette.com/Medina-County/2017/03/22/Franklin-moves-past-Cuyahoga-in-population-Medina-County-continues-growth.html
[242] US Census Bureau: http://www.census.gov/quickfacts/table/PST045216/00 (*main page – must enter state, county, city, town or zip code*)
[243] City Population -Ohio: https://www.citypopulation.de/USA-Ohio.html
[244] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Cuyahoga	1,280,122	1,255,921	-1.9%
Geauga	93,389	94,102	0.8%
Lake	230,041	229,245	-0.3%
Lorain	301,356	305,147	1.3%
Medina	172,332	176,395	2.4%
Portage	161,419	162,275	0.5%
Stark	375,586	375,165	-0.1%
Summit	541,781	541,968	0.0%
Total	**3,156,026**	**3,140,218**	**-0.5%**

Income Characteristics

The 2010 assessment area median family income was higher ($61,630) than Ohio's at $59,680. As shown in the table below, the median family income increased between 6.0-9.0% across the assessment area since 2010.

Borrower Income Levels
Cleveland-Akron-Canton OH CSA

FFIEC Estimated Median Family Income	2010	2014	2015	2016
Akron OH MSA	$62,882	$62,100	$66,700	$66,900
Canton-Massillon OH MSA	$55,645	$56,000	$58,900	$61,100
Cleveland-Elyria OH MSA	$62,627	$62,600	$66,100	$66,600

Poverty rates increased in each county in the assessment area from 1999 to 2015.[245] Cuyahoga County had the highest poverty rates in 1999 and 2015. Geauga and Medina counties had the lowest poverty rates in 1999 and 2015. In 2015, only Cuyahoga County had a poverty rate higher than Ohio. Cuyahoga, Summit, and Portage counties had poverty rates that exceeded the national rate. However, Lake County experienced the largest increase in poverty rate during this period. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[246] The following table shows the poverty rates for 1999[247] and 2015.

[245] United States Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[246] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[247] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
Cuyahoga	13.1%	18.2%	38.9%
Geauga	4.6%	6.7%	45.7%
Lake	5.1%	8.3%	62.7%
Lorain	9.0%	13.5%	50.0%
Medina	4.6%	7.0%	52.2%
Portage	9.3%	13.6%	46.2%
Stark	9.2%	13.4%	45.7%
Summit	9.9%	14.4%	45.5%
Ohio	**10.6%**	**14.8%**	**39.6%**
United States	**11.8%**	**13.5%**	**14.4%**

While a community contact indicated that fewer Clevelanders are living in poverty than at any time since 2008, as shown above, Cuyahoga County still had the highest poverty rate within the assessment area. The contact also stated there is an increasing need for assistance to lower-income individuals in the surrounding communities, as illustrated above by Summit and Portage counties having poverty rates that exceeded the national rate in 2015 and Lake County experiencing the greatest change in poverty rates in the assessment area in the last 16 years.

Housing Characteristics

According to 2010 U.S. Census data, there are 1.4 million housing units and 820,144 families in the assessment area. From an income perspective, 30.7% of housing units, 19.6% of owner-occupied units, and 24.8% of families are located in low- or moderate-income tracts. Nearly three-quarters of the housing units in the low-income census tracts are either rental or vacant (71.8%), and only 28.2% are owner-occupied. In the moderate-income census tracts, over half (54.1%) of the housing units are either rental or vacant, and 45.9% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be more credit-related opportunities for Fifth Third to provide various aspects of affordable housing in moderate-income tracts compared to low-income tracts.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 52 years old, with 32.3% of the stock built before 1950. The oldest housing stock was in Cuyahoga County with a median age of 56 years, while the newest was 31 years in Medina County. However, within the assessment area, the median age of housing stock was 61 years in low-income tracts and 60 years in moderate-income tracts, which indicates that there is ample opportunity to make home improvement loans. In addition, a community contact stated there is a need for small-dollar loans for home improvements/revitalization of older housing stock within the city limits, in addition to the need for homeownership and foreclosure prevention counseling for first-time homebuyers and lower-income individuals.

According to the 2010 U.S. Census data, the median housing value in the assessment area was $145,758, with an affordability ratio of 32.93. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. The median housing value decreased and household incomes increased between 2010 and 2011-2015; as a result, housing became more affordable across the assessment area. During the review period, the most affordable housing was in Lake, Stark, Lorain, and Summit counties and the least affordable in Geauga County. Median gross rents increased across the assessment area, with renters in Stark County experiencing the largest increase in rental rates and renters in Summit County experiencing the smallest increase. In 2010, about 46.9% of renters across the assessment area had rent costs greater than 30.0% of income. Rising rental rates could make it more difficult for lower-income individuals to find affordable housing, as increasing rental rates may make it more difficult for potential homebuyers to save for a down payment for a home. According to Moody's Analytics, low population growth is hurting consumer industries and housing and continues to put constraints on the long-term potential of basic service industries. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Ohio.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Cuyahoga	$137,200	31.78	$121,800	36.28	$698	$730	4.6%
Geauga	$230,900	28.44	$218,800	33.10	$751	$800	6.5%
Lake	$158,100	34.72	$147,900	39.24	$757	$814	7.5%
Lorain	$147,400	35.32	$137,400	38.18	$681	$741	8.8%
Medina	$184,900	35.80	$179,500	37.30	$784	$824	5.1%
Portage	$157,100	32.11	$150,900	34.83	$748	$802	7.2%
Stark	$128,000	35.11	$122,900	38.35	$622	$680	9.3%
Summit	$141,200	33.94	$133,500	38.03	$719	$744	3.5%
Ohio	**$136,400**	**34.72**	**$129,900**	**38.05**	**$678**	**$730**	**7.7%**

According to Bankrate.com,[248] Ohio ranked eighth for foreclosure filings in November 2016. The national average for foreclosure filings was 1 in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[249]

[248] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[249] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Cuyahoga	1:1,053
Geauga	1:915
Lake	1:687
Lorain	1:782
Medina	1:914
Portage	1:1,203
Stark	1:926
Summit	1:887
Ohio	**1:1,055**
United States	**1:1,533**

In November 2016, Lake County had the highest rate of foreclosure (fifth highest foreclosure rate in Ohio) and Portage County had the lowest foreclosure rate within the assessment area. According to Moody's Analytics, the above-average foreclosure inventory in the Cleveland metropolitan area has a major impact on home prices. Foreclosures have a tendency to add to the supply of homes that are on the market and may translate into lower prices, longer wait times for pending sales, and diminished desirability of surrounding homes.

Building permits in the MSAs, Ohio, and the nation are included in the following table for 2014, 2015, and 2016.[250]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Akron MSA	764	967	26.6%	909	-6.0%
Canton-Massillon MSA	551	558	1.3%	554	-0.7%
Cleveland-Elyria MSA	2,926	2,938	0.4%	3,053	3.9%
Ohio	**19,965**	**20,047**	**0.4%**	**22,816**	**13.8%**
United States	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The Akron MSA experienced the greatest increase of housing permits between 2014 and 2015 and the greatest decrease of housing permits between 2015 and 2016. The Canton MSA experienced an increase in housing permits between 2014 and 2015 and a slight decrease between 2015 and 2016. On the other hand, the Cleveland MSA experienced a slight increase in housing permits between 2014 and 2015 and a larger increase between 2015 and 2016. Based on the overall demand for permits and performance context indicating a moderately improving housing market, this could indicate an increased demand for home purchase loans across the assessment area during the evaluation period, particularly in the greater Cleveland and Canton areas.

250 U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Cleveland and Akron area economies are in recovery due to growing healthcare and professional services; however, the factory sector is the lowest it has been since early 2011. In the long-term, the contracting population is hurting consumer industries and housing. On the other hand, Canton's economic prospects will depend on its ability to capitalize on the shale gas industry. Nonetheless, the Canton metropolitan area will remain a below-average performer because of its weak population growth and dearth of high-tech jobs.

According to the *Columbus Business Journal*,[251] the Cleveland metropolitan area is home to seven Fortune 500 headquarters. In the past year, the Progressive Corporation (insurance) climbed 16 places on the list, while TravelCenters of America (full-service travel center/truck stop centers) fell 74 places.

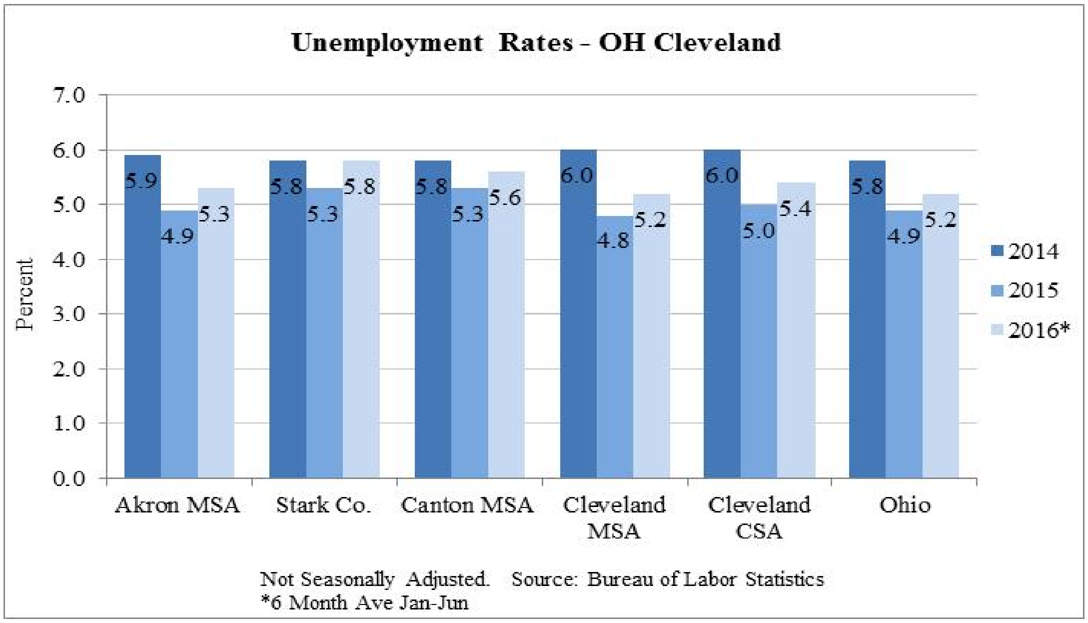
Northeast Ohio Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
137	Progressive Corporation	$19.4 billion
169	Goodyear Tire & Rubber Company	$18.1 billion
188	FirstEnergy Corp.	$15.1 billion
224	Parker-Hannifin Corporation	$13.2 billion
253	Sherwin-Williams Company	$11.1 billion
439	TravelCenters of America	$7.8 billion
452	J.M. Smucker Company	$5.6 billion

According to Moody's Analytics, the top 12 employers in the CSA in 2015/2016 were:

Company	Number of Employees
Cleveland Clinic Foundation	35,291
University Hospitals	19,907
Progressive Corporation	9,330
Giant Eagle, Inc.	9,016
Group Management Services	6,506
Summa Health System	5,526
Kent State University	5,372
FirstEnergy Corp.	5,167
Aultman Hospital	4,288
The Timken Co.	4,112
Mercy Medical Center	2,013
Diebold Inc.	1,700

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the CSA and Ohio.

[251] Columbus Business First: http://www.bizjournals.com/columbus/news/2016/06/06/fortune-500-includes-24-ohio-companies-and-big.html



Overall, unemployment rates declined in 2015 and slightly increased in 2016, but to levels below 2014 unemployment rates. The slight increases in unemployment rates were comparable across the assessment area.

According to *Cleveland.com*, the University of Akron eliminated 213 full-time positions in order to resolve a $60 million deficit.[252] According to the *Cleveland Plain Dealer*, defense contractor Lockheed Martin consolidated and closed most of its Akron, Ohio operations in 2015. As a result, Akron lost about 500 jobs. The company employed about 600 people in the Akron area and the cutback leaves only the Akron Airdock in operation, which only employs 60 individuals. Lockheed Martin also closed or reduced operations not only in Akron, but also in Pennsylvania, Arizona, and Texas as part of a corporate-wide consolidation.[253] According to *Fox8 News*, workers at U.S. Steel Tubular Operations received layoff notices in March 2015. The layoff affects all operations and units at the plant and affects 614 jobs. According to a company spokesperson, the layoffs were a result of a decline in market demand for tubular steel in the gas, oil, and petrochemical industries. While the layoffs are expected to be temporary, there was no indication as to the length of these layoffs.[254]

[252] Farkas, Karen. "University of Akron layoffs." *Cleveland.com*. July 30, 2015. - http://www.cleveland.com/metro/index.ssf/2015/07/university_of_akron_layoffs_include_career_center_set_up_to_help.html
[253] Funk, John. "Lockheed Martin to close most Akron operations b 2015." *The Plain Dealer*. November 14, 2013. - http://www.cleveland.com/business/index.ssf/2013/11/lockheed_martin_to_close_most.html
[254] Maglio, Lou. "Major layoffs planned at U.S. Steel Tubular Operations." Fox8 News. January 5, 2015. - http://fox8.com/2015/01/05/major-layoffs-planned-at-u-s-steel-tubular-operations/

Combined Demographics Report

Assessment Area: OH Cleveland

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	136	15.2	67,745	8.3	25,766	38	173,968	21.2
Moderate-income	185	20.7	135,250	16.5	24,417	18.1	144,210	17.6
Middle-income	341	38.1	339,037	41.3	23,880	7	172,912	21.1
Upper-income	225	25.2	278,101	33.9	8,277	3	329,054	40.1
Unknown-income	7	0.8	11	0	0	0	0	0
Total Assessment Area	**894**	**100.0**	**820,144**	**100.0**	**82,340**	**10.0**	**820,144**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	160,700	45,371	5.2	28.2	77,223	48.1	38,106	23.7
Moderate-income	277,221	127,173	14.4	45.9	109,846	39.6	40,202	14.5
Middle-income	578,583	387,217	44	66.9	147,657	25.5	43,709	7.6
Upper-income	411,992	321,045	36.4	77.9	66,349	16.1	24,598	6
Unknown-income	102	44	0	43.1	58	56.9	0	0
Total Assessment Area	**1,428,598**	**880,850**	**100.0**	**61.7**	**401,133**	**28.1**	**146,615**	**10.3**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	10,688	7.3	9,155	6.9	1,481	11.2	52	8.9
Moderate-income	18,963	12.9	16,833	12.6	2,064	15.7	66	11.2
Middle-income	58,195	39.6	53,072	39.8	4,865	36.9	258	44
Upper-income	58,913	40.1	53,998	40.5	4,706	35.7	209	35.6
Unknown-income	266	0.2	196	0.1	68	0.5	2	0.3
Total Assessment Area	**147,025**	**100.0**	**133,254**	**100.0**	**13,184**	**100.0**	**587**	**100.0**
	Percentage of Total Businesses:			**90.6**		**9.0**		**.4**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	18	1	17	1	1	3.6	0	0
Moderate-income	84	4.8	81	4.7	3	10.7	0	0
Middle-income	1,009	58	995	58.2	14	50	0	0
Upper-income	628	36.1	618	36.1	10	35.7	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,739**	**100.0**	**1,711**	**100.0**	**28**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.4**		**1.6**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE CLEVELAND-AKRON-CANTON OH CSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. In addition, Fifth Third originated 49 community development loans totaling $199.1 million. Fifth Third has an excellent overall geographic distribution of loans and there were no gaps in lending. Fifth Third has an excellent distribution among borrowers of different income levels and a good distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The good level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending, based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 5,008 home purchase, 2,953 refinance, 366 home improvement, 2,296 small business, and 49 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 7.4% is greater than the percentage of total deposits at 4.6% in this area.

Fifth Third made 99.7% of the HMDA and 99.8% of the CRA lending within its designated assessment area. Therefore, no concentration of lending was identified in Carroll County, the only excluded county in this assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
HAMP Modifications	4	10.0%	6	15.0%	19	47.5%	11	27.5%
Other Real Estate Secured Modifications	19	5.8%	56	17.2%	167	51.2%	84	25.8%
Percentage of Owner Occupied Units		***5.2%***		***14.4%***		***44.0%***		***36.4%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	93	28.5%	110	33.7%	88	27.0%	34	10.4%
Percentage of Families by Family Income		***21.2%***		***17.6%***		***21.1%***		***40.1%***

The percentage of HAMP and other modifications in low- and moderate-income tracts exceeded the percentage of owner-occupied units in these geographies. Therefore, modifications helped to expand lending activities in these areas. Most of the borrower incomes for HAMP modifications were unknown; therefore, it would not be meaningful to review the income distribution for these modifications. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers. Also, several community contacts mentioned the need to help homeowners avoid foreclosure.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Home purchase lending, which was the largest loan category, is good. Refinance lending is excellent, and home improvement lending is adequate. Small business lending is good. Additionally, there are no gaps in lending as shown in the table below:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	62	0	100.0%
Moderate	97	0	100.0%
Middle	131	0	100.0%
Upper	121	0	100.0%
Unknown	3	0	100.0%
Total	**414**	**0**	**100.0%**

There are no lending gaps which is particularly noteworthy due to competition from several other large financial institutions with a significant presence in this market.

Home Purchase Loans

Fifth Third made 136 home purchase loans totaling $10.6 million in low-income tracts. This represents 2.7% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 5.2%, and 1.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 1.6% and exceeded the 2015 aggregate at 2.0%. As Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the geographic distribution in low-income tracts is good.

Fifth Third made 703 home purchase loans totaling $57.2 million in moderate-income tracts. This represents 14.0% of its home purchase loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 14.4%, and 8.1% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 9.5% and exceeded the 2015 aggregate at 10.2%. As Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 2,072 home purchase loans totaling $231.1 million in middle-income tracts. This represents 41.4% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 44.0%, and 32.6% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 44.4% and was below the 2015 aggregate of 44.0%.

Fifth Third made 2,097 home purchase loans totaling $410.8 million in upper-income tracts. This represents 41.9% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 36.4%, and 57.9% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 44.5% and was below the 2015 aggregate of 43.9%.

Overall, the geographic distribution of home purchase loans is good.

Refinance Loans

Fifth Third made 89 refinance loans totaling $6.1 million in low-income tracts. This represents 3.0% of refinance loans by volume and 1.6% by dollar amount, which is below the percentage of owner-occupied units at 5.2%. The percentage of loans by volume was below the 2014 aggregate at 2.1% and exceeded the 2015 aggregate at 1.8%. Given that the owner-occupancy rate in low-income tracts is only 28.2%, which likely impacts the demand for refinance loans and Fifth Third's performance exceeding the aggregate of lenders, the geographic distribution in low-income tracts is excellent.

Fifth Third made 394 refinance loans totaling $28.4 million in moderate-income tracts. This represents 13.3% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 14.4%. The percentage of loans by dollar amount at 7.6% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 10.1% and substantially exceeded the 2015 aggregate at 8.9%. Given the relatively low owner-occupancy rate at 45.9% and Fifth Third's performance exceeding the aggregate of all lenders; the geographic distribution in moderate-income tracts is excellent.

Fifth Third made 1,228 refinance loans totaling $124.8 million in middle-income tracts. This represents 41.6% of refinance loans by volume, which is below the owner-occupied units in these tracts at 44.0%. The percentage of loans by dollar amount at 33.4% is below proxy. The percentage of loans by volume was below the 2014 aggregate at 44.8% and was comparable to the 2015 aggregate at 42.4%.

Fifth Third made 1,242 refinance loans totaling $214.7 million in upper-income tracts. This represents 42.1% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 36.4%, and 57.4% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 43.0% and was below the 2015 aggregate at 46.9%.

Overall, the geographic distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made five home improvement loans totaling $420,000 in low-income tracts. This represents 1.4% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 5.2%, and 1.6% by dollar amount, which is also below proxy. The percentage of loans by volume was below the 2014 aggregate of 5.6% and was below the 2015 aggregate of 4.4%. Given the median age of housing stock at 61 years in low-income tracts, which typically indicates the need for home improvement loans, and Fifth Third's performance, which was significantly below proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in low-income tracts is poor.

Fifth Third made 42 home improvement loans totaling $1.9 million in moderate-income tracts. This represents 11.5% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 14.4%, and 7.0% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 14.7% and was comparable to the 2015 aggregate of 14.3%. Given that Fifth Third's performance was below proxy and comparable to the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is good.

Fifth Third made 166 home improvement loans totaling $9.7 million in middle-income tracts. This represents 45.4% of home improvement loans by volume, which slightly exceeds the percentage of owner-occupied units in these tracts at 44.0%, and 36.5% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 43.3% and exceeded the 2015 aggregate of 42.2%.

Fifth Third made 153 home improvement loans totaling $14.6 million in upper-income tracts. This represents 41.8% of home improvements loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 36.4%, and 54.9% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 36.4% and was comparable to the 2015 aggregate of 39.1%.

Overall, the geographic distribution of home improvement loans is adequate.

Small Business Loans

Fifth Third made 163 small business loans totaling $32.0 million in low-income tracts. This represents 7.1% of small business loans by volume, which exceeds the percentage of small businesses in these tracts at 6.9%, and 9.2% by dollar amount, which exceeds proxy.

The percentage of loans by volume was below the 2014 aggregate of 6.0% and exceeded the 2015 aggregate of 6.4%. As Fifth Third's performance exceeded the proxy and aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 217 small business loans totaling $45.0 million in moderate-income tracts. This represents 9.5% of small business loans by volume, which is below the percentage of businesses in these tracts at 12.6%, and 12.9% by dollar amount, which is comparable to proxy. The percentage of loans by volume was slightly below the 2014 aggregate of 11.7% and was slightly below the 2015 aggregate of 11.7%. Given that Fifth Third's performance was slightly below the aggregate of all lenders and proxy, the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 856 small business loans totaling $138.0 million in middle-income tracts. This represents 37.3% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 39.8%, and 39.6% by dollar amount, which is comparable to the percentage of businesses in these tracts. The percentage of loans by volume was below the 2014 aggregate of 38.0% and was comparable the 2015 aggregate of 37.9%.

Fifth Third made 1,058 small business loans totaling $133.5 million in upper-income tracts. This represents 46.1% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 40.5%, and 38.3% by dollar amount, which is comparable to the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 43.1% and exceeded the 2015 aggregate of 43.0%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is excellent based on borrower income and good for businesses of different revenue sizes. Borrower distribution is excellent for home purchase and refinance lending, and good for home improvement lending.

Home Purchase Loans

Fifth Third made 908 loans totaling $65.7 million to low-income borrowers. This represents 18.1% of home purchase loans by volume, which is below the percentage of low-income families at 21.2%, and 9.3% by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 7.6% and significantly exceeded the 2015 aggregate of 9.2%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 1,209 loans totaling $119.3 million to moderate-income borrowers. This represents 24.1% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.6%, and 16.8% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.0% and exceeded the 2015 aggregate of 20.8%. As Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 1,152 loans totaling $150.6 million to middle-income borrowers. This represents 23.0% of home purchase loans by volume, which exceeds the percentage of middle-income families at 21.1%, and 21.2% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.3% and exceeded the 2015 aggregate of 21.5%.

Fifth Third made 1,665 loans totaling $361.3 million to upper-income borrowers. This represents 33.2% of home purchase loans by volume, which is below the percentage of upper-income families at 40.1%, and 50.9% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 35.3% and was below the 2015 aggregate of 32.1%.

Overall, the borrower distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 428 loans totaling $31.8 million to low-income borrowers. This represents 14.5% of refinance loans by volume, which is below the percentage of low-income families in tracts at 21.2%, and 8.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 7.0% and significantly exceeded the 2015 aggregate of 6.6%. Given Fifth Third's performance significantly exceeded the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is excellent.

Fifth Third made 560 loans totaling $49.2 million to moderate-income borrowers. This represents 19.0% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.6%, and 13.1% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.4% and exceeded the 2015 aggregate of 14.3%. As Fifth Third's performance exceeded proxy and the aggregate of other lenders, the borrower distribution for refinance loans to moderate-income borrowers is excellent.

Fifth Third made 772 loans totaling $82.3 million to middle-income borrowers. This represents 26.1% of refinance loans by volume, which exceeds the percentage of middle-income families at 21.1%, and 22.0% by dollar amount, which slightly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 21.5% and the 2015 aggregate of 20.3%.

Fifth Third made 1,077 loans totaling $193.7 million to upper-income borrowers. This represents 36.5% of refinance loans by volume, which is below the percentage of upper-income families at 40.1%, and 51.8% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 41.3% and was below the 2015 aggregate of 38.4%.

Overall, the borrower distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made 50 loans totaling $2.6 million to low-income borrowers. This represents 13.7% of home improvement loans by volume, which is below the percentage of low-income families at 21.2%, and 9.8% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 10.1% and exceeded the 2015 aggregate of 11.2%. Given that Fifth Third's performance exceeded the aggregate of all lenders but was below proxy, the borrower distribution of home improvement loans to low-income borrowers is good.

Fifth Third made 74 loans totaling $3.7 million to moderate-income borrowers. This represents 20.2% of its home improvement loans by volume, which exceeds the percentage of moderate-income families at 17.6%, and 14.0% by dollar amount, which also exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 20.4% and was below the 2015 aggregate of 19.7%. Given that Fifth Third's performance was comparable to the aggregate of all lenders and exceeded proxy, the borrower distribution of home improvement loans to moderate-income borrowers is good.

Fifth Third made 102 loans totaling $5.4 million to middle-income borrowers. This represents 27.9% of home improvement loans by volume, which exceeds the percentage of middle-income families at 21.1%, and 20.3% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 23.3% and exceeded the 2015 aggregate of 22.8%.

Fifth Third made 138 loans totaling $14.6 million to upper-income borrowers. This represents 37.7% of home improvement loans by volume, which is below the percentage of upper-income families at 40.1%, and 54.6% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 41.1% and was below the 2015 aggregate of 42.4%.

The overall borrower distribution of home improvement loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 52.4% of small business loans to businesses with revenues of $1 million or less.

Fifth Third's performance exceeded the 2014 aggregate of 41.5% and exceeded the 2015 aggregate of 45.5%, but was significantly below the percentage of small businesses in the assessment area at 90.6%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (67.7%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated 49 community development loans totaling $199.1 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
5	24,750,000	16	79,269,935	18	66,144,000	10	28,955,446

Community development lending in the assessment represents 3.3% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's ninth-highest percentage of community development lending during the evaluation period. Given that there is high competition for community development loans with a number of large national banks in the area and that Fifth Third only has 5.6% of the deposit market share, Fifth Third has a relatively high level of community development lending.

Examples of community development lending include, but are not limited to:

- Working capital loan to a retirement living community for seniors that provides a multitude of services including, but not limited to, affordable housing to low- and moderate-income senior citizens and other in-need individuals
- A renewal of a revolving line of credit to a nonprofit that advocates for decent, affordable housing for the homeless and low- and moderate-individuals with disabilities and special needs. The nonprofit owns multiple affordable housing facilities and administers multiple affordable housing programs; however, this loan supports a permanent supportive housing facility that will provide housing to 500 chronically homeless individuals.
- A working capital loan that supports a nonprofit that helps repair and rehabilitate homes for low- and moderate-income senior citizens, veterans, and the disabled
- A working capital loan that supports a nonprofit that provides pregnancy care to low- and moderate-income women facing unexpected pregnancies
- A working capital loan to a nonprofit that provides a multitude of services to ex-offenders to promote successful reintegration into the community
- Multiple working capital loans to promote economic development by financing a small business to support retention of low- and moderate-income workers (six companies retained about 35 workers)
- Multiple working capital loans to help retain and expand seven businesses located in areas specifically designated by the city to promote revitalization and economic development

The affordable housing loans and loans providing services to low- and moderate-income areas were deemed to be responsive, as community contacts specifically mentioned the need for these types of loans.

Flexible Lending Programs

Fifth Third had 2,003 flexible lending loans in this assessment area: 1,407 government loans, 98 down payment assistance loans, and 498 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs

	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.8%	1.0%	5.2%	12.6%	7.9%	14.4%	55.2%	50.4%	44.0%	30.4%	40.7%	36.4%
Down Payment Assistance Programs	29.6%	28.9%	5.2%	22.4%	18.8%	14.4%	33.7%	33.1%	44.0%	14.3%	19.2%	36.4%
Other Flexible Lending Programs	3.0%	1.8%	5.2%	17.7%	11.6%	14.4%	48.6%	45.4%	44.0%	30.7%	41.2%	36.4%
Total	**3.4%**	**2.0%**	**5.2%**	**14.3%**	**9.0%**	**14.4%**	**52.5%**	**48.8%**	**44.0%**	**29.7%**	**40.2%**	**36.4%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs

	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	14.3%	8.5%	21.2%	33.3%	28.2%	17.6%	25.9%	28.0%	21.1%	21.3%	29.8%	40.1%
Down Payment Assistance Programs	66.3%	64.9%	21.2%	17.3%	18.4%	17.6%	11.2%	10.3%	21.1%	4.1%	5.5%	40.1%
Other Flexible Lending Programs	15.8%	12.2%	21.2%	27.1%	23.5%	17.6%	24.0%	22.2%	21.1%	26.5%	35.7%	40.1%
Total	**17.2%**	**11.0%**	**21.2%**	**30.9%**	**26.8%**	**17.6%**	**24.7%**	**26.1%**	**21.1%**	**21.7%**	**30.4%**	**40.1%**

*Unknown tract data is not included in the above table.

Overall, Fifth Third's lending in low-income tracts, by number and dollar amount, was below the percentage of owner-occupied units in these tracts. However, the percentage of lending in the down payment assistance programs significantly exceeded the percentage of owner-occupied units in low-income tracts. The percentage of lending in moderate-income tracts by volume and dollar amount exceeded the percentage of owner-occupied units in these geographies.

Fifth Third's lending to low-income borrowers by number and dollar amount was below the percentage of low-income families. The percentage of lending to moderate-income borrowers by volume and dollar amount exceeded the percentage of moderate-income families, especially for government loan programs.

Despite the high foreclosure rates in this assessment area, Fifth Third was able to assist low- and moderate-income borrowers or borrowers purchasing properties in a low- or moderate-income area to purchase homes through the use of several down payment assistance programs. Fifth Third made extensive use of flexible lending practices is serving assessment area credit needs, as lending through flexible loan programs in low- and moderate-income tracts and to low-income borrowers was good, while flexible lending to moderate-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 389 qualified investments totaling $124 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Community Services	
#	$	#	$	#	$
232	50,680,057	10	936,086	85	451,047

Also included in the total number of qualified investments are 62 prior period investments totaling $72.0 million. Fifth Third made 7.6% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 4.6% and greater than the percentage of branch offices at 6.4%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in affordable housing and community services to combat poverty throughout the assessment area, which were important needs expressed by community contacts. Fifth Third made 98 donations totaling $1.4 million that supported local schools, small businesses, social and charitable organizations. The majority of Fifth Third's donations supported economic development, 57.1% of which went to MWV Pinnacle Capital Fund, an economic development organization that invests in high-growth businesses that are owned, controlled, or managed by minorities. Activities that help retain and create jobs were an important need expressed by a community contact.

Service Test

Fifth Third's performance under the service test in this assessment area is rated good. Retail services are reasonably accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, one banking center was opened and three were closed, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are reasonably accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 83 banking centers within this assessment area, including six in low-, eight in moderate-, 40 in middle-, and 29 in upper-income census tracts. Fifth Third's banking centers in this assessment area represent 6.4% of all of its banking centers.

Fifth Third has a total of 114 full-service ATMs within this assessment area, including 11 in low-, 12 in moderate-, 57 in middle-, and 34 in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: OH Cleveland

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	Open #	Closed #		#	%	#	%	#	%	#	%	%	%
Low	6	7.2%	0	0	Total	11	8.7%	11	9.6%	0	0.0%	136	15.2%	9.6%	7.3%
Moderate	8	9.6%	0	0	Total	14	11.1%	12	10.5%	2	16.7%	185	20.7%	18.5%	12.8%
Middle	40	48.2%	0	1	Total	61	48.4%	57	50.0%	4	33.3%	341	38.1%	41.7%	39.4%
Upper	29	34.9%	1	2	Total	39	31.0%	34	29.8%	5	41.7%	225	25.2%	30.2%	40.3%
Unknown	0	0.0%	0	0	Total	1	0.8%	0	0.0%	1	8.3%	7	0.8%	0.0%	0.2%
Total	83	100.0%	1	3	Total	126	100.0%	114	100.0%	12	100.0%	894	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information

Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.

DTO - Drive thru only is a subset of total branches

SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered adequate, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered poor.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 6,825 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 5.7% of all community development services provided and equates to 3.28 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
384	1,964	276	4,201

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization.

Community development services include 5,525 hours serving on boards and committees, 909 hours of providing financial literacy through local nonprofits and school programs, 198 hours participating in foreclosure prevention outreach, and 193 hours providing technical assistance to non-profits and local businesses.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy and foreclosure outreach prevention activities. Several community contacts mentioned the need for financial literacy training to provide debt counseling and assist first-time homebuyers. Also, the rates of foreclosure remain significantly higher in seven of eight counties throughout this assessment area compared to the foreclosure rates in Ohio and the nation and Ohio ranked eighth for foreclosure filings in November 2016.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE COLUMBUS OH MSA #18140

The Columbus OH MSA consists of Delaware, Fairfield, Franklin, Licking, Madison, Pickaway, and Union counties. Fifth Third's assessment area excludes Hocking, Morrow, and Perry counties. The assessment area is comprised of 62 low-, 97 moderate-, 131 middle-, and 121 upper-income tracts. There are also three tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked fourth out of 51 institutions with 8.7% of the deposit share. Huntington Bank had the majority of the market share with 31.4% of deposits, followed by JPMorgan Chase Bank and PNC Bank with 22.5% and 9.7% of the market share, respectively. Deposits in this assessment area accounted for 5.2% of the institution's total deposits. This was 31.2% of deposits within the state and the fourth-highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 5,391 HMDA loans and 1,593 CRA loans, which represented 5.2% and 4.1% of the total loans originated during the evaluation period, respectively. This was the sixth-largest HMDA market and sixth-largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked sixth among 519 HMDA reporters in the assessment area, while Fifth Third ranked 47th. The top four HMDA lenders in the assessment area were Huntington Bank, Wells Fargo Bank, Union Savings Bank, and JPMorgan Chase Bank. Fifth Third ranked 10th of 109 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were PNC Bank, American Express, Chase Bank USA, and U.S. Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Five community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an organization that helps attract and maintain local businesses and generate affordable housing, stated that economic conditions in the Columbus area are strong and home prices have returned to pre-economic crisis values. While financial institutions are actively involved in the community, the contact believed there are opportunities for banks to do a better job promoting affordable housing assistance program options. Education on down payments and closing costs, mortgage credit certificates, and homebuyer education are needed, along with other assistance programs that can help qualified lower-income homebuyers achieve successful home ownership.

The second contact, representing an affordable housing agency, stated that while central Ohio's economy is improving, the availability of affordable, decent housing for lower-income residents is not keeping pace. The contact indicated the market-rate rent in central Ohio is $811 a month, which is likely not affordable for two people earning minimum wages. In addition, homelessness continues to increase in Franklin County. The contact noted several institutions, including local area banks, are involved in developing affordable housing in neighborhoods that have struggled with blight for years. The contact believed that area banks are actively involved in the community and recognize the need for decent affordable housing and specifically mentioned Nationwide and Huntington Bank as being actively involved with this organization.

The third contact, representing a Community Development Corporation (CDC), a nonprofit, community-based organization focused on revitalizing low-income, underserved neighborhoods in the Columbus area, stated that financial institutions in the area are open to making potential investments to the organization. The contact stated there are opportunities for financial institutions to receive CRA credit and provide tax credit financing that helps support various community development initiatives.

The fourth contact, representing an organization that works to create a better quality of life for local residents through housing and economic development, stated business economic development is a main area of focus. There are opportunities for financial institutions to provide assistance in the form of financial literacy training and low-cost small-dollar loans to individuals who would like to start a small business. Affordable housing is another key area of need in the community, as the contact stated that in older parts of Columbus, approximately 44.0% of the housing stock is 40 years or older. Therefore, there is a need for low-cost loans to help rehabilitate dilapidated housing stock within the city.

The last contact, representing an organization focusing on the needs of low- and moderate-income families, stated there is an increasing number of families in the greater Columbus area in need of assistance with paying their utility bills and rent and buying food and clothing. The contact noted there are more people in need of temporary housing through the Emergency Food and Shelter Program. The contact also stated that there are opportunities for banks to participate within the community by providing financial expertise on local boards or supporting community service projects. Overall, the contact believed area banks are doing an excellent job participating in the community.

<u>Population Characteristics</u>

According to the 2010 U.S. Census data, the population in the assessment area was 1.8 million, of which 30.3% lived in low- and moderate-income tracts. In addition, 75.3% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2016, Franklin County surpassed Cuyahoga County as Ohio's most populous county for the first time. According to the *Columbus Underground*, the data indicates that Franklin County has an estimated population of 1,264,518, with Cuyahoga County at 1,249,352.

Since 2011, Franklin Country has steadily grown at an average rate of almost 17,000 persons per year, while Cuyahoga County has declined by an average of 4,000 persons per year. In 2015, the Columbus MSA surpassed the two-million population mark and is expected to surpass the Cleveland MSA population when the next set of population estimates becomes available.[255]

According to 2016 U.S. Census estimates,[256] the Columbus MSA remains the third largest MSA in Ohio behind the Cincinnati and the Cleveland MSAs, respectively. The Columbus MSA is the 33rd largest MSA in the country. From 2010 to 2016, the Columbus MSA experienced a 7.3% increase in population. The Cincinnati MSA also experienced an increase in population of 2.4%, while the Cleveland MSA experienced a 1.0% drop in population during this timeframe.

According to 2015 U.S. Census data,[257] Columbus (located in Franklin County) is the largest city in Ohio with 850,106 residents and the 15th largest city in the nation. From 2010 to 2015, Columbus experienced an 18.7% increase in population. The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase.[258] The population within the assessment area increased between 2010 and 2015, with Delaware and Franklin counties experiencing the greatest growth and Licking, Madison, and Pickaway counties' population remaining stable. According to Moody's Analytics, robust population growth will continue to bolster private services and enable Columbus to continue to perform better than other parts of Ohio and the nation.

County	2010 Population	2015 Population	Population Percent Change
Delaware	174,214	193,013	10.8%
Fairfield	146,156	151,408	3.6%
Franklin	1,163,414	1,251,722	7.6%
Licking	166,492	166,492	0.0%
Madison	43,435	43,435	0.0%
Pickaway	55,698	55,698	0.0%
Union	52,300	54,277	3.8%
Total	**1,801,709**	**1,916,045**	**6.3%**

Income Characteristics

The 2010 assessment area median family income was higher ($65,998) than Ohio at $59,680. As shown in the table below, the median family income increased between 4.0-7.0% across the assessment area since 2010.

[255] Evans, Walter. "Franklin County Now Largest in Ohio." *Columbus Underground*. March 23, 2017. - http://www.columbusunderground.com/franklin-county-now-largest-in-ohio-we1
[256] US Census Bureau: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[257] US Census Bureau: http://www.census.gov/quickfacts/table/PST045216/00 (*main page – must enter state, county, city, town or zip code*)
[258] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

Borrower Income Levels
Columbus, OH (MSA)

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$69,400**	0	-	$34,699	$34,700	-	$55,519	$55,520	-	$83,279	$83,280	-	& above
2015	**$71,000**	0	-	$35,499	$35,500	-	$56,799	$56,800	-	$85,199	$85,200	-	& above
2016	**$69,100**	0	-	$34,549	$34,550	-	$55,279	$55,280	-	$82,919	$82,920	-	& above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[259] Franklin County had the highest poverty rate in 1999 and 2015. Delaware County had the lowest poverty rate in 1999 and 2015. In 2015, only Franklin County had a poverty rate higher than Ohio and Franklin County and Ohio had poverty rates that exceeded the national rate. However, Licking and Union counties experienced the largest increase in poverty rates during this period. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[260] The following table shows the poverty rates for 1999[261] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Delaware	3.8%	4.4%	15.8%
Fairfield	5.9%	9.1%	54.2%
Franklin	11.6%	17.1%	47.4%
Licking	7.5%	12.6%	68.0%
Madison	7.8%	9.3%	19.2%
Pickaway	9.5%	12.4%	30.5%
Union	4.6%	7.6%	65.2%
Ohio	**10.6%**	**14.8%**	**39.6%**
United States	**11.8%**	**13.5%**	**14.4%**

Two community contacts stated that homelessness is increasing and more families are in need of assistance in the Columbus area. As shown above, Franklin County has the highest poverty rate within the assessment area. Also, the surrounding more rural counties (Licking, Union, and Fairfield) experienced the greatest change in poverty rates in the assessment area in the last 16 years.

[259] United States Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[260] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[261] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 770,131 housing units and 439,901 families in the assessment area. From an income perspective, 33.8% of housing units, 22.2% of owner-occupied units, and 27.7% of families are located in low- or moderate-income tracts. Over three-quarters of the housing units in the low-income census tracts are either rental or vacant (76.7%), and only 23.3% are owner-occupied. In the moderate-income census tracts, over half (54.5%) of the housing units are either rental or vacant, and 45.5% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be more credit-related opportunities for Fifth Third to provide various aspects of affordable housing in moderate-income tracts compared to low-income tracts.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 36 years old, with 18.3% of the stock built before 1950. The oldest housing stock was in Franklin County with a median age of 38 years, while the newest was 15 years in Delaware County. However, within the assessment area, the median age of housing stock was 54 years in low-income tracts and 46 years in moderate-income tracts, which indicates that there is ample opportunity to make home improvement loans. In addition, a community contact stated there is a need for small-dollar loans for home improvements/revitalization of older housing stock within the city limits, in addition to the need for homeownership and foreclosure prevention counseling for first-time homebuyers and lower-income individuals.

According to the 2010 U.S. Census data, the median housing value in the assessment area was $163,938, with an affordability ratio of 32.23. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered. The median housing values decreased in four counties and increased in three counties between 2010 and 2011-2015, while household incomes increased. As a result, housing became more affordable across the assessment area. During the review period, the most affordable housing was in Union, Pickaway, and Madison counties and the least affordable in Franklin County. Median gross rents substantially increased across most of the assessment area, with renters in Delaware County experiencing the largest increase in rental rates and renters in Union County experiencing the smallest increase. In 2010, about 45.2% of renters across the assessment area had rent costs greater than 30.0% of income. Rising rental rates could make it more difficult for lower income individuals to find affordable housing, as increasing rental rates may make it more difficult for potential homebuyers to save enough for a down payment for a home. In addition, a community contact indicated that the market –rate rent ($811) is likely not affordable for two people earning minimum wages. Several community contacts stated the level of decent, affordable housing for lower-income residents is not keeping pace with the area's growing needs. Contacts also specifically mentioned the need for banks to do more to promote affordable housing assistance program options to assist qualified lower-income homebuyers achieve successful homeownership and provide low-cost loans to help rehabilitate aged, dilapidated housing stock in the older parts of the city. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Ohio.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Delaware	$252,700	34.79	$256,800	35.81	$781	$953	22.0%
Fairfield	$167,200	33.97	$163,100	37.13	$733	$799	9.0%
Franklin	$155,300	31.61	$150,600	34.75	$764	$845	10.6%
Licking	$152,600	34.92	$152,200	37.15	$682	$760	11.4%
Madison	$146,800	34.42	$149,200	38.48	$660	$734	11.2%
Pickaway	$144,800	34.02	$147,700	38.89	$702	$747	6.4%
Union	$174,800	39.16	$171,200	39.36	$762	$805	5.6%
Ohio	**$136,400**	**34.72**	**$129,900**	**38.05**	**$678**	**$730**	**7.7%**

According to Bankrate.com,[262] Ohio ranked eighth for foreclosure filings in November 2016. The national average for foreclosure filings was 1 in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[263]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Delaware	1:1,769
Fairfield	1:1,900
Franklin	1:1,032
Licking	1:943
Madison	1:1,206
Pickaway	1:975
Union	1:1,283
Ohio	**1:1,055**
United States	**1:1,533**

In November 2016, Pickaway County had the highest rate of foreclosure and Fairfield County had the lowest foreclosure rate within the assessment area.

Building permits in the MSA, Ohio, and the nation are included in the following table for 2014, 2015, and 2016.[264]

[262] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[263] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[264] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Columbus MSA	7,052	7,555	7.1%	8,637	14.3%
Ohio	**19,965**	**20,047**	**0.4%**	**22,816**	**13.8%**
United States	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced an increase in housing permits between 2014 and 2015 and a larger increase between 2015 and 2016. Based on the overall demand for permits and performance context indicating an improving housing market, this could indicate an increased demand for home purchase loans across the assessment area during the evaluation period. According to Moody's Analytics, housing starts in Columbus grew much faster than those in the rest of Ohio and the U.S in 2016.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Columbus area economy is in expansion and its economy is performing better than nearly all of its state peers and the nation. Professional services, healthcare, and the public sector continue to drive above-average gains in employment and income. Due to the stable presence of The Ohio State University (top area employer), Columbus' workforce is the most educated of any Ohio metropolitan area and one of the most educated in the Midwest. The Ohio State University also serves as a magnet for out-of-area businesses and an incubator for startups due to its extensive research facilities. Additionally, low business costs in addition to a highly educated workforce also help Columbus to attract more out-of-area companies.

According to *Columbus Business First*,[265] the Columbus metropolitan area is home to four Fortune 500 headquarters. In the past year, L Brands climbed 28 places, American Electric Company 19 places, followed by Nationwide climbing 15 places, and Cardinal Health climbing five places on the list.

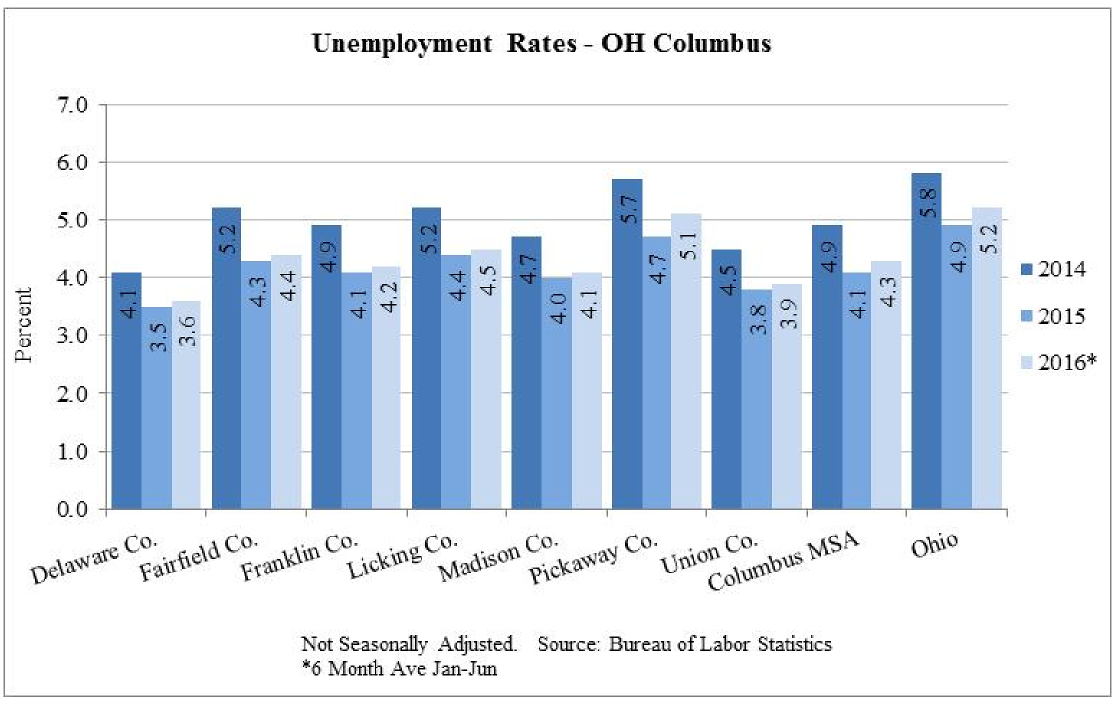
Central Ohio Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
21	Cardinal Health	$102.1 billion
69	Nationwide Mutual Insurance Co.	$40.1 billion
165	American Electric Power Company	$16.4 billion
234	L Brands Inc.	$12.5 billion

[265] Columbus Business First: http://www.bizjournals.com/columbus/news/2017/06/07/25-ohio-companies-make-new-fortune-500-list-with.html

According to Moody's Analytics, top employers in the assessment area in 2015/2016 were:

Company	Number of Employees
The Ohio State University	27,656
JPMorgan Chase & Co.	20,475
OhioHealth	19,182
The Kroger Co.	17,397
Nationwide	12,433
Honda of America Manufacturing Inc.	10,701
Mount Carmel Health System	8,410
Nationwide Children's Hospital	7,822
McDonald's Corp.	7,622
L Brands Inc.	7,100
Huntington Bancshares Inc.	5,500
Giant Eagle Inc.	4,600
Cardinal Health Inc.	4,318
American Electric Power Company	3,578

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the assessment area, MSA, and Ohio.



Overall, unemployment rates declined in 2015 and slightly increased in 2016, but to levels below 2014 unemployment rates across the assessment area. The assessment area had overall lower unemployment rates than Ohio during this period.

According to *The Toledo Blade*, The Andersons Inc. (Lucas County-based agribusiness) filed its official notice with the state of Ohio that it will close its two Toledo area and two Columbus area general stores. The company's closings will affect 1,050 retail workers; 363 jobs will end at the company's Brice and Sawmill general stores in Columbus. The company announced that its retail business lost $20 million in the past eight years and it would shutter the (retail) stores no later than early June.[266]

[266] Blade Staff. "Andersons files official notice of store layoffs." *The Toledo Blade*. February 11, 2017. - https://www.toledoblade.com/Retail/2017/02/11/Andersons-files-official-notice-of-store-layoffs.html

Combined Demographics Report

Assessment Area: OH Columbus

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	62	15	36,180	8.2	13,168	36.4	92,194	21
Moderate-income	97	23.4	85,755	19.5	14,189	16.5	74,503	16.9
Middle-income	131	31.6	157,827	35.9	12,184	7.7	89,933	20.4
Upper-income	121	29.2	160,139	36.4	4,407	2.8	183,271	41.7
Unknown-income	3	0.7	0	0	0	0	0	0
Total Assessment Area	**414**	**100.0**	**439,901**	**100.0**	**43,948**	**10.0**	**439,901**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	95,255	22,231	5.1	23.3	51,114	53.7	21,910	23
Moderate-income	165,382	75,202	17.1	45.5	66,998	40.5	23,182	14
Middle-income	270,649	163,263	37.2	60.3	84,671	31.3	22,715	8.4
Upper-income	238,772	178,656	40.7	74.8	44,890	18.8	15,226	6.4
Unknown-income	73	0	0	0	73	100	0	0
Total Assessment Area	**770,131**	**439,352**	**100.0**	**57.0**	**247,746**	**32.2**	**83,033**	**10.8**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	6,822	7.8	6,050	7.6	745	11.3	27	5.4
Moderate-income	15,754	18.1	14,303	17.9	1,310	19.9	141	28
Middle-income	28,032	32.2	25,868	32.3	1,987	30.2	177	35.1
Upper-income	36,347	41.7	33,721	42.1	2,469	37.6	157	31.2
Unknown-income	232	0.3	170	0.2	60	0.9	2	0.4
Total Assessment Area	**87,187**	**100.0**	**80,112**	**100.0**	**6,571**	**100.0**	**504**	**100.0**
	Percentage of Total Businesses:			**91.9**		**7.5**		**.6**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	24	1.2	23	1.2	1	4.3	0	0
Moderate-income	170	8.8	165	8.6	5	21.7	0	0
Middle-income	1,141	58.8	1,131	59	10	43.5	0	0
Upper-income	605	31.2	598	31.2	7	30.4	0	0
Unknown-income	1	0.1	1	0.1	0	0	0	0
Total Assessment Area	**1,941**	**100.0**	**1,918**	**100.0**	**23**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.8**		**1.2**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE COLUMBUS OH MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated excellent. Fifth Third has demonstrated an excellent responsiveness to the credit needs of the community. Additionally, Fifth Third originated 61 community development loans totaling $313.5 million. Fifth Third has an excellent geographic distribution of loans and minimal lending gaps. Fifth Third has an excellent distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third exhibits an excellent record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The excellent level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an excellent responsiveness to the credit needs within the assessment area. Fifth Third originated 2,853 home purchase, 2,339 refinance, 195 home improvement, 1,593 small business, and 61 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 4.9% is less than the percentage of total deposits at 5.2% in this area.

Fifth Third made 98.4% of the HMDA and 99.5% of the CRA lending within its designated assessment area. No concentrations of lending were identified in any of the excluded counties within the assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	18	6.3%	72	25.1%	130	45.3%	67	23.3%
Percentage of Owner Occupied Units		***5.1%***		***17.1%***		***37.2%***		***40.7%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	75	26.1%	96	33.4%	81	28.2%	33	11.5%
Percentage of Families by Family Income		***21.0%***		***16.9%***		***20.4%***		***41.7%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications for a meaningful analysis. The percentage of other modifications in low- and moderate-income tracts exceeded the percentage of owner-occupied units in these geographies. Therefore, modifications helped to expand lending activities in these areas. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is excellent. Home purchase lending, the largest loan category, is excellent. Refinance and home improvement lending are also excellent. Small business lending is good. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	62	3	95.2%
Moderate	97	0	100.0%
Middle	131	0	100.0%
Upper	121	0	100.0%
Unknown	3	2	33.3%
Total	**414**	**5**	**98.8%**

Lending gaps are considered minimal. The penetration rate in low-income tracts is 95.2% and there are no lending gaps in moderate-, middle-, and upper-income tracts.

Home Purchase Loans

Fifth Third made 171 home purchase loans totaling $16.9 million in low-income tracts. This represents 6.0% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 5.1%, and 3.4% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 2.6% and significantly exceeded the 2015 aggregate at 2.9%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in low-income tracts is excellent.

Fifth Third made 539 home purchase loans totaling $56.5 million in moderate-income tracts. This represents 18.9% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 17.1%, and 11.3% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 12.8% and exceeded the 2015 aggregate at 13.3%. As Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of home purchase loans in moderate-income tracts is excellent.

Fifth Third made 905 home purchase loans totaling $126.6 million in middle-income tracts. This represents 31.7% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 37.2%, and 25.3% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 35.9% and was below the 2015 aggregate of 35.6%.

Fifth Third made 1,238 home purchase loans totaling $300.9 million in upper-income tracts. This represents 43.4% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 40.7%, and 60.1% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 48.8% and was below the 2015 aggregate of 48.2%.

Overall, the geographic distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 138 refinance loans totaling $10.7 million in low-income tracts. This represents 5.9% of refinance loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 5.1%, and 2.9% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 3.5% and exceeded the 2015 aggregate at 2.5%. Since Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of refinance loans in low-income tracts is excellent.

Fifth Third made 381 refinance loans totaling $35.3 million in moderate-income tracts. This represents 16.3% of refinance loans by volume, which is comparable to the owner-occupied units in these tracts at 17.1%, and 9.6% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 14.2% and exceeded the 2015 aggregate at 11.6%. As Fifth Third's performance exceeded the aggregate of all lenders and was comparable to proxy, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 740 refinance loans totaling $89.6 million in middle-income tracts. This represents 31.6% of refinance loans by volume, which is below the owner-occupied units in these tracts at 37.2%, and 24.3% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 36.8% and was below the 2015 aggregate at 34.1%.

Fifth Third made 1,080 refinance loans totaling $232.6 million in upper-income tracts. This represents 46.2% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 40.7%, and 63.2% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate at 45.5% and was below the 2015 aggregate at 51.9%.

Overall, the geographic distribution of refinance loans is excellent.

Home Improvement Loans

Fifth Third made 14 home improvement loans totaling $458,000 in low-income tracts. This represents 7.2% of home improvement loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 5.1%, and 2.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 4.0% and exceeded the 2015 aggregate of 3.6%. Given the median age of housing stock at 54 years in low-income tracts, which typically indicates the need for home improvement loans and Fifth Third's performance, which exceeded proxy and the aggregate of all lenders, the geographic distribution of home improvement loans in low-income tracts is excellent.

Fifth Third made 33 home improvement loans totaling $1.6 million in moderate-income tracts. This represents 16.9% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 17.1%, and 8.8% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 14.9% and the 2015 aggregate of 15.3%. As Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is excellent.

Fifth Third made 68 home improvement loans totaling $4.8 million in middle-income tracts. This represents 34.9% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 37.2%, and 26.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 38.5% and exceeded the 2015 aggregate of 37.5%.

Fifth Third made 80 home improvement loans totaling $11.2 million in upper-income tracts. This represents 41.0% of home improvements loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 40.7%, and 61.8%, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 42.6% and was below the 2015 aggregate of 43.6%.

Overall, the geographic distribution of home improvement loans is excellent.

Small Business Loans

Fifth Third made 117 small business loans totaling $19.6 million in low-income tracts. This represents 7.3% of small business loans by volume, which is comparable to the percentage of businesses in these tracts at 7.6%, and 12.5% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 6.8% and was below the 2015 aggregate of 7.5%. Given that Fifth Third's performance was comparable to proxy, the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 196 small business loans totaling $31.6 million in moderate-income tracts. This represents 12.3% of small business loans by volume, which is below the percentage of businesses in these tracts at 17.9%, and 20.1% by dollar volume, which exceeds proxy. The percentage of loans by volume was significantly below the 2014 aggregate of 21.6% and was significantly below the 2015 aggregate of 22.8%. Given that Fifth Third's performance was significantly below the aggregate of all lenders and below proxy, the geographic distribution of small business loans in moderate-income tracts is adequate.

Fifth Third made 442 small business loans totaling $45.3 million in middle-income tracts. This represents 27.7% of small business loans by volume, which is below the percentage of businesses in these tracts at 32.3%, and 28.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 28.0% and exceeded the 2015 aggregate of 27.5%.

Fifth Third made 835 small business loans totaling $60.4 million in upper-income tracts. This represents 52.4% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 42.1%, and 38.5% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 42.4% and exceeded the 2015 aggregate of 41.0%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is excellent based on borrower income and for businesses of different revenue sizes. Borrower distribution is excellent for home purchase and home improvement lending, and borrower distribution is good for refinance lending.

Home Purchase Loans

Fifth Third made 577 loans totaling $51.1 million to low-income borrowers. This represents 20.2% of home purchase loans by volume, which is comparable to the percentage of low-income families at 21.0%, and 10.2% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.0% and significantly exceeded the 2015 aggregate of 8.2%. Because Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home purchase loans to low-income borrowers is excellent.

Fifth Third made 628 loans totaling $75.3 million to moderate-income borrowers. This represents 22.0% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 16.9%, and 15.0% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.7% and exceeded the 2015 aggregate of 18.8%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 515 loans totaling $79.4 million to middle-income borrowers. This represents 18.1% of home purchase loans by volume, which is below the percentage of middle-income families at 20.4%, and 15.9% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.6% and was below the 2015 aggregate of 20.4%.

Fifth Third made 1,024 loans totaling $276.3 million to upper-income borrowers. This represents 35.9% of home purchase loans by volume, which is below the percentage of upper-income families at 41.7%, and 55.2% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 34.2% and was below the 2015 aggregate of 33.9%.

The overall borrower distribution of home purchase loans is excellent.

Refinance Loans

Fifth Third made 322 loans totaling $28.4 million to low-income borrowers. This represents 13.8% of refinance loans by volume, which is below percentage of low-income families at 21.0%, and 7.7% by dollar volume, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 7.4% and significantly exceeded the 2015 aggregate of 5.6%. Given Fifth Third's performance significantly exceeded the aggregate of all lenders, but was below proxy, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 445 loans totaling $43.9 million to moderate-income borrowers. This represents 19.0% of refinance loans by volume, which exceeds the percentage of moderate-income families at 16.9%, and 11.9% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.1% and exceeded the 2015 aggregate of 12.6%. As Fifth Third's performance exceeded proxy and aggregate lenders, borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 516 loans totaling $63.7 million to middle-income borrowers. This represents 22.1% of refinance loans by volume, which exceeds the percentage of middle-income families at 20.4%, and 17.3% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 19.3% and exceeded the 2015 aggregate of 18.9%.

Fifth Third made 953 loans totaling $213.5 million to upper-income borrowers. This represents 40.7% of refinance loans by volume, which is comparable to the percentage of upper-income families at 41.7%, while the percentage of loans by dollar amount at 58.0% significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 38.2% and exceeded the 2015 aggregate of 39.3%.

Overall, the borrower distribution of refinance loans is good.

Home Improvement Loans

Fifth Third made 37 loans totaling $2.4 million to low-income borrowers. This represents 19.0% of home improvement loans by volume, which is comparable to the percentage of low-income families at 21.0%, and 13.2% by dollar amount, which is below proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 9.9% and significantly exceeded the 2015 aggregate of 8.6%. Given that Fifth Third's performance significantly exceeded the aggregate of all lenders and was comparable to proxy, the borrower distribution of home improvement loans to low-income borrowers is excellent.

Fifth Third made 47 loans totaling $2.3 million to moderate-income borrowers. This represents 24.1% of its home improvement loans by volume, which substantially exceeds the percentage of moderate-income families at 16.9%, and 12.8% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.8% and exceeded the 2015 aggregate of 18.2%. Given that Fifth Third's performance exceeds the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 43 loans totaling $3.4 million to middle-income borrowers. This represents 22.1% of home improvement loans by volume, which exceeds the percentage of middle-income families at 20.4%, and 18.7% by dollar amount, which is slightly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 20.5% and exceeded the 2015 aggregate of 20.7%.

Fifth Third made 67 loans totaling $9.9 million to upper-income borrowers. This represents 34.4% of home improvement loans by volume, which is significantly below the percentage of upper-income families at 41.7%, and 54.6% by dollar amount, which exceeds proxy. The percentage of loans by volume was below 2014 aggregate of 44.2% and was below the 2015 aggregate of 45.0%.

Overall, the borrower distribution of home improvement loans is excellent.

Small Business Loans

The distribution of small business loans to businesses of different sizes is excellent, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 62.9% of small business loans to businesses with revenues of $1 million or less.

Fifth Third's performance exceeded the 2014 aggregate of 36.4% and exceeded the 2015 aggregate of 39.5%, but was significantly below the percentage of small businesses in the assessment area at 91.9%. Also, during the evaluation period, Fifth Third was able to make a relatively high percentage of small-dollar loans (79.0%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses. In addition, a community contact indicated there is a need to assist entrepreneurs in starting businesses.

Community Development Loans

Fifth Third originated 61 community development loans totaling $313.5 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
8	60,049,891	14	91,250,000	35	160,592,816	4	1,615,066

Community development lending in the assessment area represents 5.2% of the total dollar volume of community development loans originated Fifth Third during the evaluation period. This ranks as Fifth Third's fourth highest percentage of community development lending during the evaluation period. Fifth Third's performance is especially strong because of the high competition for community development loans and a number of large national banks in the area. As such, Fifth Third is considered a leader in community development lending.

Examples of community development lending include, but are not limited to:

- A renewal of line of credit for Habitat for Humanity Mid-Ohio
- A renewal of a revolving line of credit to a limited housing partnership that provides 72 units of affordable housing for the elderly earning less than 60.0% of the area median income/Medicaid eligible
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies (20 jobs added and over 50 jobs saved)
- Multiple working capital loans to help retain and expand businesses located in areas specifically designated by the city to promote revitalization and economic development

The affordable housing and revitalization loans and loans that provide services to low- and moderate-income areas were deemed to be responsive, as community contacts specifically mentioned the need for these types of loans. A community contact also mentioned the need to revitalize the blighted areas of Columbus.

Flexible Lending Programs

Fifth Third had 1,155 flexible lending loans in this assessment area: 656 government loans, 72 down payment assistance loans, and 427 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.8%	1.2%	5.1%	18.8%	12.5%	17.1%	47.0%	43.1%	37.2%	32.5%	43.3%	40.7%
Down Payment Assistance Programs	52.8%	45.2%	5.1%	23.6%	24.9%	17.1%	16.7%	21.0%	37.2%	6.9%	8.8%	40.7%
Other Flexible Lending Programs	8.9%	5.3%	5.1%	24.4%	16.9%	17.1%	35.8%	35.2%	37.2%	30.9%	42.5%	40.7%
Total	**7.6%**	**4.2%**	**5.1%**	**21.1%**	**14.4%**	**17.1%**	**41.0%**	**39.7%**	**37.2%**	**30.3%**	**41.7%**	**40.7%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	15.4%	9.0%	21.0%	33.7%	27.9%	16.9%	21.8%	23.0%	20.4%	23.9%	34.8%	41.7%
Down Payment Assistance Programs	52.8%	52.5%	21.0%	25.0%	23.6%	16.9%	9.7%	10.5%	20.4%	8.3%	8.7%	41.7%
Other Flexible Lending Programs	16.9%	15.8%	21.0%	23.2%	19.5%	16.9%	22.0%	20.5%	20.4%	29.5%	36.4%	41.7%
Total	**18.3%**	**12.9%**	**21.0%**	**29.3%**	**25.1%**	**16.9%**	**21.1%**	**21.7%**	**20.4%**	**25.0%**	**34.3%**	**41.7%**

Fifth Third's lending in low-income tracts, by number exceeded the percentage of owner-occupied units in these tracts; however, lending by dollar amount was below proxy. The number and dollar amount of down payment assistance programs significantly exceeded the overall percentage of lending in low-income tracts. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies, while the percentage of lending by dollar amount was below proxy. The number and dollar amounts of down payment assistance programs exceeded the overall percentage of lending in moderate-income tracts.

Fifth Third's lending by volume and dollar amount to low-income borrowers was below percentage of low-income families in the assessment area.

The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, especially for government loan programs.

Fifth Third made extensive use of flexible lending practices is serving assessment area credit needs, as lending through flexible loan programs to moderate-income borrowers was good and lending in low- and moderate-income tracts and to low-income borrowers was excellent. In addition, a community contact indicated the need for down payment and closing cost assistance programs to assist qualified lower-income homebuyers achieve successful homeownership.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated good.

Fifth Third made a relatively high level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was occasionally in a leadership position. Fifth Third has 411 qualified investments totaling $61.5 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
221	25,417,612	9	26,100	3	12,500	122	676,378

Also included in the total number of qualified investments are 56 prior period investments totaling $35.4 million. Fifth Third made 3.8% of its total community development investments in this assessment area, which is less than the percentage of total deposits at 5.2% and less than the percentage of branch offices at 4.3%.

Fifth Third exhibits a good responsiveness to credit and community development needs in the assessment area, including investments in affordable housing throughout the assessment area, which was an important need expressed by several community contacts. Fifth Third made 148 donations totaling $830,278 that supported chambers of commerce, small businesses, churches, social and charitable organizations. The majority of Fifth Third's donations (81.5%) supported services to low- and moderate-income individuals, in particular to the United Way of Central Ohio. A community contact indicated there are an increasing number of families in need of various types of assistance in the Columbus area.

Service Test

Fifth Third's performance under the service test in this assessment area is rated good. Retail services are accessible and Fifth Third a relatively high level of providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, no banking centers were opened and two were closed, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households, and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 56 banking centers within this assessment area, including three in low-, 15 in moderate-, 15 in middle-, and 23 in upper-income census tracts. Fifth Third banking centers in this assessment area represent 4.3% of all its banking centers.

Fifth Third has a total of 90 full-service ATMs within this assessment area, including four in low-, 30 in moderate-, 22 in middle-, and 31 in upper-income census tracts. There are also three full-service ATMs located in unknown income tracts.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: OH Columbus

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches		Open	Closed	Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	#	#		#	%	#	%	#	%	#	%	%	%
Low	3	5.4%	0	0	Total	5	4.5%	4	4.4%	1	4.8%	62	15.0%	10.7%	7.8%
Moderate	15	26.8%	0	0	Total	33	29.7%	30	33.3%	3	14.3%	97	23.4%	20.7%	18.0%
Middle	15	26.8%	0	0	Total	25	22.5%	22	24.4%	3	14.3%	131	31.6%	36.1%	31.9%
Upper	23	41.1%	0	2	Total	42	37.8%	31	34.4%	11	52.4%	121	29.2%	32.5%	42.0%
Unknown	0	0.0%	0	0	Total	6	5.4%	3	3.3%	3	14.3%	3	0.7%	0.0%	0.3%
Total	56	100.0%	0	2	Total	111	100.0%	90	100.0%	21	100.0%	414	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered adequate, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third has a relatively high level of providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 5,397 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 4.5% of all community development services provided and equates to 2.59 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
294	289	290	4,524

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 3,213 hours of providing financial literacy through local nonprofits and school programs, 1,813 hours serving on boards and committees, 191 hours providing technical assistance to non-profits, and 180 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy, as several community contacts mentioned the need for financial literacy training to assist first-time homebuyers and support for affordable housing.

METROPOLITAN and NON-METROPOLITAN AREAS
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF OHIO

- **Dayton-Springfield-Sidney CSA**
  - As of June 30, 2016, Fifth Third operated 43 branches in the assessment area, representing 17.6% of its branches in Ohio.
  - As of June 30, 2016, Fifth Third had $3.1 million in deposits in this assessment area, representing a market share of 24.5% and 17.5% of it statewide deposits.
- **Lima MSA**
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 1.2% of its branches in Ohio.
  - As of June 30, 2016, Fifth Third had $144,302 in deposits in this assessment area, representing a market share of 8.0% and 0.8% of it statewide deposits.
- **Non-metropolitan Northwest Ohio**
  - As of June 30, 2016, Fifth Third operated 18 branches in the assessment area, representing 7.3% of its branches in Ohio.
  - As of June 30, 2016, Fifth Third had $1.1 million in deposits in this assessment area, representing a market share of 8.6% and 6.0% of it statewide deposits.
- **Non-metropolitan Southwest Ohio**
  - As of June 30, 2016, Fifth Third operated 15 branches in the assessment area, representing 6.1% of its branches in Ohio.
  - As of June 30, 2016, Fifth Third had $627,041 in deposits in this assessment area, representing a market share of 9.4% and 3.6% of it statewide deposits.
- **Toledo MSA**
  - As of June 30, 2016, Fifth Third operated 27 branches in the assessment area, representing 11.0% of its branches in Ohio.
  - As of June 30, 2016, Fifth Third had $2.4 million in deposits in this assessment area, representing a market share of 23.5% and 13.5% of it statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF OHIO

Through the use of available facts and data, including performance and demographic information, each assessment area's performance was evaluated and compared with Fifth Third's performance in the state. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Dayton-Springfield-Sidney CSA	Below	Below	Below
Lima MSA	Below	Below	Consistent
Non-metropolitan Northwest Ohio	Below	Below	Consistent
Non-metropolitan Southwest Ohio	Below	Consistent	Consistent
Toledo MSA	Below	Below	Consistent

For the lending test, Fifth Third received an "Outstanding" rating in Ohio. Performance in all five limited-scope assessment areas was below Fifth Third's performance for the state. Although below the state performance, the geographic and borrower distribution of loans was excellent in the Dayton-Springfield-Sidney assessment area and good in the remaining four assessment areas. The level of community development loans was good in the Dayton-Springfield-Sidney and Toledo assessment areas and adequate in the remaining three assessment areas. Overall, a low level of lending gaps was noted in all five limited-scope assessment areas.

For the investment test, Fifth Third received an "Outstanding" rating in Ohio. While the investment activity was below the performance for the state in all five limited-scope assessment areas, investment activity was adequate in the Lima assessment area and good in the remaining four assessment areas. The weaker performance was primarily due to a lower level of qualified investments and contributions relative to Fifth Third's operational presence in the assessment area.

For the service test, Fifth Third received a "High Satisfactory" rating in Ohio. Performance was consistent with Fifth Third's performance for the state in four of the five limited-scope assessment areas, while services performance in the Dayton-Springfield-Sidney assessment area was below performance for the state. Retail services were good in the non-metropolitan Northwest Ohio, non-metropolitan Southwest Ohio, and the Toledo assessment areas and adequate in the remaining two assessment areas. The stronger retail services performance in the non-metropolitan areas and in the Toledo assessment areas was primarily due to greater accessibility of delivery systems in lower-income geographies. Qualified community development services were excellent in three limited-scope assessment areas and good in the Dayton-Springfield and non-metropolitan Southwest Ohio assessment areas. The weaker community development services performance was primarily due to a lower level of hours dedicated to providing qualified services relative to Fifth Third's operational presence in these assessment areas.

The performance in the limited-scope assessment areas did not change the overall state rating.

COMMONWEALTH OF PENNSYLVANIA

CRA RATING for Commonwealth of Pennsylvania: Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: Low Satisfactory

The major factors supporting this rating include:

- An adequate responsiveness to the credit needs of the community;
- A good geographic distribution of loans throughout the assessment area;
- An adequate distribution among borrowers of different income levels and to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- An adequate level of community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Pittsburgh MSA assessment area, which represents Fifth Third's entire banking operations for Pennsylvania. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the Institution section of this report.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE PITTSBURGH PA MSA #38300

The Pittsburgh PA MSA consists of Allegheny County and portions of Washington and Westmoreland counties. Fifth Third's assessment area excludes Armstrong, Beaver, Butler, and Fayette counties. The assessment area is comprised of 38 low-, 104 moderate-, 174 middle-, and 122 upper-income tracts. There are also 13 tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

Fifth Third exited the Pittsburgh market as of April 22, 2016; therefore, 2015 Summary of Deposit information was used to determine the appropriate deposit market share for this assessment area. Additionally, the branches that were open during this review period were evaluated. As of June 30, 2015, Fifth Third ranked 15th out of 45 institutions with 0.7% of the deposit share. PNC Bank had the majority of the market share 50.9% of deposits, followed by The Bank of New York Mellon, Citizens Bank of Pennsylvania, BNY Mellon (PA), and Dollar Bank FSB with 9.9%, 7.8%, 7.2%, and 3.5% of the market share, respectively. Deposits in this assessment area accounted for 0.7% of the institution's total deposits. This was the 26th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 458 HMDA loans and 140 CRA loans, which represented 0.4% of the total loans originated during the evaluation period, respectively. This was the 35th largest HMDA market and 35th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 47th among 447 HMDA reporters in the assessment area, while Fifth Third ranked 100th. The top four HMDA lenders in the assessment area were Wells Fargo Bank, Dollar Bank FSB, PNC Bank, and Howard Hanna Financial Services. Fifth Third ranked 26th of 102 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were PNC Bank, American Express, Capital One, and Synchrony Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Three community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a small business development corporation, stated that one of the overall challenges facing Westmoreland County is its rapidly aging population. Approximately 28.0% of population is projected to be age 65 or older in 2020. The effects of a larger elderly population are a decline in consumer spending, a shrinking tax base, and an increased demand for services. The contact stated that while there is an active banking community in the area, small businesses are still finding it challenging to obtain loans as a result of the current regulatory environment to which banks are bound. The contact indicated there is a need for businesses to be able to obtain small-dollar loans with minimal fees in order to better meet daily operational needs.

The second contact, representing an organization that provides workforce development, stated there are opportunities for financial institutions to participate in economic development initiatives to help create jobs. More available jobs are being posted online for the Pittsburgh region; openings for heavy and tractor-trailer drivers, sales representatives, and registered nurses topped the list for occupations wanted. Nearly half the available jobs require a bachelor's degree and over a quarter require high school and career training.

The third contact, representing an economic development organization, indicated the Pittsburgh area is well-served by a multitude of community banks and larger financial institutions. Overall, community development initiatives are being supported. The contact believed local banks seem more willing and able to lend and provide services in the community than the larger regional financial institutions.

Population Characteristics

According to the 2010 U.S. Census data, the population in the assessment area was 1.4 million. Less than a quarter (23.4%) of the population lived in low- and moderate-income tracts. In addition, 80.0% of the population was 18 years of age or older, the legal age to enter into a contract. According to Moody's Analytics, the Pittsburgh MSA has an older-than-average population. The share of the population age 65 and older in Pennsylvania is four percentage points higher than the U.S. average. A community contact also mentioned the aging population in Westmoreland County as becoming an increasing concern from an economic perspective.

As of July 1, 2015, the Pittsburgh MSA is the 26th largest in terms of population in the nation.[267] Allegheny County is the largest county in the assessment area and the second-largest county in Pennsylvania.[268] Pittsburgh is the largest city in this county with 304,391 residents and the second-most populous city in Pennsylvania. Pittsburgh is the 63rd largest city in the United States; its population decreased by 8.7% between 2000 and 2015.[269] Washington County is the tenth-largest county in Pennsylvania and Greensburg is the largest city in the county, with 14,495 residents. Westmoreland County is the 18th largest county in Pennsylvania and Washington is the largest city in the county with 13,497 residents. According to Moody's Analytics, the Pittsburgh MSA has struggled to retain population and continues to experience weak and worsening out-migration trends in spite of increasing foreign immigration.

The following table shows the population in the assessment area by county for 2010 and 2015, with the percentage of the population increase or decrease.[270] The population within the assessment area remained relatively stable between 2010 and 2015, with Westmoreland County experiencing negative growth in population during this time period.

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267 MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk

268 U.S. Places: http://us-places.com (main page – enter state, choose population by county)

269 U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)

270 Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Allegheny	1,223,348	1,230,459	0.6%
Washington	207,820	208,261	0.2%
Westmoreland	365,169	357,956	-2.0%
Total	**1,796,337**	**1,796,676**	**0.0%**

Income Characteristics

The 2010 assessment area median family income was higher ($65,364) than Pennsylvania at $63,364. As shown in the table below, the median family income increased across the assessment area since 2010.

Borrower Income Levels
Pittsburgh, PA MSA

FFIEC Estimated Median Family Income		Low 0 - 49.99%	Moderate 50% - 79.99%	Middle 80% - 119.99%	Upper 120% - & above
2014	**$65,600**	0 - $32,799	$32,800 - $52,479	$52,480 - $78,719	$78,720 - & above
2015	**$69,700**	0 - $34,849	$34,850 - $55,759	$55,760 - $83,639	$83,640 - & above
2016	**$70,600**	0 - $35,299	$35,300 - $56,479	$56,480 - $84,719	$84,720 - & above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[271] Allegheny County had the highest poverty rate in 1999 and 2015. Westmoreland County had the lowest poverty rate in 1999 and Washington County had the lowest poverty rate in 2015. In 2015, the poverty rates of the assessment area and Pennsylvania were lower than the national rate. Westmoreland County experienced the largest increase in poverty rate during this period. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[272] The following table shows the poverty rates for 1999[273] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Allegheny	11.2%	12.2%	8.9%
Washington	9.8%	10.1%	3.1%
Westmoreland	8.6%	11.3%	31.4%
Pennsylvania	**11.0%**	**13.1%**	**19.1%**
United States	**11.8%**	**13.5%**	**14.4%**

[271] United States Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[272] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[273] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 670,057 housing units and 355,640 families in the assessment area. From an income perspective, 27.1% of housing units, 18.5% of owner-occupied units, and 21.4% of families are located in low- or moderate-income tracts. Nearly three-quarters of the housing units in the low-income census tracts are either rental or vacant (73.0%), and 27.1% are owner-occupied. In the moderate-income census tracts, over half (54.3%) of the housing units are either rental or vacant, and 45.7% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be more credit-related opportunities for Fifth Third to provide various aspects of affordable housing in moderate-income tracts compared to low-income tracts.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 57 years old, with 41.8% of the stock built before 1950. Within the assessment area, the median age of housing stock was 61 years in low- and moderate-income tracts, which indicates that there is ample opportunity to make home improvement loans.

According to the 2010 U.S. Census data, the median housing value in the assessment area was $118,494, with an affordability ratio of 40.84. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered.

The median housing values increased in all three counties between 2010 and 2011-2015 and household incomes increased; however, housing only became slightly more affordable in Westmoreland County. During the review period, the most affordable housing was in Allegheny County. Median gross rents substantially increased across most of the assessment area, with renters in Washington County experiencing the largest increase in rental rates. In 2010, about 44.3% of renters across the assessment area had rent costs greater than 30.0% of income. Rising rental rates could make it more difficult for lower-income individuals to find affordable housing, as increasing rental rates may make it more difficult for potential homebuyers to save enough for a down payment for a home. According to Moody's Analytics, the growing demand for single-family homes is apparent, as these prices increased by 5.6% in 2015, which is above average for Pennsylvania. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Pennsylvania.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Allegheny	$115,200	41.63	$129,600	40.93	$688	$780	13.4%
Washington	$130,300	38.13	$152,400	37.04	$563	$675	19.9%
Westmoreland	$126,800	37.61	$138,500	37.72	$578	$654	13.1%
Pennsylvania	**$159,300**	**31.64**	**$166,000**	**32.29**	**$739**	**$840**	**13.7%**

According to Bankrate.com,[274] Pennsylvania ranked tenth for foreclosure filings in November 2016. The national average for foreclosure filings was 1 in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[275]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Allegheny	1:1,178
Washington	1:2,522
Westmoreland	1:1,197
Pennsylvania	**1:1,246**
United States	**1:1,533**

In November 2016, Allegheny County had the highest rate of foreclosure and Washington County had the lowest foreclosure rate within the assessment area.

Building permits in the MSA, Pennsylvania, and the nation are included in the following table for 2014, 2015, and 2016.[276]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Pittsburgh MSA	4,199	5,264	25.4%	4,403	-16.4%
Pennsylvania	**25,108**	**22,854**	**-9.0%**	**23,303**	**2.0%**
United States	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced a significant increase in housing permits between 2014 and 2015 and a major decrease between 2015 and 2016, not reflecting the trends in either Pennsylvania or the nation. The reduced demand for permits could indicate a weakening housing market and a decreased demand for home purchase loans across the assessment area.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Pittsburgh area economy is at risk. Natural resources mining and manufacturing are not experiencing much growth. While gains made from the Marcellus Shale boom have subsided, strong gains in high tech and healthcare have countered the losses and kept the economy on track.

[274] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[275] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
[276] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Renowned higher education and research institutions and the low cost of living relative to other large northeastern metropolitan areas continue to be economic strengths for the metropolitan area. However, Pittsburgh's weak and worsening demographics and aging infrastructure will cause the Pittsburgh metropolitan area to underperform the nation.

According to *Pittsburgh Business First*,[277] the Pittsburgh metropolitan area is home to six Fortune 500 headquarters. In the past year, Kraft Heinz climbed 119 places, due to the merger of H.J Heinz and Kraft Foods Group in 2015, making it the fifth-largest food and beverage company in the world. PNC climbed 21 places, PPG climbed 16 places, and WESCO and Dick's climbed three and 28 places, respectively. On the other hand, United States Steel dropped 68 places since 2015.

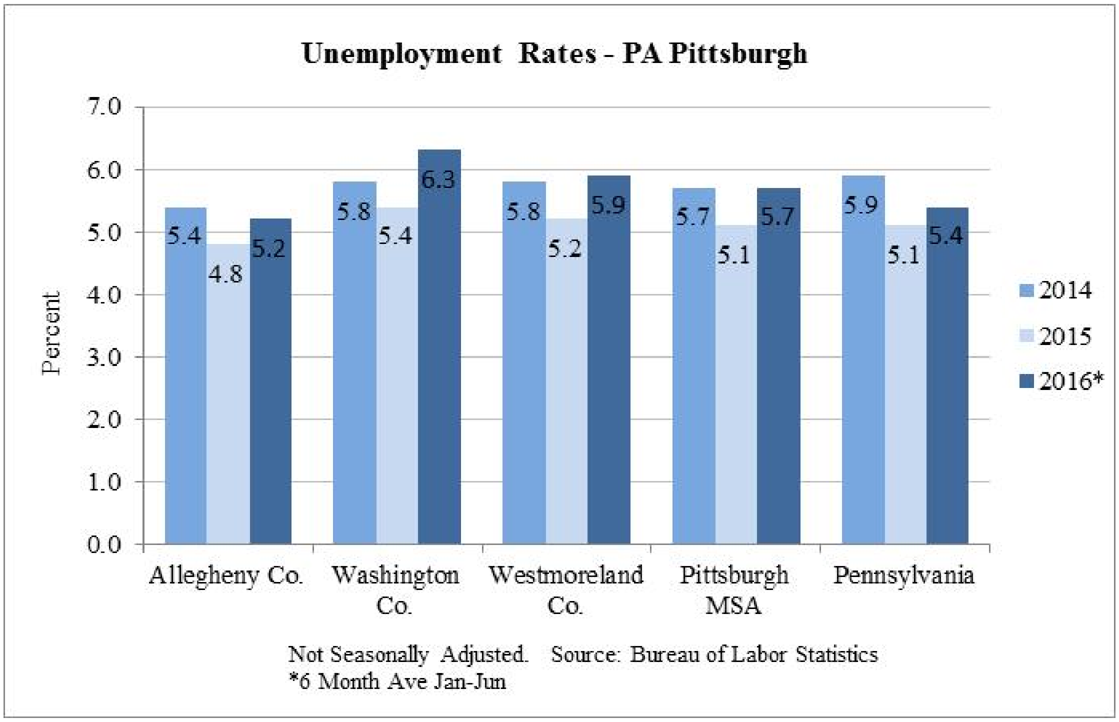
Pittsburgh Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
153	The Kraft Heinz Company	$18.2 billion
171	PNC Financial Services Group	$16.4 billion
182	PPG Industries	$15.2 billion
244	United States Steel Corporation	$10.3 billion
357	WESCO International	$7.3 billion
365	Dick's Sporting Goods	$6.2 billion

According to Moody's Analytics, the top ten employers in the assessment area in 2015/2016 were:

Company	Number of Employees
University of Pittsburgh Medical Center	43,000
University of Pittsburgh	12,116
Giant Eagle Inc.	11,119
PNC Financial Services Group	10,030
West Penn Allegheny Health System	9,998
The Bank of New York Mellon	7,600
Wal-Mart Stores Inc.	6,200
Westinghouse Electric Co.	5,600
Highmark Inc.	6,200
United States Steel Corp.	5,000

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the assessment area, MSA, and Pennsylvania.

[277] Pittsburgh Business First: http://www.bizjournals.com/pittsburgh/news/2016/06/06/here-are-the-pittsburgh-companies-that-are-among.html



Overall, unemployment rates declined in 2015 and increased in 2016 to levels above 2014 unemployment rates in Washington and Westmoreland counties. Allegheny County had overall lower unemployment rates than Pennsylvania during this period, while the MSA exceeded Pennsylvania's rate of unemployment in 2016.

According to the *Pittsburgh Post-Gazette*, Macy's announced it will close several stores in the Pittsburgh region in spring 2017 to cut costs and cope with a shifting retail environment. The three store closures will affect 214 workers. This shutdown is part of the company's decision to close approximately 100 stores over the next few years and eliminate 3,900 jobs. The company is pleased with the performance of its digital business, with double-digit gains at both Macys.com and Bloomingdale.com; however, store sales continue to be impacted by changing customer behavior. The steps to streamline operations are estimated to generate about $550 million in savings beginning in 2017.[278]

[278] Ritenbaugh, Stephanie. "Macy's to close several Pittsburgh-area stores." *Pittsburgh Post- Gazette*. January 4, 2017. - http://www.post-gazette.com/business/pittsburgh-company-news/2017/01/04/Macy-s-will-close-78-stores-including-several-in-Western-Pennsylvania-by-spring/stories/201701040226

Combined Demographics Report

Assessment Area: PA Pittsburgh

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	38	8.4	14,173	4	5,024	35.4	68,254	19.2
Moderate-income	104	23.1	61,895	17.4	10,940	17.7	60,354	17
Middle-income	174	38.6	145,215	40.8	9,099	6.3	74,055	20.8
Upper-income	122	27.1	134,337	37.8	3,864	2.9	152,977	43
Unknown-income	13	2.9	20	0	0	0	0	0
Total Assessment Area	**451**	**100.0**	**355,640**	**100.0**	**28,927**	**8.1**	**355,640**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	40,808	11,046	2.7	27.1	19,576	48	10,186	25
Moderate-income	140,498	64,207	15.8	45.7	51,503	36.7	24,788	17.6
Middle-income	277,211	172,690	42.5	62.3	78,252	28.2	26,269	9.5
Upper-income	211,273	158,564	39	75.1	39,803	18.8	12,906	6.1
Unknown-income	267	20	0	7.5	128	47.9	119	44.6
Total Assessment Area	**670,057**	**406,527**	**100.0**	**60.7**	**189,262**	**28.2**	**74,268**	**11.1**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	3,636	4.7	3,161	4.5	455	6.5	20	3.4
Moderate-income	10,215	13.1	9,239	13.1	869	12.4	107	18
Middle-income	32,202	41.3	28,863	41	3,046	43.4	293	49.3
Upper-income	31,460	40.3	28,789	40.9	2,501	35.6	170	28.6
Unknown-income	534	0.7	376	0.5	154	2.2	4	0.7
Total Assessment Area	**78,047**	**100.0**	**70,428**	**100.0**	**7,025**	**100.0**	**594**	**100.0**
	Percentage of Total Businesses:			**90.2**		**9.0**		**.8**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	6	1.5	5	1.3	1	16.7	0	0
Moderate-income	27	6.9	26	6.7	1	16.7	0	0
Middle-income	195	49.7	194	50.3	1	16.7	0	0
Upper-income	162	41.3	159	41.2	3	50	0	0
Unknown-income	2	0.5	2	0.5	0	0	0	0
Total Assessment Area	**392**	**100.0**	**386**	**100.0**	**6**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.5**		**1.5**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE PITTSBURGH PA MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "High Satisfactory." Fifth Third has demonstrated an adequate responsiveness to the credit needs of the community. In addition, Fifth Third originated ten community development loans totaling $67.9 million. Fifth Third has a good geographic distribution of loans and a high level of lending gaps and an adequate distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance, and small business lending. There were an insufficient number of home improvement loans to analyze performance. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding aggregate lending, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects an adequate responsiveness to the credit needs within the assessment area. Fifth Third originated 289 home purchase, 154 refinance, 14 home improvement, 140 small business, and ten community development loans during the evaluation period. The percentage of Fifth Third's total lending at 0.4% is less than the percentage of total deposits at 0.7% in this area.

Fifth Third made 77.2% of the HMDA and 71.1% of the CRA lending within its designated assessment area. A concentration of HMDA lending was noted in the excluded tracts in Westmoreland County. Fifth Third made 56 HMDA loans in these excluded tracts. Nonetheless, the majority of the loans were made within the defined assessment area.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Home purchase lending, which was the largest loan category, is good. Refinance lending is good. Small business lending is excellent. However, there is also a high level of lending gaps. The following gaps in lending were noted in the assessment area:

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Low	30	30	21.0%
Moderate	63	104	39.4%
Middle	75	174	56.9%
Upper	19	122	84.4%
Unknown	12	13	7.7%
Total	**199**	**451**	**55.9%**

Lending gaps are considered significant due to the number of gaps in low-, moderate-, and middle-income tracts. Lending gaps are low in upper-income tracts. The high level of gaps in low- and moderate-income tracts can be somewhat attributed to the low levels of owner-occupied units in 29.5% and 45.7% of these tracts, respectively, and high levels of rentals/vacancies in 73.0% and 54.3% of these tracts. Fifth Third was not able to penetrate at least half of the low- and moderate-income tracts; as a result, Fifth Third's lending penetration is particularly weak in this assessment area.

Home Purchase Loans

Fifth Third made five home purchase loans totaling $1.3 million in low-income tracts. This represents 1.7% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 2.7%, and 1.8% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 1.4% and the 2015 aggregate at 1.3%. As Fifth Third's performance exceeded the aggregate of all lenders and was below the percentage of owner-occupied units in these geographies, the geographic distribution of home purchase loans in low-income tracts is good.

Fifth Third made 31 home purchase loans totaling $3.6 million in moderate-income tracts. This represents 10.7% of its home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 15.8%, and 5.0% by dollar amount, which was below the proxy. The percentage of loans by volume was below the 2014 aggregate at 10.1% and was comparable to the 2015 aggregate at 9.9%. As Fifth Third's performance exceeded the aggregate of all lenders and was below proxy, the geographic distribution of home purchase loans in moderate-income tracts is good.

Fifth Third made 94 home purchase loans totaling $16.0 million in middle-income tracts. This represents 32.5% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 42.5%, and 22.3% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 40.3% and was below the 2015 aggregate of 40.0%.

Fifth Third made 159 home purchase loans totaling $50.8 million in upper-income tracts. This represents 55.0% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 39.0%, and 70.9% by dollar amount, which exceeds the proxy. The percentage of loans by volume exceeded the 2014 aggregate of 48.2% and exceeded the 2015 aggregate of 48.7%.

Overall, the geographic distribution of home purchase loans is good.

Refinance Loans

Fifth Third made one refinance loan totaling $43,000 in low-income tracts. This represents 0.6% of refinance loans by volume and 0.2% by dollar amount, which is below the percentage of owner-occupied units at 2.7%. The percentage of loans by volume exceeded the 2014 aggregate at 1.3% and was below the 2015 aggregate at 1.3%. Given that Fifth Third's performance was below proxy and slightly exceeded the aggregate of all lenders and only 27.1% of housing units are owner-occupied, the geographic distribution of refinance loans in low-income tracts is adequate.

Fifth Third made 15 refinance loans totaling $1.0 million in moderate-income tracts. This represents 9.7% of refinance loans by volume, which is below the owner-occupied units in these tracts at 15.8%. The percentage of loans by dollar amount at 4.3% is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 11.1% and was below the 2015 aggregate at 9.1%. As Fifth Third's performance exceeded the aggregate of all lenders and was below proxy, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 66 refinance loans totaling $6.8 million in middle-income tracts. This represents 42.9% of refinance loans by volume, which slightly exceeds the owner-occupied units in these tracts at 42.5%. However, refinance loans by dollar amount (29.0%) is below proxy. The percentage of loans by volume was below the 2014 aggregate at 40.9% and exceeded the 2015 aggregate at 38.9%.

Fifth Third made 72 refinance loans totaling $15.6 million in upper-income tracts. This represents 46.8% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 39.0%, and 66.5% by dollar amount, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 46.6% and was below the 2015 aggregate at 50.7%.

Overall, the geographic distribution of refinance loans is good.

Small Business Loans

Fifth Third made 13 small business loans totaling $1.5 million in low-income tracts. This represents 9.3% of small business loans by volume, which significantly exceeds the percentage of businesses in these tracts at 4.5% and 4.6% by dollar amount, which slightly exceeds proxy. The percentage of loans by volume slightly exceeded the 2014 aggregate of 4.1% and significantly exceeded the 2015 aggregate of 4.7%. As Fifth Third's performance significantly exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in low-income tracts is excellent.

Fifth Third made 24 small business loans totaling $7.4 million in moderate-income tracts. This represents 17.1% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 13.1%. This also represents 23.1% small business loans by dollar amount, which exceeds proxy.

The percentage of loans by volume significantly exceeded the 2014 aggregate of 11.8% and exceeded the 2015 aggregate of 13.5%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 49 small business loans totaling $14.0 million in middle-income tracts. This represents 35.0% of small business loans by volume, which is below the percentage of businesses in these tracts at 41.0%, and 43.7% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 40.2% and was below the 2015 aggregate of 39.1%.

Fifth Third made 53 small business loans totaling $9.0 million in upper-income tracts. This represents 37.9% of small business loans by volume, which is below the percentage of businesses in these tracts at 40.9%, and 28.1% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 42.8% and was below the 2015 aggregate of 41.6%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is adequate based on borrower income and for businesses of different revenue sizes. Borrower distribution is adequate for home purchase and good for refinance loans.

Home Purchase Loans

Fifth Third made 12 loans totaling $956,000 to low-income borrowers. This represents 4.2% of home purchase loans by volume, which is significantly below the percentage of low-income families at 19.2%, and 1.3% by dollar amount, which is also significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.0% and was below the 2015 aggregate of 7.0%. Because Fifth Third's performance was below the aggregate of all lenders and significantly below proxy, the borrower distribution of home purchase loans to low-income borrowers is adequate.

Fifth Third made 54 loans totaling $6.6 million to moderate-income borrowers. This represents 18.7% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 17.0%, and 9.1% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 18.8% and was below the 2015 aggregate of 19.5%. As Fifth Third's performance exceeded proxy and was below the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is good.

Fifth Third made 38 loans totaling $5.3 million to middle-income borrowers. This represents 13.1% of home purchase loans by volume, which is below the percentage of middle-income families at 20.8%, and 7.4% by dollar amount, which is also below proxy. The percentage of loans by volume was below the 2014 aggregate of 20.9% and was below the 2015 aggregate of 20.2%.

Fifth Third made 178 loans totaling $57.9 million to upper-income borrowers. This represents 61.6% of home purchase loans by volume, which significantly exceeds the percentage of upper-income families at 43.0%, and 80.7% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume significantly exceeded the 2014 aggregate of 40.8% and exceeded the 2015 aggregate of 38.5%.

Overall, the borrower distribution of home purchase loans is adequate.

Refinance Loans

Fifth Third made six loans totaling $459,000 to low-income borrowers. This represents 3.9% of refinance loans by volume, which is significantly below the percentage of low-income families at 19.2%, and 2.0% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.3% and was below the 2015 aggregate of 5.6%. As Fifth Third's performance was significantly below proxy and the aggregate of all lenders, the borrower distribution of refinance loans to low-income borrowers is adequate.

Fifth Third made 35 loans totaling $2.9 million to moderate-income borrowers. This represents 22.7% of refinance loans by volume, which exceeds the percentage of moderate-income families at 17.0%, and 12.5% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.1% and exceeded the 2015 aggregate of 14.2%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 35 loans totaling $4.2 million to middle-income borrowers. This represents 22.7% of refinance loans by volume, which exceeds the percentage of middle-income families at 20.8%, and 17.9% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 21.1% and exceeded the 2015 aggregate of 20.3%.

Fifth Third made 67 loans totaling $14.1 million to upper-income borrowers. This represents 43.5% of refinance loans by volume, which slightly exceeds the percentage of upper-income families at 43.0%, and 60.1% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 46.6% and was below the 2015 aggregate of 45.8%.

Overall, the borrower distribution of refinance loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is adequate, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 33.6% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance was below the 2014 aggregate of 46.4% and was below the 2015 aggregate of 50.5% but was significantly below the percentage of small businesses in the assessment area at 90.2%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (53.6%) up to $100,000, indicating a willingness to lend in smaller amounts typically requested by small businesses.

Community Development Loans

Fifth Third originated ten community development loans totaling $67.9 million during the evaluation period as shown in the table below:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
1	50,000	2	8,500,000	3	37,595,573	4	21,802,000

Community development lending in the assessment area represents 1.1% of the total dollar volume of community development loans originated during the evaluation period. This ranks as Fifth Third's 22nd highest percentage of community development lending during the evaluation period. As such, Fifth Third's performance is relatively high in community development lending.

Examples of community development lending include, but are not limited to:

- A renewal of a revolving line of credit to a nonprofit housing development coalition that helps to preserve affordable housing in Pittsburgh's Northside communities and advocates for tenants' rights
- Working capital loans to several nonprofit organizations that provide a multitude of services to low- and moderate-income individuals and families and individuals with disabilities
- Multiple working capital loans that promote economic development by financing businesses to support job retention, add new jobs, and promote growth to continue operations in low- and moderate-income geographies

Fifth Third was considered responsive to the community credit needs in the state; therefore, two community development loans without a purpose, mandate, or function of serving Fifth Third's assessment areas in Pennsylvania were considered to positively impact state performance. Fifth Third originated two qualified community development loans totaling $7.0 million that supported the revitalization of an industrial park that received a grant from Pennsylvania's redevelopment assistance capital program. These loans were within the Commonwealth, but outside of Fifth Third's delineated assessment areas within Pennsylvania.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "Outstanding."

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 49 qualified investments totaling $18.7 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
18	16,897,760	2	5,350	2	53,300	26	254,174

Also included in the total number of qualified investments is one prior period investment totaling $1.5 million. Fifth Third made 1.1% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 0.7% and less than the percentage of branch offices at 1.3%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in several affordable housing projects throughout the assessment area, which is a growing need in the area based on increasing housing prices and rent rates. Fifth Third made 33 donations totaling $397,234 that supported chambers of commerce, small businesses, social and charitable organizations. The majority of Fifth Third's donations (64.0%) supported services to low- and moderate-income individuals. A community contact highlighted the growing elderly population in the area who have an increased demand for services.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "Low Satisfactory." Retail services are accessible and Fifth Third provided an adequate level of community development services.

Retail Services

Although Fifth Third exited the Pittsburgh market as of April 22, 2016, the branches that were open during the evaluation period were evaluated. As a result, the following branching information is as of June 30, 2015 and the record of opening and closing branches was not weighed.

Fifth Third maintained 17 banking centers within this assessment area, including two in low-, five in moderate-, two in middle-, and eight in upper-income census tracts. Fifth Third's banking centers in this assessment area represented 1.2% of all its banking centers.

Fifth Third had 25 ATMs within this assessment area, including two in low-, six in moderate-, six in middle-, and one in upper-income census tracts. The ATMs in this assessment area represented 1.1% of all of Fifth Third's ATMs.

The following table illustrates the percentage of banking centers in low-, moderate-, middle-, and upper-income census tracts in comparison to the percentage of tracts, and the percentage of households and total businesses in those tracts.

Tract Category	Total Branches		Demographics			
			Census Tracts		Households	Total Businesses
	#	%	#	%	%	%
Low	2	11.8%	38	8.4%	5.1%	4.7%
Moderate	5	29.4%	104	23.1%	19.4%	13.0%
Middle	2	11.8%	174	38.6%	42.1%	41.0%
Upper	8	47.1%	122	27.1%	33.3%	40.6%
Unknown	0	0.0%	13	2.9%	0.0%	0.7%
Total	17	100.0%	451	100.0%	100.0%	100.0%

Branch distribution within low- and moderate-income tracts was considered excellent, as the distribution of branches exceeded the percentage of census tracts and households in these tracts.

Community Development Services

Fifth Third provides an adequate level of community development services in this assessment area. During the evaluation period, Fifth Third employees provided 832 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 0.7% of all community development services provided and equates to 0.4 annualized persons (ANP).

Affordable Housing	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***
4	458	370

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing, promote community development, and area revitalization and stabilization. Community development services include 584 hours serving on boards and committees, 162 hours of providing financial literacy through local nonprofits and school programs, 78 hours providing technical assistance to non-profits, and 8 hours participating in foreclosure prevention outreach.

STATE OF TENNESSEE

CRA RATING for State of Tennessee: Outstanding
The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: Outstanding

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- A good distribution of loans among borrowers of different income levels and excellent to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- A relatively high level of community development loans;
- Use of flexible lending practices in serving the assessment area's credit needs;
- An excellent level of qualified community development investments and grants;
- Often in a leadership position in providing community development investments and grants;
- Retail delivery systems are accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Nashville-Davidson-Murfreesboro-Franklin MSA. A limited-scope review was performed on the Knoxville MSA. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the Institution section of this report.

The Nashville-Davidson-Murfreesboro-Franklin assessment area received greater weight in determining the CRA rating for the state. This assessment area represented 91.7% of the banking centers, 96.1% of deposits, and 92.6% of lending in Tennessee.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF TENNESSEE

Lending activity accounted for 1.9% of the Fifth Third's total lending activity, while deposits accounted for 1.5% of Fifth Third's total deposits. HMDA-reportable lending in Tennessee represented 1.9% of Fifth Third's total HMDA lending, while CRA-reportable lending represented 2.1% of Fifth Third's total CRA lending. As of June 30, 2016, Fifth Third ranked 13th among 207 insured institutions and has a deposit market share of 1.1% and 36 banking center locations within Tennessee.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF TENNESSEE

Lending Test

Fifth Third's performance under the lending test within the assessment areas located in Tennessee is rated "High Satisfactory." Fifth Third's lending reflects a good responsiveness to the credit needs in the Nashville-Davidson-Murfreesboro-Franklin assessment area and an adequate responsiveness in the Knoxville assessment area.

Lending Activity

In Tennessee, Fifth Third originated 1,964 HMDA loans totaling $407.1 million and 819 small business loans totaling $59.2 million during the evaluation period.

Lending activity in Tennessee is good. Lending activity is good in the Nashville-Davidson-Murfreesboro-Franklin assessment area and adequate in the Knoxville assessment area.

Geographic and Borrower Distribution

The geographic distribution is good in the Nashville-Davidson-Murfreesboro-Franklin assessment area and adequate in the Knoxville assessment area.

There was a low level of lending gaps in the Nashville-Davidson-Murfreesboro-Franklin assessment area and a high level of lending gaps in the Knoxville assessment area.

The borrower distribution is good in the Nashville-Davidson-Murfreesboro-Franklin assessment area and adequate in the Knoxville assessment area. The distribution to businesses of different revenue sizes is excellent in the Nashville-Davidson-Murfreesboro-Franklin assessment area and good in the Knoxville assessment area.

A detailed analysis for the geographic distribution and borrower-income distribution is provided with the analysis for each assessment area.

Community Development Loans

In Tennessee, Fifth Third originated 26 community development loans totaling $265.0 million, which represents 4.2% of the Fifth Third's community development lending by dollar volume. This is a relatively high level of community development lending in Tennessee. Fifth Third made a relatively high level of community development loans in the Nashville-Davidson-Murfreesboro-Franklin and Knoxville assessment areas.

Fifth Third was considered responsive to the community credit needs in the state; therefore, a community development loan without a purpose, mandate, or function of serving Fifth Third's assessment areas in Tennessee was considered to positively impact state performance. Fifth Third originated a qualified community development loan totaling $1.5 million that supported economic development in a county within the state, but outside Fifth Third's delineated assessment areas within Tennessee.

Additional information regarding community development lending is provided in the respective analyses for each assessment area.

Flexible Lending

Overall, Fifth Third consistently makes use of flexible lending practices within assessment areas located in Tennessee.

Investment Test

Fifth Third's performance under the investment test within the assessment areas located in Tennessee is rated "Outstanding." Fifth Third funded $32.9 million in qualified community development investments in Tennessee during the evaluation period, consisting of $18.6 million obtained from new investments made during the current review period and $14.3 million from prior period investments. The majority of investments were LIHTCs. Fifth Third's level of qualified investments is excellent in the Nashville-Davidson-Murfreesboro-Franklin and Knoxville assessment areas.

Additional information regarding performance under the investment test is provided in the respective analyses for each assessment area.

Service Test

Fifth Third's performance under the service test within the assessment areas located in Tennessee is rated "Outstanding." The Fifth Third's performance is excellent in the Nashville-Davidson-Murfreesboro-Franklin assessment area and good in the Knoxville assessment area.

For details regarding the institution's performance in the individual assessment areas, refer to the respective assessment area's "Service Test" section in this report.

Retail Services

Retail delivery systems are accessible to all geographies, including low- and moderate-income geographies, individuals of different income levels, and businesses of different revenue sizes in the institution's assessment areas. Retail service distribution is good in the Nashville-Davidson-Murfreesboro-Franklin assessment area and adequate in the Knoxville assessment area.

Fifth Third has 36 banking centers in Tennessee which represents 2.8% of Fifth Third's total branches. Fifth Third's record of opening and closing banking centers has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income individuals. No branches opened or closed in Tennessee during the evaluation period.

Banking services and business hours do not vary in a way that inconveniences any portions of Fifth Third's assessment areas and are consistent with the services and hours discussed in the "Institution" assessment.

Community Development Services

Fifth Third is a leader in providing community development services in Tennessee. Fifth Third's performance is excellent in the Nashville-Davidson-Murfreesboro-Franklin and Knoxville assessment areas.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE NASHVILLE-DAVIDSON-MURFREESBORO-FRANKLIN TN MSA #34980

The Nashville-Davidson-Murfreesboro-Franklin TN MSA consists of Davidson, Rutherford, Sumner, Williamson, and Wilson counties. Fifth Third's assessment area excludes Cannon, Cheatham, Dickson, Hickman, Macon, Maury, Robertson, Smith, and Trousdale counties. The assessment area is comprised of 31 low-, 58 moderate-, 117 middle-, and 100 upper-income tracts. There are also four tracts with no income designation that are primarily composed of correctional institutions, military establishments, education facilities, or medical establishments that do not report income information.

As of June 30, 2016, Fifth Third ranked ninth out of 59 institutions with 3.2% of the deposit share. Bank of America had the majority of the market share 17.8% of deposits, followed by Regions Bank, SunTrust Bank, Pinnacle Bank, and First Tennessee Bank with 14.6%, 12.7%, 10.8%, and 6.8% of the market share, respectively. Deposits in this assessment area accounted for 1.4% of Fifth Third's total deposits. This was 96.1% of deposits within the state and the 15th highest percentage of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 1,836 HMDA loans and 742 CRA loans, which represented 1.8% and 1.9% of the total loans originated during the evaluation period, respectively. This was the 15th largest HMDA market and 15th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 26th among 637 HMDA reporters in the assessment area, while Fifth Third ranked 86th. The top five HMDA lenders in the assessment area were Wells Fargo Bank, Franklin American Mortgage, U.S. Bank, JPMorgan Chase Bank, and Quicken Loans. Fifth Third ranked 17th of 129 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were American Express, U.S. Bank, Chase Bank USA, and Pinnacle Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Two community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing an affordable housing agency, stated that the economy is booming, but the real estate boom is making it unaffordable for lower-income individuals to find and retain housing. The contact stated there is a growing housing crisis in Nashville primarily due to gentrification. The contact indicated there are opportunities for banks to help with the area's most pressing needs, affordable housing and financial education. Overall, the contact believed that local lenders try to work with and help first-time homebuyers by providing assistance and education.

The second contact, representing an organization that provides support to businesses owned by women, stated that their organization has strong partnerships with area banks. The contract mentioned that despite the fact that more women are becoming business owners, women still face challenges when it comes to securing financing; therefore, there are opportunities for banks to increase financing to female entrepreneurs. The contact specifically mentioned Regions, Pinnacle, and INSBANK as leading banks in the area.

Population Characteristics

According to the 2010 U.S. Census data, the population in the assessment area was 1.4 million. Approximately a quarter (26.1%) of the population lived in low- and moderate-income tracts. In addition, 75.7% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Nashville MSA is the 36th largest in terms of population in the nation.[279] Davidson County is the largest county.[280] Nashville-Davidson is the largest city in this county with 654,610 residents and the second-most populous city in Tennessee. Nashville-Davidson is also the 25th largest city in the United States; its population increased by 19.9% between 2000 and 2015.[281] Rutherford County is the sixth-largest county in Tennessee. Murfreesboro is the largest city in the county with 126,118 residents; its population increased by 77.9% between 2000 and 2015. Williamson County is the seventh-largest county in Tennessee. Franklin is the largest city in the county with 72,639 residents; its population increased by 56.6% between 2000 and 2015. The following table shows the population in the assessment area by county for 2010 and 2015 and the percentage of the population.[282]

According to study by The University of Tennessee, over the next 25 years, Tennessee's demographic profile is expected to follow national trends as the population continues to age and become more racially and ethnically diverse and more urbanized. The Center for Business and Economic Research projects Tennessee's population will reach 8.5 million by 2040, compared to 6.3 million in 2010. The most significant changes in county population will occur primarily in metropolitan areas. Middle Tennessee is expected to lead the state in population growth, as five of the ten counties with the highest projected growth through 2040 are Williamson, Rutherford, Wilson, Robertson, and Sumner. The proportion of senior citizens and elderly is also expected to increase in Tennessee, due to the aging of baby boomers and increased life expectancy. The number of individuals 85 and older in Tennessee is expected to triple to more than 330,000 by 2040.[283]

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[279] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk
[280] U.S. Places: http://us-places.com (main page – enter state, choose population by county)
[281] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)
[282] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00
[283] Study: Tennessee on Track for Steady Population Growth: http://tntoday.utk.edu/2015/08/27/study-tennessee-track-steady-population-growth/ (August 27, 2015)

The assessment area's population increased by nearly 11.0% from 2010 to 2015 and Williamson County experienced the greatest increase in population during this time period.

County	2010 Population	2015 Population	Population Percent Change
Davidson	626,681	678,889	8.3%
Rutherford	262,604	298,612	13.7%
Sumner	160,645	175,989	9.6%
Williamson	183,182	211,672	15.6%
Wilson	113,993	128,911	13.1%
Total	**1,347,105**	**1,494,073**	**10.9%**

Income Characteristics

The 2010 assessment area median family income was higher ($64,894) than Tennessee at $53,246. As shown in the table below, the median family income increased across the assessment area since 2010, whereas the median family income fell slightly in 2016, but remained above the median family income in 2010.

Borrower Income Levels
Nashville-Davidson-Murfreesboro-Franklin, TN MSA

FFIEC Estimated Median Family Income		Low 0 - 49.99%	Moderate 50% - 79.99%	Middle 80% - 119.99%	Upper 120% - & above
2014	**$65,600**	0 - $32,799	$32,800 - $52,479	$52,480 - $78,719	$78,720 - & above
2015	**$67,100**	0 - $33,549	$33,550 - $53,679	$53,680 - $80,519	$80,520 - & above
2016	**$66,600**	0 - $33,299	$33,300 - $53,279	$53,280 - $79,919	$79,920 - & above

Poverty rates increased in each county in the assessment area from 1999 to 2015.[284] Davidson County had the highest poverty rate in 1999 and 2015 and Williamson County had the lowest poverty rate in 1999 and 2015. In 2015, Davidson County's and Tennessee's poverty rates were above than the national rate. Davidson County experienced the largest increase in poverty rate during this period. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[285] The following table shows the poverty rates for 1999[286] and 2015.

[284] United States Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[285] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[286] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

County	1999 Poverty Rate	2015 Poverty Rate	Change
Davidson	13.0%	17.1%	31.5%
Rutherford	9.0%	11.1%	23.3%
Sumner	8.1%	10.1%	24.7%
Williamson	4.7%	5.0%	6.4%
Wilson	6.7%	8.4%	25.4%
Tennessee	**13.5%**	**16.7%**	**23.7%**
United States	**11.8%**	**13.5%**	**14.4%**

Housing Characteristics

According to 2010 U.S. Census data, there are 553,503 housing units and 331,085 families in the assessment area. From an income perspective, 28.0% of housing units, 17.7% of owner-occupied units, and 23.2% of families are located in low- or moderate-income tracts. Nearly three-quarters of the housing units in the low-income census tracts are either rental or vacant (72.2%) and 27.8% are owner-occupied. In the moderate-income census tracts, over half (56.6%) of the housing units are either rental or vacant and 43.5% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in low- and moderate-income census tracts, there appear to be more credit-related opportunities for Fifth Third to provide various aspects of affordable housing in moderate-income tracts compared to low-income tracts.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 28 years old, with only 9.1% of the stock built before 1950. Within the assessment area, the median age of housing stock was 43 years in low-income and 36 years old in moderate-income tracts, which indicates that there is opportunity to make home improvement loans in these lower-income areas.

According to the 2010 U.S. Census data, the median housing value in the assessment area was $178,409, with an affordability ratio of 29.61. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered.

The median housing values increased in all five counties between 2010 and 2011-2015 and household incomes increased, making housing only became slightly more affordable in Davidson, Rutherford, and Williamson counties. During the review period, the most affordable housing was in Rutherford County. Median gross rents substantially increased across most of the assessment area, with renters in Sumner County experiencing the largest increase in rental rates. In 2010, about 46.0% of renters across the assessment area had rent costs greater than 30.0% of income. Rising rental rates could make it more difficult for lower-income individuals to find affordable housing, because increasing rental rates may make it more difficult for potential homebuyers to save enough for a down payment for a home.

According to Moody's Analytics, Nashville has an exceptionally strong housing market. Housing is contributing more to growth as a result of above-average rising incomes. However, a community contact indicated there is a growing affordable housing crisis in Nashville and there are opportunities for banks to help with affordable housing and provide financial education for first-time homebuyers. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and Tennessee.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Davidson	$164,700	27.73	$169,600	28.52	$776	$874	12.6%
Rutherford	$157,100	34.23	$160,700	34.98	$801	$890	11.1%
Sumner	$169,100	32.48	$178,000	32.24	$748	$885	18.3%
Williamson	$335,800	26.16	$348,600	27.70	$1,045	$1,181	13.0%
Wilson	$187,500	32.36	$200,300	30.49	$750	$871	16.1%
Tennessee	**$134,000**	**32.30**	**$142,100**	**31.82**	**$678**	**$764**	**12.7%**

According to Bankrate.com,[287] Tennessee ranked 28th for foreclosure filings in November 2016. The national average for foreclosure filings was 1 in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[288]

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Davidson	1:2,593
Rutherford	1:2,225
Sumner	1:2,199
Williamson	1:8,528
Wilson	1:3,362
Tennessee	**1:2,136**
United States	**1:1,533**

In November 2016, Sumner County had the highest rate of foreclosure and Williamson County had the lowest foreclosure rate within the assessment area.

Building permits in the MSA, Tennessee, and the nation are included in the following table for 2014, 2015, and 2016.[289]

287 Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
288 Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/
289 U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Nashville-Davidson-Murfreesboro-Franklin MSA	15,040	18,291	21.6%	20,182	10.3%
Tennessee	**28,263**	**32,219**	**14.0%**	**36,157**	**12.2%**
United States	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced a significant increase in housing permits between 2014 and 2015 and a smaller increase between 2015 and 2016, surpassing the trends in Tennessee and the nation between 2014 and 2015 and more in line with Tennessee between 2015 and 2016. Overall, the MSA and Tennessee surpassed the national demand for building permits. Based on the overall demand for permits, this tends to indicate there is a strong housing market and an ongoing demand for home purchase loans across the assessment area during the evaluation period.

Labor, Employment, and Economic Characteristics

According to Moody's Analytics, the Nashville area economy is in expansion and the Nashville metropolitan area is outperforming Tennessee's other metropolitan areas. Hiring is broad-based and incomes are rising at an above-average rate. The housing market is exceptionally strong and demand continues to increase. The area has a favorable business tax-structure and an educated workforce; however, a weak global recovery and strong dollar hamper goods exports.

According to *WATE 6*,[290] the Nashville metropolitan area is home to two Fortune 500 companies. In the past year, Hospital Corporation of America (HCA), the nation's largest hospital chain climbed 12 places on the list, and Community Health Systems (Franklin, TN) climbed ten places on the list.

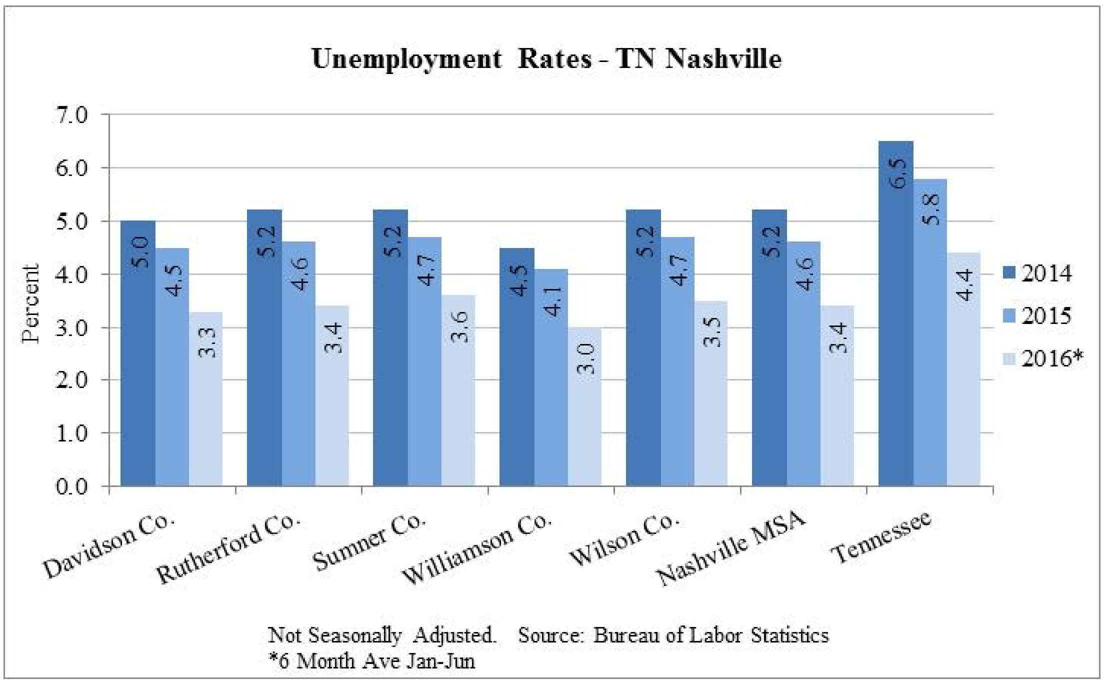
Nashville Fortune 500 Companies (2016)		
Rank	**Company**	**Revenue**
63	HCA Holdings	$41.5 billion
125	Community Health Systems	$22.4 million

According to Moody's Analytics, top employers in the assessment area in 2015/2016 were:

[290] WATE 6: http://wate.com/2016/06/06/eight-tennessee-companies-make-2016-fortune-500/

Company	Number of Employees
Vanderbilt University & Medical Center	22,105
Nissan North America Inc.	10,050
HCA Holdings	7,000
Wal-Mart Stores	4,500
Randstad Work Solutions	3,785
Dell Corporation	3,200
Shoney's Inc.	3,000
Electrolux Home Products North America	2,900
Community Health Systems	2,800
The Tennessean	2,577

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the assessment area, MSA, and Tennessee.



Overall, unemployment rates declined each year across the assessment area. Williamson County had the lowest overall unemployment rate in the assessment area and the assessment area and MSA was lower than Tennessee's rate of unemployment each year.

According to *WKRN-News 2*, the insurance company AIG announced layoffs due to a restructuring of AIG Financial Network. The company is moving financial professionals from the financial network group to the AIG Partners Group; 128 employees were notified their positions would be eliminated immediately. AIG still employs more than 900 people who support life insurance operations for the company.[291] According to *The Tennessean*, Dell, Inc. closed a customer support unit in Nashville that serves clients with global operations. Dell employs 1,400 people in the Nashville area, but 96 employees in the Murfreesboro and Donelson Pikes customer contact centers were laid off. The layoffs did not affect company employees that provide support for customers across North America. Several years ago, Dell ceased assembling computers in Nashville, outsourcing that work to Ceva Logistics.[292]

[291] WKRN Staff. "AIG announces layoffs that include Middle Tennessee offices." *WKRN-News 2*. January 7, 2016. - http://wkrn.com/2016/01/07/aig-announces-layoffs-that-include-middle-tennessee-offices/

[292] Ward, Getahn. "Dell closing Nashville unit, laying off 96." *The Tennessean*. March 23, 2015. - http://www.tennessean.com/story/money/tech/2015/03/23/dell-closing-nashville-unit-idling-employees/70331806/

Combined Demographics Report

Assessment Area: TN Nashville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	31	10	22,701	6.9	8,369	36.9	65,300	19.7
Moderate-income	58	18.7	54,077	16.3	9,577	17.7	56,020	16.9
Middle-income	117	37.7	129,381	39.1	9,668	7.5	68,305	20.6
Upper-income	100	32.3	124,886	37.7	3,747	3	141,460	42.7
Unknown-income	4	1.3	40	0	0	0	0	0
Total Assessment Area	**310**	**100.0**	**331,085**	**100.0**	**31,361**	**9.5**	**331,085**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	47,194	13,120	3.9	27.8	27,939	59.2	6,135	13
Moderate-income	107,736	46,842	13.8	43.5	48,861	45.4	12,033	11.2
Middle-income	214,084	139,519	41.1	65.2	58,603	27.4	15,962	7.5
Upper-income	184,397	139,838	41.2	75.8	33,238	18	11,321	6.1
Unknown-income	92	0	0	0	92	100	0	0
Total Assessment Area	**553,503**	**339,319**	**100.0**	**61.3**	**168,733**	**30.5**	**45,451**	**8.2**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	5,428	7.7	4,813	7.5	596	10.4	19	8.3
Moderate-income	12,166	17.3	10,789	16.8	1,322	23.1	55	23.9
Middle-income	22,240	31.7	20,713	32.3	1,477	25.8	50	21.7
Upper-income	29,757	42.4	27,526	42.9	2,132	37.3	99	43
Unknown-income	542	0.8	345	0.5	190	3.3	7	3
Total Assessment Area	**70,133**	**100.0**	**64,186**	**100.0**	**5,717**	**100.0**	**230**	**100.0**
	Percentage of Total Businesses:			**91.5**		**8.2**		**.3**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	16	2	15	1.9	1	12.5	0	0
Moderate-income	86	10.7	85	10.7	1	12.5	0	0
Middle-income	386	47.9	381	47.7	5	62.5	0	0
Upper-income	317	39.3	316	39.6	1	12.5	0	0
Unknown-income	1	0.1	1	0.1	0	0	0	0
Total Assessment Area	**806**	**100.0**	**798**	**100.0**	**8**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.0**		**1.0**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE NASHVILLE-DAVIDSON-MURFREESBORO-FRANKLIN TN MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated good. Fifth Third has demonstrated a good responsiveness to the credit needs of the community. In addition, Fifth Third originated 21 community development loans totaling $203.0 million. Fifth Third has a good geographic distribution of loans and low lending gaps. Fifth Third has a good distribution among borrowers of different income levels and an excellent distribution of loans to businesses of different revenue sizes. Fifth Third exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The good level of community development loans and use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending, based on the overall volume of lending, followed by refinance, small business, and home improvement lending. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding lending by peers, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects a good responsiveness to the credit needs within the assessment area. Fifth Third originated 902 home purchase, 820 refinance, 114 home improvement, 742 small business, and 22 community development loans during the evaluation period. The percentage of Fifth Third's total lending at 1.8% is greater than the percentage of total deposits at 1.4% in this area.

Fifth Third made 90.3% of the HMDA and 94.3% of the CRA lending within its designated assessment area. A concentration of HMDA loans was noted in the excluded Maury County. There were 80 HMDA loans made in this county during the evaluation period. Nonetheless, the majority of loans were made in the assessment area.

In addition to lending, Fifth Third modified existing loans to borrowers. Refer to the distribution of HAMP and other real-estate secured modifications within the assessment area by census tract income and by borrower income.

	Distribution by Census Tract Income							
	Low		**Mod**		**Middle**		**Upper**	
	#	**%**	**#**	**%**	**#**	**%**	**#**	**%**
Other Real Estate Secured Modifications	1	2.3%	10	23.3%	18	41.9%	14	32.6%
Percentage of Owner Occupied Units		***3.9%***		***13.8%***		***41.1%***		***41.2%***

*Unknown tract data is not included in the above table.

	Distribution by Borrower Income							
	Low		Mod		Middle		Upper	
	#	%	#	%	#	%	#	%
Other Real Estate Secured Modifications	12	27.9%	17	39.5%	5	11.6%	9	20.9%
Percentage of Families by Family Income		***19.7%***		***16.9%***		***20.6%***		***42.7%***

*Unknown tract data is not included in the above table.

There were not enough HAMP modifications for a meaningful analysis. The percentage of other modifications in low-income tracts was below the percentage of owner-occupied units in these geographies and exceeded the percentage of owner-occupied units in moderate-income tracts. Therefore, modifications helped to expand lending activities in these areas. The percentage of other modifications made to low- and moderate-income borrowers exceeded the percentage of low- and moderate-income families in the assessment area. Therefore, modifications enhanced Fifth Third's ability to reach low- and moderate-income borrowers.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Home purchase lending, which was the largest loan category, is good. Refinance lending is good, as is small business lending. Home improvement lending is adequate. There is also an overall low level of lending gaps. The following gaps in lending were noted in the assessment area.

Tract Income Levels	Number of Tracts	Tracts with no Loans	Penetration
Low	31	6	80.7%
Moderate	58	3	94.8%
Middle	117	2	98.3%
Upper	100	2	98.0%
Unknown	4	2	50.0%
Total	**310**	**15**	**95.2%**

Lending gaps are considered minimal due to the low number of lending gaps in moderate-, middle-, and upper-income tracts. The lending gaps in the low-income tracts can be attributed to the low-level of owner-occupied units at 27.8% and high level of rentals and vacancies at 72.2% in these census tracts.

Home Purchase Loans

Fifth Third made 37 home purchase loans totaling $7.1 million in low-income tracts. This represents 4.1% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 3.9%, and 3.5% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 3.7% and was comparable to the 2015 aggregate at 3.8%.

As Fifth Third's performance exceeded the aggregate of all lenders and proxy, the geographic distribution of home purchase loans in low-income tracts is excellent.

Fifth Third made 110 home purchase loans totaling $18.9 million in moderate-income tracts. This represents 12.2% of its home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 13.8%, and 9.2% by dollar amount, which is significantly below proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 11.9% and was comparable to the 2015 aggregate at 11.8%. As Fifth Third's performance was comparable to the aggregate of all lenders and was below proxy, the geographic distribution of home purchase loans in moderate-income tracts is good.

Fifth Third made 319 home purchase loans totaling $54.8 million in middle-income tracts. This represents 35.4% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 41.1%, and 26.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 38.2% and was below the 2015 aggregate of 39.0%.

Fifth Third made 436 home purchase loans totaling $123.5 million in upper-income tracts. This represents 48.3% of home purchase loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 41.2%, and 60.5% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 46.2% and exceeded the 2015 aggregate of 45.5%.

Overall, the geographic distribution of home purchase loans is good.

Refinance Loans

Fifth Third made 30 refinance loans totaling $3.5 million in low-income tracts. This represents 3.7% of refinance loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 3.9%, and 2.2% by dollar amount, which is below proxy. The percentage of loans by volume was comparable of the 2014 aggregate at 3.7% and slightly exceeded the 2015 aggregate at 3.0%. The owner-occupancy rate in low-income tracts is only 27.8%; thus, the demand for refinance loans is likely to be lower in these areas. Given that Fifth Third's performance was comparable to the aggregate of lenders and proxy, the geographic distribution of refinance loans in low-income tracts is excellent.

Fifth Third made 81 refinance loans totaling $9.2 million in moderate-income tracts. This represents 9.9% of refinance loans by volume, which is below the percentage of owner-occupied units in these tracts at 13.8%, and 5.7% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 12.3% and exceeded the 2015 aggregate at 10.4%. As Fifth Third's performance was below proxy and exceeded the aggregate of all lenders, the geographic distribution of refinance loans in moderate-income tracts is good.

Fifth Third made 312 refinance loans totaling $45.2 million in middle-income tracts. This represents 38.0% of refinance loans by volume, which is below the percentage of owner-occupied units in these tracts at 41.1%, and 28.2% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate at 40.0% and exceeded the 2015 aggregate at 37.5%.

Fifth Third made 397 refinance loans totaling $102.8 million in upper-income tracts. This represents 48.4% of refinance loans by volume, which exceeds the owner-occupied units in these tracts at 41.2%, and 63.9% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate at 44.0% and was below the 2015 aggregate at 49.1%.

Overall, the geographic distribution of refinance loans is good.

Home Improvement Loans

Fifth Third made two home improvement loans totaling $67,000 in low-income tracts. This represents 1.8% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 3.9%, and 0.5% by dollar amount, which significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.3% and was below the 2015 aggregate of 4.7%. Given the median age of housing in low-income tracts at 43 years, which tends to indicate the need for home improvement loans, and Fifth Third's lending performance in these tracts, the geographic distribution of home improvement loans in low-income tracts is considered poor.

Fifth Third made 15 home improvement loans totaling $1.3 million in moderate-income tracts. This represents 13.2% of home improvement loans by volume, which is comparable to the percentage of owner-occupied units in these tracts at 13.8%, and 10.8% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 15.3% and exceeded the 2015 aggregate of 12.8%. As Fifth Third's performance was comparable to proxy and exceeded the aggregate of all lenders, the geographic distribution of home improvement loans in moderate-income tracts is good.

Fifth Third made 43 home improvement loans totaling $3.5 million in middle-income tracts. This represents 37.7% of home improvement loans by volume, which is below the percentage of owner-occupied units in these tracts at 41.1%, and 28.2% by dollar amount, which significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 42.0% and exceeded the 2015 aggregate of 41.5%.

Fifth Third made 54 home improvement loans totaling $7.4 million in upper-income tracts. This represents 47.4% of home improvements loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 41.2%, and 60.5% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 36.4% and exceeded the 2015 aggregate of 42.3%.

Overall, the geographic distribution of home improvement loans is adequate.

Small Business Loans

Fifth Third made 50 small business loans totaling $1.5 million in low-income tracts. This represents 6.7% of small business loans by volume, which is slightly below the percentage of businesses in these tracts at 7.5%, and 2.8% by dollar amount, which is below proxy. The percentage of loans by volume was slightly below the 2014 aggregate of 8.3% and was slightly below the 2015 aggregate of 7.7%. Given Fifth Third's performance was slightly below the aggregate of all lenders and proxy and the limited number of businesses in these tracts (7.7%), the geographic distribution of small business loans in low-income tracts is good.

Fifth Third made 101 small business loans totaling $8.5 million in moderate-income tracts. This represents 13.6% of small business loans by volume, which is slightly below the percentage of businesses in these tracts at 16.8%, and 15.8% by dollar amount, which is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 17.4% and was below the 2015 aggregate of 17.0%. Given that Fifth Third's performance was slightly below the proxy and below the aggregate of all lenders and the limited number of businesses in these tracts (17.3%), the geographic distribution of small business loans in moderate-income tracts is good.

Fifth Third made 207 small business loans totaling $16.6 million in middle-income tracts. This represents 27.9% of small business loans by volume, which is below the percentage of businesses in these tracts at 32.3%, and 30.9% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 27.5% and was below the 2015 aggregate of 27.4%.

Fifth Third made 369 small business loans totaling $19.5 million in upper-income tracts. This represents 49.7% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 42.9%, and 36.2% by dollar amount, which is below the percentage of businesses in these geographies. The percentage of loans by volume exceeded the 2014 aggregate of 44.9% and exceeded the 2015 aggregate of 46.1%.

Overall, the geographic distribution of small business loans is good.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is good based on borrower income and excellent to businesses of different revenue sizes. Borrower distribution is excellent for home purchase lending and good for refinance and home improvement lending.

Home Purchase Loans

Fifth Third made 61 loans totaling $6.2 million to low-income borrowers. This represents 6.8% of home purchase loans by volume, which is significantly below the percentage of low-income families at 19.7%, and 3.0% by dollar amount, which is significantly below proxy.

The percentage of loans by volume exceeded the 2014 aggregate of 6.3% and was comparable to the 2015 aggregate of 5.8%. Given that Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the borrower distribution of home purchase loans to low-income borrowers is good.

Fifth Third made 179 loans totaling $25.4 million to moderate-income borrowers. This represents 19.8% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 16.9%, and 12.5% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 18.2% and exceeded the 2015 aggregate of 16.9%. Given that Fifth Third's performance exceeded the proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 166 loans totaling $32.9 million to middle-income borrowers. This represents 18.4% of home purchase loans by volume, which is below the percentage of middle-income families at 20.6%, and 16.1% by dollar amount, which is below proxy. The percentage of loans by volume was comparable to the 2014 aggregate of 18.1% and was comparable to the 2015 aggregate of 19.0%.

Fifth Third made 374 loans totaling $110.6 million to upper-income borrowers. This represents 41.5% of home purchase loans by volume, which is comparable to the percentage of upper-income families at 42.7%, and 54.1% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 36.6% and was below the 2015 aggregate of 37.2%.

A community contact indicated the lack of employment opportunities for low- and moderate-income individuals is a significant economic factor likely impacting the ability of these individuals to buy homes. Given that Fifth Third's performance lending to low- and moderate-income borrowers exceeded or was comparable to the aggregate of all lenders, the overall borrower distribution for home purchase loans is excellent.

Refinance Loans

Fifth Third made 56 loans totaling $5.7 million to low-income borrowers. This represents 6.8% of refinance loans by volume, which is significantly below the percentage of low-income families at 19.7%, and 3.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.3% and exceeded the 2015 aggregate of 4.9%. Given that Fifth Third's performance exceeded the aggregate of all lenders but was significantly below proxy, the borrower distribution of refinance loans to low-income borrowers is good.

Fifth Third made 163 loans totaling $18.0 million to moderate-income borrowers. This represents 19.9% of refinance loans by volume, which exceeds the percentage of moderate-income families at 16.9%, and 11.2% by dollar volume, which is below proxy.

The percentage of loans by volume exceeded the 2014 aggregate of 14.7% and exceeded the 2015 aggregate of 12.6%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 162 loans totaling $24.2 million to middle-income borrowers. This represents 19.8% of refinance loans by volume, which is comparable to the percentage of middle-income families at 20.6%, and 15.1% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 16.9% and exceeded the 2015 aggregate of 17.1%.

Fifth Third made 349 loans totaling $91.1 million to upper-income borrowers. This represents 42.6% of refinance loans by volume, which is comparable to percentage of upper-income families at 42.7%, and 56.7% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 35.7% and was below the 2015 aggregate of 37.0%.

Overall, the borrower distribution of refinance loans is good.

Home Improvement Loans

Fifth Third made three loans totaling $165,000 to low-income borrowers. This represents 2.6% of home improvement loans by volume, which is significantly below the percentage of low-income families at 19.7%, and 1.3% by dollar amount, which is significantly below proxy. The percentage of loans by volume was significantly below the 2014 aggregate of 8.1% and was significantly below the 2015 aggregate of 8.2%. Given that Fifth Third's performance was significantly below proxy and the aggregate of all lenders, the borrower distribution of home improvement loans to low-income borrowers is poor.

Fifth Third made 29 loans totaling $2.1 million to moderate-income borrowers. This represents 25.4% of home improvement loans by volume, which exceeds the percentage of moderate-income families at 16.9%, and 17.0% by dollar amount, which is comparable to proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.3% and exceeded the 2015 aggregate of 17.4%. Given that Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of home improvement loans to moderate-income borrowers is excellent.

Fifth Third made 34 loans totaling $3.4 million to middle-income borrowers. This represents 29.8% of home improvement loans by volume, which exceeds the percentage of middle-income families at 20.6%, and 27.7% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 20.8% and exceeded the 2015 aggregate of 22.7%.

Fifth Third made 43 loans totaling $5.7 million to upper-income borrowers. This represents 37.7% of home improvement loans by volume, which is below the percentage of upper-income families at 42.7%, and 46.9% by dollar amount, which exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 39.6% and was below the 2015 aggregate of 44.1%.

The borrower distribution of home improvement loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is excellent, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 70.5% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance exceeded the 2014 aggregate of 46.5% and the 2015 aggregate of 51.2%, but was significantly below the percentage of small businesses in the assessment area at 91.5%. Also, during the evaluation period, Fifth Third was able to make a relatively high percentage of small-dollar loans (87.9%) up to $100,000, indicating a willingness to lend in smaller amounts, which are typically requested by small businesses. In addition, a community contact indicated there are opportunities for banks to increase financing to entrepreneurs and noted that Fifth Third is responsive to this need.

Community Development Loans

Fifth Third originated 21 community development loans totaling $203.0 million during the evaluation period as shown in the table below:

Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$
3	24,600,000	16	178,350,000	2	60,000

Community development lending in the assessment area represents 3.4% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's eighth-highest percentage of community development lending during the evaluation period. Given Fifth Third's deposit market share of 3.2% and the presence of several large financial institutions in the market and competition for community development loans, Fifth Third has a relatively high level of community development lending in this assessment area.

Examples of community development lending include, but are not limited to:

- Renewal of working capital loans to a nonprofit providing a multitude of services to low- and moderate-income individuals and families
- Working capital loans to promote economic development by financing a small business to support retention of low- and moderate-income workers
- Working capital loans to help retain and expand small businesses located in specific city-designated areas to promote revitalization and economic development

Flexible Lending Programs

Fifth Third had 304 flexible lending loans in this assessment area: 196 government loans, 23 down payment assistance loans, and 85 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	1.5%	2.1%	3.9%	17.9%	13.4%	13.8%	52.0%	47.6%	41.1%	28.6%	36.9%	41.2%
Down Payment Assistance Programs	27.1%	41.7%	3.9%	17.4%	12.4%	13.8%	52.2%	37.1%	41.1%	8.7%	8.8%	41.2%
Other Flexible Lending Programs	5.9%	5.9%	3.9%	16.5%	14.8%	13.8%	47.1%	41.3%	41.1%	30.6%	38.0%	41.2%
Total	**4.3%**	**5.4%**	**3.9%**	**17.4%**	**13.7%**	**13.8%**	**50.7%**	**45.4%**	**41.1%**	**27.6%**	**35.5%**	**41.2%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	8.2%	4.9%	19.7%	27.0%	20.9%	16.9%	30.6%	29.9%	20.6%	27.6%	37.9%	42.7%
Down Payment Assistance Programs	39.1%	30.1%	19.7%	43.5%	32.1%	16.9%	0.0%	0.0%	20.6%	13.0%	34.1%	42.7%
Other Flexible Lending Programs	16.5%	10.3%	19.7%	38.8%	34.6%	16.9%	22.4%	23.6%	20.6%	20.0%	28.8%	42.7%
Total	**12.8%**	**7.8%**	**19.7%**	**31.6%**	**25.0%**	**16.9%**	**26.0%**	**26.5%**	**20.6%**	**24.3%**	**35.4%**	**42.7%**

*Unknown tract data is not included in the above table.

Fifth Third's lending in low-income tracts by number and dollar amount exceeded the percentage of owner-occupied units in these tracts, especially for various down payment assistance programs. The percentage of lending by volume in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies, while the percentage of lending by dollar amount was comparable to proxy.

Fifth Third's lending by volume and dollar amount to low-income borrowers was below the percentage of low-income families the assessment area. The percentage of lending by volume and dollar amount to moderate-income borrowers significantly exceeded the percentage of moderate-income families.

Therefore, Fifth Third made use of flexible lending practices and is serving the assessment area's credit needs, as lending through flexible loan programs to moderate-income borrowers was good, while the lending in low- and moderate-income tracts and to low-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated excellent.

Fifth Third made an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors. As such, Fifth Third was often in a leadership position. Fifth Third has 125 qualified investments totaling $26.5 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Economic Development		Revitalization and Stabilization		Community Services	
#	$	#	$	#	$	#	$
20	13,752,061	14	96,190	5	25,000	79	372,732

Also included in the total number of qualified investments are seven prior period investments totaling $12.3 million. Fifth Third made 1.6% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 1.4% and less than the percentage of branch offices at 2.5%.

Fifth Third exhibits an excellent responsiveness to credit and community development needs in the assessment area, including investments in affordable housing throughout the assessment area, which was an important need expressed by community contacts. Fifth Third made 107 donations totaling $522,422 that supported small businesses, and social and charitable organizations. The majority of Fifth Third's donations (71.0%) supported services to low- and moderate-income individuals. Based on the area's high poverty rates and accelerating elderly population, supporting community services that serve low- and moderate-income individuals is considered to be responsive.

Service Test

Fifth Third's performance under the service test in this assessment area is rated excellent. Retail services are accessible and Fifth Third is a leader in providing community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in low- and moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, no banking centers were opened and two were closed, resulting in no net change in the number of banking centers in low- and moderate-income tracts. Delivery services are accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including low- and moderate-income geographies or households and are consistent with the services and hours discussed in the "Institution" assessment.

Fifth Third maintains 33 banking centers within this assessment area, including two in low-, eight in moderate-, 10 in middle-, and 13 in upper-income census tracts. Fifth Third banking centers in this assessment area represent 2.5% of all its banking centers.

Fifth Third has a total of 38 full-service ATMs within this assessment area, including three in low-, nine in moderate-, eight in middle-, and 17 in upper-income census tracts. There is also one full-service ATM located in an unknown income tract.

The following table illustrates the percentage of banking centers and ATMs in low-, moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts.

Geographic Distribution of Branches & ATMS

Assessment Area: TN Nashville

Tract Category	Branches: Total Branches #	Branches: Total Branches %	Branches: Open #	Branches: Closed #	Stand Alone ATMs: Total ATMs	Total ATMs #	Total ATMs %	Full Service ATMs #	Full Service ATMs %	Cash only ATMs #	Cash only ATMs %	Demographics: Census Tracts #	Census Tracts %	House holds %	Total Businesses %
Low	2	6.1%	0	0	Total	15	10.3%	3	7.9%	12	11.2%	31	10.0%	8.1%	7.8%
Moderate	8	24.2%	0	0	Total	35	24.1%	9	23.7%	26	24.3%	58	18.7%	18.8%	17.4%
Middle	10	30.3%	0	0	Total	40	27.6%	8	21.1%	32	29.9%	117	37.7%	39.0%	31.2%
Upper	13	39.4%	0	0	Total	48	33.1%	17	44.7%	31	29.0%	100	32.3%	34.1%	42.8%
Unknown	0	0.0%	0	0	Total	7	4.8%	1	2.6%	6	5.6%	4	1.3%	0.0%	0.9%
Total	33	100.0%	0	0	Total	145	100.0%	38	100.0%	107	100.0%	310	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within low-income tracts was considered adequate, as the distribution of branches was below the percentage of census tracts and households in these tracts. However, the branch distribution within moderate-income tracts was considered excellent.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 2,854 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 2.4% of all community development services provided and equates to 1.37 annualized persons (ANP).

Affordable Housing	Economic Development	Revitalization and Stabilization	Community Services
# of Hours	***# of Hours***	***# of Hours***	***# of Hours***
301	502	134	1,917

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development and area revitalization and stabilization. Community development services include 1,649 hours of providing financial literacy through local nonprofits and school programs, 889 hours serving on boards and committees, 268 hours providing technical assistance to non-profits and local business, and 48 hours participating in foreclosure prevention outreach.

Fifth Third is considered particularly responsive with regard to hours dedicated to financial literacy activities and hours providing technical assistance to small businesses, as community contacts mentioned the need for financial literacy training to help first-time homebuyers and increasing financing for small business entrepreneurs.

METROPOLITAN AREA
(Limited-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE STATE OF TENNESSEE

- Knoxville MSA
  - As of June 30, 2016, Fifth Third operated three branches in the assessment area, representing 8.3% of its branches in Tennessee.
  - As of June 30, 2016, Fifth Third had $60,264 in deposits in this assessment area, representing a market share of 0.5% and 3.9% of its statewide deposits.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF TENNESSEE

Through the use of available facts and data, including performance and demographic information, the assessment area's performance was evaluated and compared with Fifth Third's performance and contributed to weaker performance in the area. The conclusions regarding performance are provided in the table below. Please refer to the tables in Appendix F for information regarding these areas.

Assessment Area	Lending Test	Investment Test	Service Test
Knoxville MSA	Below	Consistent	Below

For the lending test, Fifth Third received a "High Satisfactory" rating in Tennessee. Performance in the Knoxville assessment area was below Fifth Third's performance for the state. A lesser geographic and borrower distribution of loans contributed to weaker performance in the Knoxville assessment area. The Knoxville assessment area had a consistent level of community development loans for the state but had a high level of lending gaps.

For the investment test, Fifth Third received an "Outstanding" rating for Tennessee. The investment activity in the Knoxville assessment area was consistent to the performance for the state.

For the service test, Fifth Third received an "Outstanding" rating for Tennessee. Service performance in the Knoxville assessment area was below Fifth Third's performance for the state. Retail services were adequate. The weaker retail services performance was primarily due to less accessibility of delivery systems in lower-income geographies. Qualified community development services were consistent with performance for the state.

The performance in the limited-scope assessment area did not change the overall state rating.

STATE OF WEST VIRGINIA

CRA RATING for State of West Virginia:[293] Satisfactory
The lending test is rated: High Satisfactory
The investment test is rated: High Satisfactory
The service test is rated: Outstanding

The major factors supporting this rating include:

- A good responsiveness to credit needs;
- A good geographic distribution of loans throughout the assessment area;
- A good distribution of loans among borrowers of different income levels and to businesses of different revenue sizes;
- Exhibits a good record of serving the credit needs of low-income individuals and areas and very small businesses;
- An adequate level of community development loans;
- An extensive use of flexible lending practices in serving the assessment area's credit needs;
- A significant level of qualified community development investments and grants;
- Occasionally in a leadership position in providing community development investments and grants;
- Retail delivery systems are readily accessible to all geographies and individuals of different income levels and businesses of different revenue sizes;
- A record of opening and closing banking centers has not adversely affected the accessibility of delivery systems;
- Banking services and hours that do not vary in a way that inconveniences any portions of the assessment areas; and,
- A leader in providing community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted for the Charleston MSA, which represents Fifth Third's entire banking operations for West Virginia. The time period, products, and affiliates evaluated for this assessment area are consistent with the scope discussed in the Institution section of this report.

[293] For institutions with branches in two or more states in a multi-state metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multi-state metropolitan area. Refer to the multi-state metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

METROPOLITAN AREA
(Full-scope Review)

DESCRIPTION OF INSTITUTION'S OPERATIONS IN THE CHARLESTON WV MSA #16620

The Charleston WV MSA consists of Kanawha, Boone, and Clay counties; however, Fifth Third's assessment area comprises Kanawha County only and excludes Boone and Clay counties. The assessment area is comprised of 12 moderate-, 30 middle-, and 11 upper-income tracts. There are no low-income tracts or tracts with no-income designation in this assessment area.

As of June 30, 2016, Fifth Third ranked ninth out of 13 institutions with 1.8% of the deposit share. BB&T had the majority of the market share 32.3% of deposits, followed by United Bank, Huntington National Bank, City National Bank of West Virginia, and JPMorgan Chase Bank with 17.7%, 11.9%, 11.2%, and 10.7% of the market share, respectively. Deposits in this assessment area accounted for 0.1% of Fifth Third's total deposits. This was the 41st highest level of deposits within Fifth Third's CRA footprint.

From January 1, 2014 through June 30, 2016, Fifth Third originated 184 (0.2%) HMDA loans and 62 (0.2%) CRA loans during the evaluation period. This was the 41st largest HMDA market and 40th largest CRA market for loans originated during the evaluation period.

In 2015, Fifth Third Mortgage Company ranked 15th among 149 HMDA reporters in the assessment area, while Fifth Third ranked 32nd. The top five HMDA lenders in the assessment area were City National Bank of West Virginia, Quicken Loans, BB&T, Huntington National Bank, and JPMorgan Chase Bank. Fifth Third ranked 17th of 46 CRA reporters in the assessment area in 2015. The top four CRA lenders in the assessment area were BB&T, American Express Bank, Synchrony Bank, and United Bank. These lenders are mostly issuers of credit cards and their CRA loans primarily consist of commercial credit card accounts.

Two community contact interviews were conducted to provide additional information regarding the assessment area. The first contact, representing a community development organization, stated Charleston's economy is stronger than other economies in West Virginia primarily due to the city being the base of state government. However, in recent years, the city and the state have been negatively impacted by coal companies closing and/or merging. Further, the price of natural gas has dropped, causing energy companies to leave or go out of business. The contact mentioned that there is a huge void with regards to new market tax credits and although downtown Charleston would be eligible for these tax credits, the community lacks the expertise on how to use and leverage them. The contact noted there are opportunities for local financial institutions to provide guidance and technical resources to help businesses and organizations navigate the tax credit process. Lastly, the contact believed financial institutions seem less involved in the community because they are not headquartered in the area; however, the contact specifically mentioned BB&T, JPMorgan Chase, and City National as being active in the community.

The second contact, representing a community action organization, stated that West Virginia must find its "next economy" because while natural gas may be making a small rebound, it will not overhaul West Virginia's economy. The contact indicated that unemployment is a serious economic concern for the state and this region, as fewer than half of working age adults are employed. Contributing to the decline in workers include West Virginia's aging population, the overall health of the state's residents, and mismatched skills among potential employees and available jobs. The contact stated there are opportunities for financial institutions to support job retraining programs and provide financial literacy education to help lower-income people get out of debt and save money. Lastly, the contact indicated that smaller community banks seem more willing to help and appear to have more flexible lending standards.

Population Characteristics

According to the 2010 U.S. Census data, the population in the assessment area was 193,063. About 17.0% of the population lived in moderate-income tracts. In addition, 79.4% of the population was 18 years of age or older, the legal age to enter into a contract.

As of July 1, 2015, the Charleston MSA is the 200th largest in terms of population in the nation.[294] Kanawha County is the largest county in the MSA and West Virginia.[295] Charleston is the largest city in the county and in West Virginia with 49,736 residents. Charleston is also the 757th largest city in the United States; however, its population decreased by 6.7% between 2000 and 2015.[296]

According to a study by West Virginia University's College of Business and Economics, West Virginia's population is expected to begin a sustained decline around 2016. The state may lose nearly 19,500 people (about 1.05%) between 2010 and 2030. Any future gains from net migration will be likely outweighed by the natural population decline; however, much uncertainty exists around population migration patterns, since public and business policies have the potential to significantly improve migration patterns. Kanawha County's population is expected to decrease between 2010 and 2030. West Virginia's population is expected to age at a rate that exceeding that of the nation, as the population group over age 65 is expected to grow by 22.9% by 2030 from 16.0% in 2010. Also, the share of the state's population that is of prime working age (age 25-44) is expected to decline to 22.3% by 2030, down from 24.7% in 2010.[297] Moody's Analytics noted that the retiree population is supporting the housing and services markets in the state.

The following table shows the population in Kanawha County, which decreased by 2.5% between 2010 and 2015.[298]

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[294] MSA population data is derived from the U.S. Census Data 2015 Statistical Abstract: https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?src=bkmk

[295] U.S. Places: http://us-places.com (main page – enter state, choose population by county)

[296] U.S. Census QuickFacts: https://www.census.gov/quickfacts/ (main page – enter state, county, city, town, or zip code)

[297] Population Trends in West Virginia through 2030: https://business.wvu.edu/files/d/fef23e19-5986-42a8-9cfb-299571820a18/bber-2014-04.pdf (March 2014)

[298] Population Estimates derived from U.S. Census Data (April 1, 2010 – July 1, 2015): http://www.census.gov/quickfacts/table/PST045216/00

County	2010 Population	2015 Population	Population Percent Change
Kanawha	193,063	188,332	-2.5%
Total	**193,063**	**188,332**	**-2.5%**

Income Characteristics

The 2010 assessment area median family income was substantially higher ($54,203) than the MSA at $52,702 and West Virginia at $38,380. As shown in the table below, the median family income increased in the MSA since 2010. Although it fell in 2016, it remained above the median family income in 2010.

Borrower Income Levels
Charleston, WV MSA

FFIEC Estimated Median Family Income		Low			Moderate			Middle			Upper		
		0	-	49.99%	50%	-	79.99%	80%	-	119.99%	120%	-	& above
2014	**$57,500**	0	-	$28,749	$28,750	-	$45,999	$46,000	-	$68,999	$69,000	-	& above
2015	**$59,600**	0	-	$29,799	$29,800	-	$47,679	$47,680	-	$71,519	$71,520	-	& above
2016	**$57,100**	0	-	$28,549	$28,550	-	$45,679	$45,680	-	$68,519	$68,520	-	& above

Poverty rates increased in Kanawha County from 1999 to 2015.[299] In 2015, Kanawha County's and West Virginia's poverty rates were substantially above than the national rate. According to the U.S. Census Bureau, the national poverty rate in 2015 was 13.5%, down 1.3 percentage points from 14.8% in 2014. For most demographic groups, the 2015 poverty rates and number of people in poverty decreased from 2014.[300] The following table shows the poverty rates for 1999[301] and 2015.

County	1999 Poverty Rate	2015 Poverty Rate	Change
Kanawha	14.4%	16.5%	14.6%
West Virginia	**17.9%**	**18.0%**	**0.6%**
United States	**11.8%**	**13.5%**	**14.4%**

[299] United States Department of Agriculture Economic Research Service Poverty Rates (for 1999 and 2015): https://data.ers.usda.gov/reports.aspx?ID=17826
[300] 2015 National Poverty: http://www.census.gov/library/publications/2016/demo/p60-256.html
[301] 1999 National Poverty Rate: http://www.census.gov/prod/2000pubs/p60-210.pdf

Housing Characteristics

According to 2010 U.S. Census data, there are 93,063 housing units and 51,064 families in the assessment area. From an income perspective, 19.0% of housing units, 14.3% of owner-occupied units, and 15.2% of families are located in moderate-income tracts. In the moderate-income census tracts, over half (52.6%) of the housing units are either rental or vacant, and 47.4% are owner-occupied. Therefore, based on the number of housing units compared to the number of families in moderate-income census tracts, there appear to be credit-related opportunities for Fifth Third to provide various aspects of affordable housing in these tracts.

The 2010 U.S. Census data shows the median age of housing stock in the assessment area was 48 years old, with 27.9% of the stock built before 1950. Within the assessment area, the median age of housing stock was 57 years old in moderate-income tracts, which indicates that there is opportunity to make home improvement loans in this assessment area, particularly in moderate-income areas.

According to the 2010 U.S. Census data, the median housing value in the assessment area was $98,537, with an affordability ratio of 43.31. The affordability ratio is derived by dividing the median household income by the median housing value. The higher the affordability ratio, the more affordable a home is considered.

The median housing values and household incomes increased between 2010 and 2011-2015, making housing slightly more affordable overall. Median gross rents substantially decreased in the assessment area between 2010 and 2011-2015. In 2010, about 34.1% of renters across the assessment area had rent costs greater than 30.0% of income. Decreasing rental rates may make it easier for potential homebuyers to save for a down payment for a home. According to Moody's Analytics, there is a very high homeownership rate in the Charleston metropolitan area, which means that many households are benefiting from slowly rising house prices. The table below presents housing characteristics from the U.S. Census data between 2010 and 2015 in the assessment area and West Virginia.

County	2010 Median Housing Value	2010 Affordability Ratio	2011-2015 Median Housing Value	2011-2015 Affordability Ratio	2010 Median Gross Rent	2011-2015 Median Gross Rent	Percent of Change
Kanawha	$98,500	43.32	$103,100	44.50	$698	$589	-15.6%
West Virginia	**$94,500**	**40.61**	**$103,800**	**40.22**	**$643**	**$549**	**-14.6%**

According to Bankrate.com,[302] West Virginia ranked 48th for foreclosure filings in November 2016. The national average for foreclosure filings was 1 in every 1,533 housing units. The following table contains information about foreclosure filings in the assessment area, according to Realtytrac:[303]

[302] Bankrate.com: http://www.bankrate.com/finance/real-estate/foreclosures-by-state/default.aspx
[303] Realtytrac: http://www.realtytrac.com/statsandtrends/foreclosuretrends/

In November 2016, Kanawha County had a substantially higher rate of foreclosure than West Virginia's, but it was significantly lower than the nation's foreclosure rate.

Geography Name	Ratio of Properties Receiving Foreclosure Filings in November 2016
Kanawha	1:2,506
West Virginia	**1:8,311**
United States	**1:1,533**

Building permits in the MSA, West Virginia, and the nation are included in the following table for 2014, 2015, and 2016.[304]

Geography	2014	2015	Percent of Change 2014-2015	2016	Percent of Change 2015-2016
Charleston MSA	321	283	-11.8%	185	-34.6%
West Virginia	**2,686**	**2,814**	**4.8%**	**2,544**	**-9.6%**
United States	**1,052,124**	**1,182,582**	**12.4%**	**1,190,191**	**0.6%**

The MSA experienced a decrease in housing permits between 2014 and 2015 and a more significant decrease between 2015 and 2016, which was not representative of the trends in West Virginia or the nation during this timeframe. Additionally, the overall demand for permits tends to indicate a weak housing market and a decreased demand for home purchase loans in the assessment area during the evaluation period. However, according to Moody's Analytics, the demand for residential building permits in September and October 2016 was better than the prior three-month trend.

Labor, Employment, and Economic Characteristics

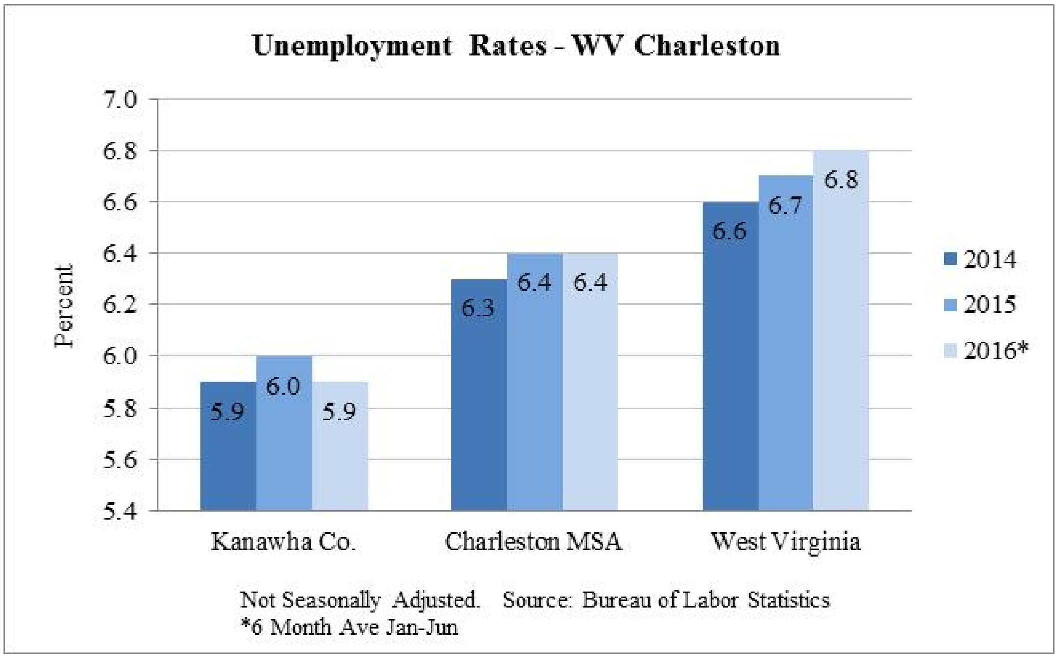
According to Moody's Analytics, the Charleston area economy is in recession, but is beginning to stabilize. While the rollback of environmental regulations may help boost the coal industry, but natural gas prices remain at historical lows, which hurts the demand for coal. As the industrial structure shifts, the lack of retraining and low educational attainment leads to more long-term unemployment. This metropolitan area will remain a below-average performer due to rapidly aging population and weak demographics.

According to Moody's Analytics, top employers in the assessment area in 2015/2016 were:

[304] U.S. Census Bureau Building Permits Survey: http://www.census.gov/construction/bps/

Company	Number of Employees
Charleston Area Medical Center	6,800
Herbert J. Thomas Memorial Hospital Association	1,300
Frontier Communications	1,250
MC Junking Corp.	>1,000
Wal-Mart Stores	>1,000
WVSR	>1,000
Wells Fargo	750
Walker Machinery Company	700
Capital Area Services	680
Bayer Crop Science	600

The following table illustrates the average unemployment rates for 2014, 2015, and June 2016 for the counties in the assessment area, MSA, and West Virginia.



Overall, unemployment rates remained fairly stable in the assessment area and were significantly lower than West Virginia's unemployment rates each year.

According to the *Charleston Gazette-Mail*, the Kanawha County Board of Education announced 72 personnel cuts due to lack of state funding and a decline of students. The loss of funding is due to a loss of 731 students in the county, as enrollment numbers from the current school year are used to set funding levels for the following school year. Forty-seven of the eliminated positions are professional (e.g., teachers and administrators) and 25 are service positions (e.g., custodians, cooks, and bus drivers).[305]

[305] Quinn, Ryan. "Kanawha: Schools losing funds for 72 positions." *Charleston Gazette-Mail*. January 9, 2017. - http://www.wvgazettemail.com/news-education/20170109/kanawha-schools-losing-funds-for-72-positions

Additionally, according to the *Associated Press*, Blackhawk Mining announced its plans to idle some coal operations in southern West Virginia and permanently lay off 146 workers. The Panther Creek mine in Kanawha County was part of Blackhawk Mining's purchase through an auction of a substantial amount of bankrupt Patriot Coal's assets last year. Blackhawk indicated that layoffs are expected to take place in March 2016 at Panther Creek's Winchester Underground Mine and Tom's Fork Prep Plant in Eskdale, although other operations at Panther Creek will remain active.[306]

[306] Associated Press. "Blackhawk Mining to idle 146 West Virginia workers." *Marcellus.com*. January 17, 2016. - https://marcellus.com/news/id/134350/blackhawk-mining-to-idle-146-west-virginia-workers/

Combined Demographics Report

Assessment Area: WV Charleston

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	9,517	18.6
Moderate-income	12	22.6	7,754	15.2	1,417	18.3	9,203	18
Middle-income	30	56.6	31,908	62.5	2,993	9.4	10,819	21.2
Upper-income	11	20.8	11,402	22.3	551	4.8	21,525	42.2
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**53**	**100.0**	**51,064**	**100.0**	**4,961**	**9.7**	**51,064**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	17,723	8,401	14.3	47.4	6,834	38.6	2,488	14
Middle-income	54,617	36,298	61.7	66.5	11,961	21.9	6,358	11.6
Upper-income	20,723	14,138	24	68.2	4,869	23.5	1,716	8.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**93,063**	**58,837**	**100.0**	**63.2**	**23,664**	**25.4**	**10,562**	**11.3**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	2,489	30.7	2,127	29.5	323	41.3	39	28.9
Middle-income	3,634	44.8	3,292	45.7	292	37.3	50	37
Upper-income	1,996	24.6	1,783	24.8	167	21.4	46	34.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**8,119**	**100.0**	**7,202**	**100.0**	**782**	**100.0**	**135**	**100.0**
	Percentage of Total Businesses:			**88.7**		**9.6**		**1.7**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	6	11.1	6	11.1	0	0	0	0
Middle-income	39	72.2	39	72.2	0	0	0	0
Upper-income	9	16.7	9	16.7	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**54**	**100.0**	**54**	**100.0**	**0**	**.0**	**0**	**.0**
	Percentage of Total Farms:			**100.0**		**.0**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE CHARLESTON WV MSA

Lending Test

Fifth Third's performance under the lending test in this assessment area is rated "High Satisfactory." Fifth Third has demonstrated a good responsiveness to the credit needs of the community. In addition, Fifth Third originated two community development loans totaling $4.0 million. Fifth Third has a good geographic distribution of loans and a moderate level of lending gaps. Fifth Third has a good distribution among borrowers of different income levels and to businesses of different revenue sizes. Fifth Third also exhibits a good record of serving the credit needs of highly economically disadvantaged areas in its assessment area, low-income individuals, and businesses with gross annual revenues of $1 million or less. The adequate level of community development loans and extensive use of flexible lending practices augmented Fifth Third's performance in this assessment area.

Greatest consideration was given to the evaluation of home purchase lending based on the overall volume of lending, followed by refinance and small business. There were an insufficient number of home improvement loans to analyze performance. Details of Fifth Third's residential mortgage and small business lending, as well as information regarding aggregate lending, can be found in Appendix E.

Lending Activity

Fifth Third's lending activity reflects a good responsiveness to the credit needs within the assessment area. Fifth Third originated 93 home purchase, 69 refinance, 22 home improvement, 62 small business, and two community development loans during the evaluation period. The percentage of Fifth Third's total lending at 0.2% is greater than the percentage of total deposits at 0.1% in this area.

Fifth Third made 93.4% of the HMDA and 100.0% of the CRA lending within its designated assessment area. No concentration was identified in any of the excluded counties within the assessment area.

Geographic Distribution of Loans

Fifth Third's overall distribution of lending among geographies is good. Home purchase lending is poor. Refinance lending is excellent. Small business lending is excellent. There is also an overall moderate level of lending gaps. The following gaps in lending were noted in the assessment area.

Tract Income Levels	Number of Tracts	Tracts with No Loans	Penetration
Moderate	12	3	75.0%
Middle	30	2	93.3%
Upper	11	2	81.8%
Total	**53**	**7**	**86.8%**

Lending gaps are considered reasonable. The lower penetration rate in moderate-income tracts is primarily due to an owner-occupancy rate of 47.4% and a high percentage of rentals and vacancies of 52.6% in these areas. Middle-income tracts have a low level of lending gaps and upper-income tracts have a reasonable level of lending gaps.

Home Purchase Loans

Fifth Third made six home purchase loans totaling $611,000 in moderate-income tracts. This represents 6.5% of its home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 14.3%, and 4.1% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate at 11.3% and was below the 2015 aggregate at 11.2%. As Fifth Third's performance was below proxy and the aggregate of all lenders, the geographic distribution of home purchase loans in low-income tracts is poor.

Fifth Third made 46 home purchase loans totaling $5.7 million in middle-income tracts. This represents 49.5% of home purchase loans by volume, which is below the percentage of owner-occupied units in these tracts at 61.7%, and 38.4% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 57.9% and was below the 2015 aggregate of 56.3%.

Fifth Third made 41 home purchase loans totaling $8.5 million in upper-income tracts. This represents 44.1% of home purchase loans by volume, which significantly exceeds the percentage of owner-occupied units in these tracts at 24.0%, and 57.5% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 30.8% and exceeded the 2015 aggregate of 31.2%.

Overall, the geographic distribution of home purchase loans is poor.

Refinance Loans

Fifth Third made eight refinance loans totaling $1.3 million in moderate-income tracts. This represents 11.6% of refinance loans by volume, which is below the owner-occupied units in these tracts at 14.3%, and 15.2%, which exceeds proxy. The percentage of loans by volume was comparable to the 2014 aggregate at 9.1% and significantly exceeded the 2015 aggregate at 9.0%. Because the owner-occupancy rate in moderate-income tracts is only 47.4% (which likely reduces the demand for refinance loans in these areas) and Fifth Third's performance was comparable in 2014 and significantly exceeded the aggregate of all lenders in 2015, the geographic distribution of refinance loans in moderate-income tracts is excellent.

Fifth Third made 38 refinance loans totaling $3.7 million in middle-income tracts. This represents 55.1% of refinance loans by volume, which is below the owner-occupied units in these tracts at 61.7%, and 44.1% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate at 60.5% and was below the 2015 aggregate at 59.0%.

Fifth Third made 23 refinance loans totaling $3.4 million in upper-income tracts. This represents 33.3% of refinance loans by volume, which exceeds the percentage of owner-occupied units in these tracts at 24.0%, and 40.8% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume was below the 2014 aggregate at 30.4% and exceeded the 2015 aggregate at 32.0%.

Overall, the geographic distribution of refinance loans is excellent.

Small Business Loans

Fifth Third made 20 small business loans totaling $3.7 million in moderate-income tracts. This represents 32.3% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 29.5%, and 34.5% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 26.1% and the 2015 aggregate of 27.6%. Given that Fifth Third's performance exceeded proxy and the aggregate of all lenders, the geographic distribution of small business loans in moderate-income tracts is excellent.

Fifth Third made 26 small business loans totaling $5.3 million in middle-income tracts. This represents 41.9% of small business loans by volume, which is below the percentage of businesses in these tracts at 45.7%, and 49.3% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 45.6% and was below the 2015 aggregate of 44.1%.

Fifth Third made 16 small business loans totaling $1.7 million in upper-income tracts. This represents 25.8% of small business loans by volume, which exceeds the percentage of businesses in these tracts at 24.8%, and 16.2% by dollar amount, which is below proxy. The percentage of loans by volume was below the 2014 aggregate of 25.5% and was below the 2015 aggregate of 25.7%.

Overall, the geographic distribution of small business loans is excellent.

Distribution by Borrower Income and Revenue Size of the Business

The distribution of loans is good based on borrower income and for businesses of different revenue sizes. Borrower distribution for home purchase and refinance lending is good.

Home Purchase Loans

Fifth Third made ten loans totaling $711,000 to low-income borrowers. This represents 10.8% of home purchase loans by volume, which is below the percentage of low-income families at 18.6%, and 4.8% by dollar amount, which is significantly below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 9.2% and was below the 2015 aggregate of 8.1%. Because Fifth Third's performance exceeded the aggregate of all lenders, but was below proxy, the borrower distribution of home purchase loans to low-income borrowers is good.

Fifth Third made 18 loans totaling $1.7 million to moderate-income borrowers. This represents 19.4% of home purchase loans by volume, which exceeds the percentage of moderate-income families at 18.0%, and 11.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 17.9% and was below the 2015 aggregate of 21.4%. As Fifth Third's performance exceeded proxy and the aggregate of all lenders, the borrower distribution of home purchase loans to moderate-income borrowers is excellent.

Fifth Third made 23 loans totaling $3.1 million to middle-income borrowers. This represents 24.7% of home purchase loans by volume, which exceeds the percentage of middle-income families at 21.2%, and 21.1% by dollar amount, which is comparable to proxy. The percentage of loans by volume was below the 2014 aggregate of 21.6% and exceeded the 2015 aggregate of 21.7%.

Fifth Third made 39 loans totaling $8.8 million to upper-income borrowers. This represents 41.9% of home purchase loans by volume, which is comparable to the percentage of upper-income families at 42.2%, and 59.6% by dollar amount, which exceeds proxy. The percentage of loans by volume exceeded the 2014 aggregate of 35.8% and exceeded the 2015 aggregate of 30.7%.

A community contact indicated that the lack of employment opportunities for low- and moderate-income individuals was a significant economic factor likely impacting the ability of these individuals to buy homes. Since Fifth Third was able to effectively reach these borrowers, the overall borrower distribution of home purchase loans is good.

Refinance Loans

Fifth Third made five loans totaling $375,000 to low-income borrowers. This represents 7.2% of refinance loans by volume, which is significantly below the percentage of low-income families at 18.6%, and 4.5% by dollar amount, which is significantly below proxy. The percentage of loans by volume was below the 2014 aggregate of 6.2% and exceeded the 2015 aggregate of 6.1%. Given that Fifth Third's performance exceeded the aggregate of all lenders, but was significantly below proxy, the borrower distribution of refinance loans to low-income borrowers is adequate.

Fifth Third made 13 loans totaling $968,000 to moderate-income borrowers. This represents 18.8% of refinance loans by volume, which exceeds the percentage of moderate-income families at 18.0%, and 11.5% by dollar volume, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 15.6% and exceeded the 2015 aggregate of 15.7%. As Fifth Third's performance exceeded the aggregate of all lenders and proxy, the borrower distribution of refinance loans to moderate-income borrowers is excellent.

Fifth Third made 14 loans totaling $1.2 million to middle-income borrowers. This represents 20.3% of refinance loans by volume, which is comparable to the percentage of middle-income families at 21.2%, and 14.2% by dollar amount, which is below proxy. The percentage of loans by volume exceeded the 2014 aggregate of 24.5% and was below the 2015 aggregate of 21.9%.

Fifth Third made 35 loans totaling $5.7 million to upper-income borrowers. This represents 50.7% of refinance loans by volume, which exceeds the percentage of upper-income families at 42.2%, and 67.6% by dollar amount, which significantly exceeds proxy. The percentage of loans by volume was below the 2014 aggregate of 41.5% and substantially exceeded the 2015 aggregate of 41.6%.

Overall, the borrower distribution of refinance loans is good.

Small Business Loans

The distribution of small business loans to businesses of different sizes is good, considering Fifth Third's performance relative to the aggregate of all lenders. Fifth Third was able to make 40.3% of small business loans to businesses with revenues of $1 million or less. Fifth Third's performance was below the 2014 aggregate of 38.0% and exceeded the 2015 aggregate of 44.0%; however, Fifth Third's performance was significantly below the percentage of small businesses in the assessment area at 88.7%. Also, during the evaluation period, Fifth Third was able to make an acceptable percentage of small-dollar loans (59.7%) up to $100,000, indicating a willingness to lend in smaller amounts that are requested by small businesses.

Community Development Loans

Fifth Third originated two community development loans totaling $4.0 million supporting economic development during the evaluation period.

Community development lending in the assessment area represents 0.1% of the total dollar volume of community development loans originated by Fifth Third during the evaluation period. This ranks as Fifth Third's 52nd highest percentage of community development lending during the evaluation period. As such, Fifth Third's performance is adequate in community development lending.

The community development loans were renewals of working capital to assist a small business retain employment for 14 low- and moderate-income workers.

Flexible Lending Programs

Fifth Third only originated 184 HMDA loans in this assessment area during the evaluation period, but originated 701 flexible lending loans consisting of 503 government loans, 66 down payment assistance loans, and 132 other flexible lending programs. The following tables show the percentage by volume and by dollar amount of the three types of flexible lending programs made in this assessment area during the evaluation period and the distribution of Fifth Third's flexible lending programs within the assessment area by census tract income and by borrower income.

Flexible Loan Programs												
	Geographic Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units	% - #	% - $	% O/O Units
Government Loan Programs	2.4%	2.2%	3.4%	25.6%	20.4%	18.4%	51.1%	49.0%	39.9%	20.9%	28.5%	38.3%
Down Payment Assistance Programs	7.6%	6.9%	3.4%	30.3%	27.8%	18.4%	53.0%	54.6%	39.9%	9.1%	10.8%	38.3%
Other Flexible Lending Programs	5.3%	3.1%	3.4%	13.6%	10.5%	18.4%	34.8%	30.9%	39.9%	46.2%	55.5%	38.3%
Total	**3.4%**	**2.7%**	**3.4%**	**23.8%**	**18.7%**	**18.4%**	**48.2%**	**45.4%**	**39.9%**	**24.5%**	**33.1%**	**38.3%**

*Unknown tract data is not included in the above table.

Flexible Loan Programs												
	Borrower Distribution											
	Low			Moderate			Middle			Upper		
	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam	% - #	% - $	% Fam
Government Loan Programs	28.2%	19.9%	21.0%	35.2%	31.4%	17.3%	18.7%	21.2%	20.4%	17.1%	26.0%	41.4%
Down Payment Assistance Programs	47.0%	37.3%	21.0%	42.4%	47.3%	17.3%	4.5%	7.9%	20.4%	0.0%	0.0%	41.4%
Other Flexible Lending Programs	12.1%	9.6%	21.0%	22.0%	16.5%	17.3%	20.5%	18.9%	20.4%	43.2%	52.9%	41.4%
Total	**27.0%**	**18.9%**	**21.0%**	**33.4%**	**29.3%**	**17.3%**	**17.7%**	**19.7%**	**20.4%**	**20.4%**	**30.0%**	**41.4%**

*Unknown tract data is not included in the above table.

Overall, Fifth Third's lending in low-income tracts by number was comparable to the percentage of owner-occupied units in these tracts, while the dollar amount in the low-income tracts was slightly below proxy. However, down payment assistance loans, by number and dollar amount, exceeded the percentage of owner-occupied units in low-income tracts. The percentage of lending by volume and dollar amount in moderate-income tracts exceeded the percentage of owner-occupied units in these geographies.

Fifth Third's lending by volume to low-income borrowers exceeded the percentage of low-income families, and lending by dollar amount was below proxy. The percentage of lending by volume and dollar amount to moderate-income borrowers exceeded the percentage of moderate-income families, especially for down payment assistance and government loan programs.

Fifth Third made extensive use of flexible lending practices and is serving the assessment area's credit needs, as lending through flexible loan programs in low-income tracts was good and excellent in moderate-income tracts and to low- and moderate-income borrowers was excellent.

Investment Test

Fifth Third's performance relative to the investment test in the assessment area is rated "High Satisfactory."

Fifth Third made a significant level of qualified community development investments and grants. As such, Fifth Third was occasionally in a leadership position. Fifth Third has 35 qualified investments totaling $4.0 million during the evaluation period. Shown in the table below are the total current period investments:

Affordable Housing		Community Services	
#	*$*	*#*	*$*
11	1,543,486	20	46,471

Also included in the total number of qualified investments are four prior period investments totaling $2.4 million. Fifth Third made 0.3% of its total community development investments in this assessment area, which is greater than the percentage of total deposits at 0.1% and comparable to the percentage of branch offices at 0.2%.

Fifth Third exhibits a good responsiveness to credit and community development needs in the assessment area. Fifth Third made 25 donations totaling $51,221 that supported local schools, churches and social and charitable organizations. The majority of Fifth Third's donations (90.7%) supported services to low- and moderate-income individuals.

Service Test

Fifth Third's performance under the service test in this assessment area is rated "Outstanding." Retail services are readily accessible and Fifth Third provides an excellent level of community development services.

Retail Services

Fifth Third's record of opening and closing offices has not adversely affected the accessibility of its delivery systems, particularly in moderate-income geographies and to low- and moderate-income households. Since the previous evaluation, no banking centers were opened or closed and delivery services are readily accessible to Fifth Third's geographies and individuals of different income levels.

Business hours and services provided do not vary in a way that inconveniences certain portions of the assessment area, including moderate-income geographies or households, and are consistent with the services and hours discussed in the “Institution” assessment.

Fifth Third maintains three banking centers within this assessment area, including one in moderate-, two in middle-, and none in upper-income census tracts. Fifth Third banking centers in this assessment area represent 0.2% of all its banking centers.

Fifth Third has a total of three full-service ATMs within this assessment area, including one in moderate-, two in middle-, and none in upper-income census tracts.

The following table illustrates the percentage of banking centers and ATMs in moderate-, middle-, and upper-income census tracts in comparison to the number and percentage of census tracts and the percentage of households and businesses in those tracts. There are no low-income geographies in this assessment area.

Geographic Distribution of Branches & ATMS

Assessment Area: WV Charleston

Tract Category	Branches				Stand Alone ATMs							Demographics			
	Total Branches				Total ATMs			Full Service ATMs		Cash only ATMs		Census Tracts		House holds	Total Businesses
	#	%	Open #	Closed #		#	%	#	%	#	%	#	%	%	%
Low	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Moderate	1	33.3%	0	0	Total	1	33.3%	1	33.3%	0	0.0%	12	22.6%	18.5%	31.4%
Middle	2	66.7%	0	0	Total	2	66.7%	2	66.7%	0	0.0%	30	56.6%	58.5%	44.4%
Upper	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	11	20.8%	23.0%	24.2%
Unknown	0	0.0%	0	0	Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0.0%	0.0%
Total	3	100.0%	0	0	Total	3	100.0%	3	100.0%	0	0.0%	53	100.0%	100.0%	100.0%

2016 FFIEC Census Data, 2010 ACS Data, and 2015 D&B Information
Closed branches/ATMs are only included in "closed" columns and are not included in any other totals.
DTO - Drive thru only is a subset of total branches
SA = Stand Alone ATM is a subset of total ATMs

Branch distribution within moderate-income tracts was considered excellent, because the distribution of branches exceeded the percentage of census tracts and households and businesses in these tracts.

Community Development Services

Fifth Third is a leader in providing community development services in this assessment area. During the evaluation period, Fifth Third employees provided 625 hours of community development service to local organizations serving low- and moderate-income individuals, which represents 0.5% of all community development services provided and equates to 0.3 annualized persons (ANP).

Affordable Housing	Economic Development	Community Services
# of Hours	***# of Hours***	***# of Hours***
103	36	486

Employees provided financial expertise through leadership positions in multiple community organizations that provide affordable housing and promote community and economic development. Community development services include 381 hours of providing financial literacy through local nonprofits and school programs, 224 hours serving on boards and committees, and 20 hours providing technical assistance to non-profits.

Fifth Third was considered particularly responsive with regard to hours dedicated to financial literacy activities, as a community contact mentioned the need for financial literacy education to help lower-income individuals get out of debt and learn to save money. Based on the area's high poverty rates and accelerating elderly population, supporting community services that serve low- and moderate-income individuals is also considered to be responsive.

APPENDIX A

SCOPE OF EXAMINATION

LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION	
ASSESSMENT AREA/TYPE OF EXAMINATION	**BANKING CENTERS VISITED**[307]
Multi-state – full-scope reviews • Chicago-Naperville IL-IN-WI CSA • Cincinnati OH-KY-IN MSA • Evansville IN-KY MSA • Huntington-Ashland WV-KY-OH MSA • Louisville-Jefferson County KY-IN MSA • South Bend-Elkhart-Mishawaka IN-MI CSA	None
Florida – full-scope reviews • Orlando-Deltona-Daytona Beach FL CSA • Tampa-St. Petersburg-Clearwater FL MSA ***Florida – limited-scope reviews*** • Cape Coral-Fort Myers FL MSA • Jacksonville FL MSA • Lakeland-Winter Haven FL MSA • Miami-Fort Lauderdale-West Palm Beach FL MSA • Naples-Immokalee-Marco Island FL MSA • North Port-Sarasota FL CSA	None
Georgia – full-scope review • Atlanta-Sandy Springs-Roswell GA MSA ***Georgia – full-scope review*** • Augusta-Richmond County GA-SC MSA	None
Illinois – full-scope reviews • Non-metropolitan Southern Illinois ***Illinois – limited-scope review*** • Carbondale-Marion IL MSA • Non-metropolitan Northern Illinois • Rockford IL MSA	None

[307]There is a statutory requirement that the written evaluation of a multi-state institution's performance must list the individual banking centers examined in each state. Before the Consumer Financial Protection Bureau assumed responsibility over supervision of the majority of the consumer compliance regulation impacting Fifth Third, the institution was supervised under the Federal Reserve's continuous supervision process. Banking centers and/or the institution's processes for monitoring banking center performance are periodically evaluated under this continuous supervision process so no additional review of banking centers was necessary as part of this CRA performance evaluation.

Indiana – full-scope reviews • Indianapolis-Carmel-Muncie IN CSA • Non-metropolitan Southern Indiana ***Indiana – limited-scope reviews*** • Bloomington IN MSA • Fort Wayne IN MSA • Lafayette-West Lafayette IN MSA • Non-metropolitan Northern Indiana • Terre Haute IN MSA	None
Kentucky – full-scope reviews • Lexington-Fayette KY MSA ***Kentucky – limited-scope review*** • Non-metropolitan Eastern Kentucky • Non-metropolitan Western Kentucky • Owensboro KY MSA	None
Michigan – full-scope reviews • Detroit-Warren-Ann Arbor MI CSA • Grand Rapids-Wyoming-Muskegon MI CSA ***Michigan – limited-scope reviews*** • Battle Creek MI MSA • Jackson MI MSA • Kalamazoo-Portage MI MSA • Lansing-East Lansing MI MSA • Non-metropolitan Northern Michigan • Non-metropolitan Southern Michigan • Saginaw-Midland-Bay City MI CSA	None
Missouri – full-scope review • St. Louis MO-IL MSA	None
North Carolina – full-scope reviews • Charlotte-Gastonia-Concord NC-SC MSA ***North Carolina – limited-scope reviews*** • Asheville NC MSA • Hickory-Lenoir-Morganton NC MSA • Non-metropolitan Western North Carolina • Raleigh-Cary NC MSA	None
Ohio – full-scope reviews • Cleveland-Akron-Canton OH CSA • Columbus OH MSA	None

Ohio – limited-scope reviews • Dayton-Springfield-Sidney OH CSA • Lima OH MSA • Non-metropolitan Northwestern Ohio • Non-metropolitan Southwestern Ohio • Toledo OH MSA	
Pennsylvania – full-scope review • Pittsburgh PA MSA	None
Tennessee – full-scope review • Nashville-Davidson-Murfreesboro-Franklin TN MSA ***Tennessee – limited-scope review*** • Knoxville TN MSA	None
West Virginia – full-scope review • Charleston WV MSA	None

APPENDIX B

SUMMARY OF INSTITUTION, MULTI-STATE, AND STATE RATINGS

Institution Rating	Lending Test Rating	Investment Test Rating	Service Test Rating	Overall State Rating
Institution	Outstanding	Outstanding	High Satisfactory	Outstanding
Multi-state MSA Ratings				
Chicago-Naperville IL-IN-WI CSA	Outstanding	Outstanding	High Satisfactory	Outstanding
Cincinnati OH-KY-IN MSA	Outstanding	Outstanding	High Satisfactory	Outstanding
Evansville IN-KY MSA	High Satisfactory	Outstanding	High Satisfactory	Outstanding
Huntington-Ashland WV-KY-OH MSA	Low Satisfactory	Outstanding	Outstanding	Satisfactory
Louisville-Jefferson County KY-IN MSA	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
South Bend-Elkhart-Mishawaka IN-MI CSA	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
State MSA Ratings				
State of Florida	Outstanding	Outstanding	High Satisfactory	Outstanding
State of Georgia	High Satisfactory	Outstanding	High Satisfactory	Satisfactory
State of Illinois	Low Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory
State of Indiana	Outstanding	Outstanding	Outstanding	Outstanding
Commonwealth of Kentucky	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
State of Michigan	Outstanding	Outstanding	Outstanding	Outstanding
State of Missouri	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
State of North Carolina	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
State of Ohio	Outstanding	Outstanding	High Satisfactory	Outstanding
Commonwealth of Pennsylvania	High Satisfactory	Outstanding	Low Satisfactory	Satisfactory
State of Tennessee	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
State of West Virginia	High Satisfactory	High Satisfactory	Outstanding	Satisfactory

APPENDIX C

SUMMARY OF LIMITED-SCOPE REVIEWS

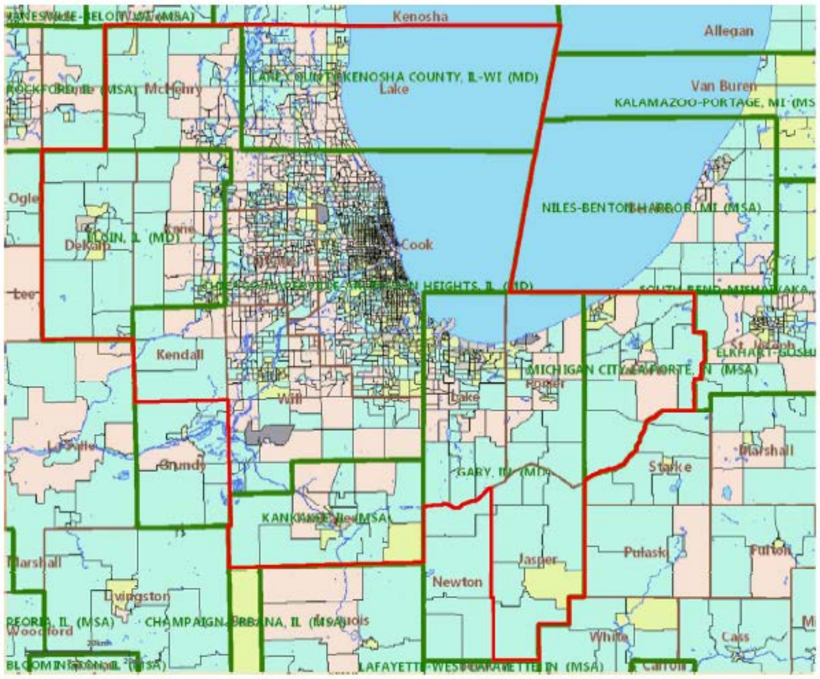
Assessment Area	Lending Test	Investment Test	Service Test
State of Florida			
Cape Coral-Fort Myers FL MSA	Below	Below	Consistent
Jacksonville FL MSA	Below	Consistent	Consistent
Lakeland-Winter Haven FL MSA	Below	Consistent	Consistent
Miami-Fort Lauderdale-West Palm Beach FL MSA	Below	Consistent	Consistent
Naples-Immokalee-Marco Island FL MSA	Below	Below	Below
North Port-Sarasota FL CSA	Below	Below	Consistent
State of Georgia			
Augusta-Richmond County GA-SC MSA	Below	Consistent	Consistent
State of Illinois			
Carbondale-Marion IL MSA	Consistent	Consistent	Consistent
Non-metropolitan Northern Illinois	Consistent	Above	Above
Rockford IL MSA	Consistent	Below	Above
State of Indiana			
Bloomington IN MSA	Below	Consistent	Below
Fort Wayne IN MSA	Below	Consistent	Below
Lafayette-West Lafayette IN MSA	Below	Below	Below
Non-metropolitan Northern Indiana	Below	Below	Below
Terre Haute IN MSA	Below	Below	Below
Commonwealth of Kentucky			
Non-metropolitan Eastern Kentucky	Below	Consistent	Below
Non-metropolitan Western Kentucky	Below	Above	Consistent
Owensboro KY MSA	Below	Below	Below
State of Michigan			
Battle Creek MI MSA	Below	Consistent	Below
Jackson MI MSA	Below	Below	Below
Kalamazoo-Portage MI MSA	Below	Consistent	Below
Lansing-East Lansing MI MSA	Below	Below	Consistent
Non-metropolitan Northern Michigan	Below	Below	Below
Non-metropolitan Southern Michigan	Below	Consistent	Below
Saginaw-Midland-Bay City MI CSA	Below	Consistent	Below

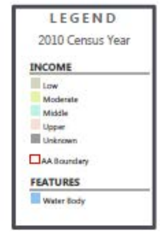
State of North Carolina			
Asheville NC MSA	Below	Below	Below
Hickory-Lenoir-Morganton NC MSA	Below	Below	Below
Non-metropolitan Western North Carolina	Below	Below	Below
Raleigh-Cary NC MSA	Below	Below	Below
State of Ohio			
Dayton-Springfield-Sidney OH CSA	Below	Below	Below
Lima OH MSA	Below	Below	Consistent
Non-metropolitan Northwestern Ohio	Below	Below	Consistent
Non-metropolitan Southwestern Ohio	Below	Consistent	Consistent
Toledo OH MSA	Below	Below	Consistent
State of Tennessee			
Knoxville TN MSA	Below	Consistent	Below

APPENDIX D

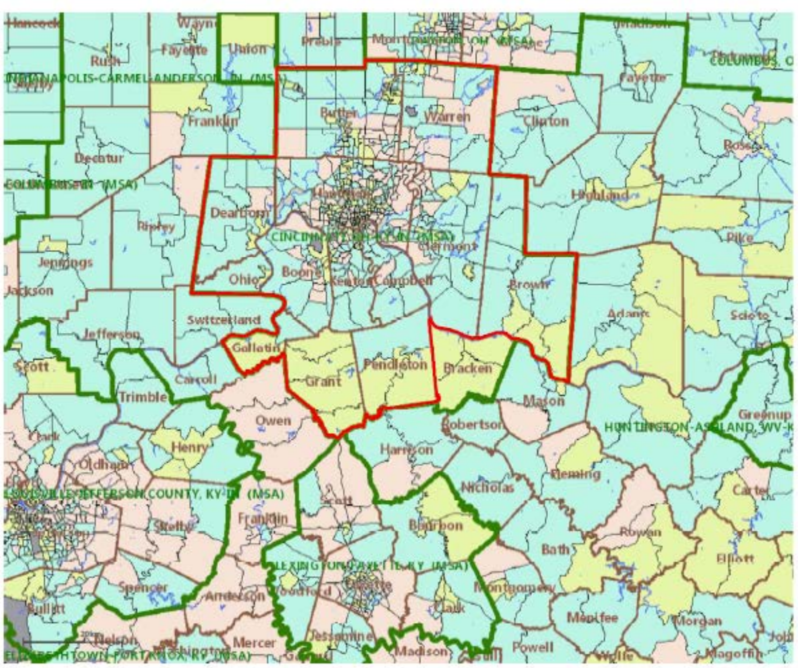
ASSESSMENT AREA MAPS

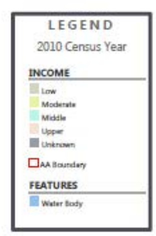
Assessment Area: Multi Chicago-Naperville IL-IN-WI CSA #176



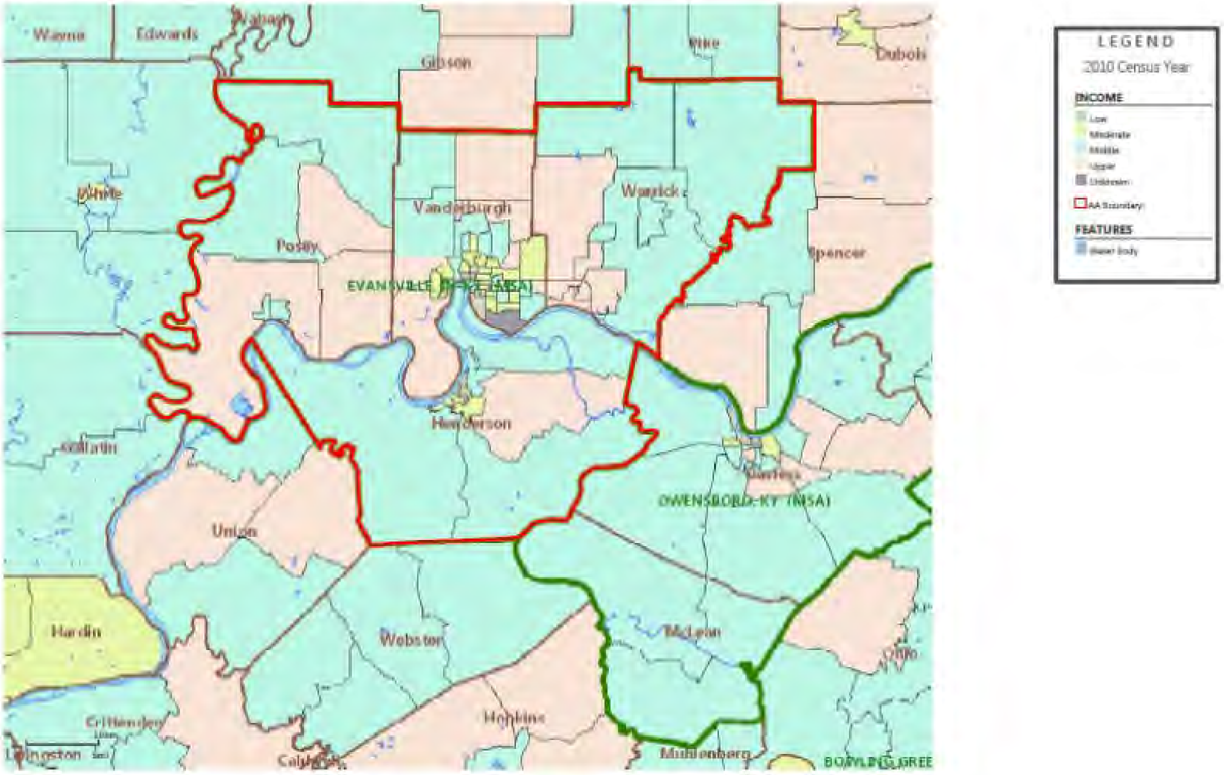


Assessment Area: Multi Cincinnati OH-KY-IN MSA #17140

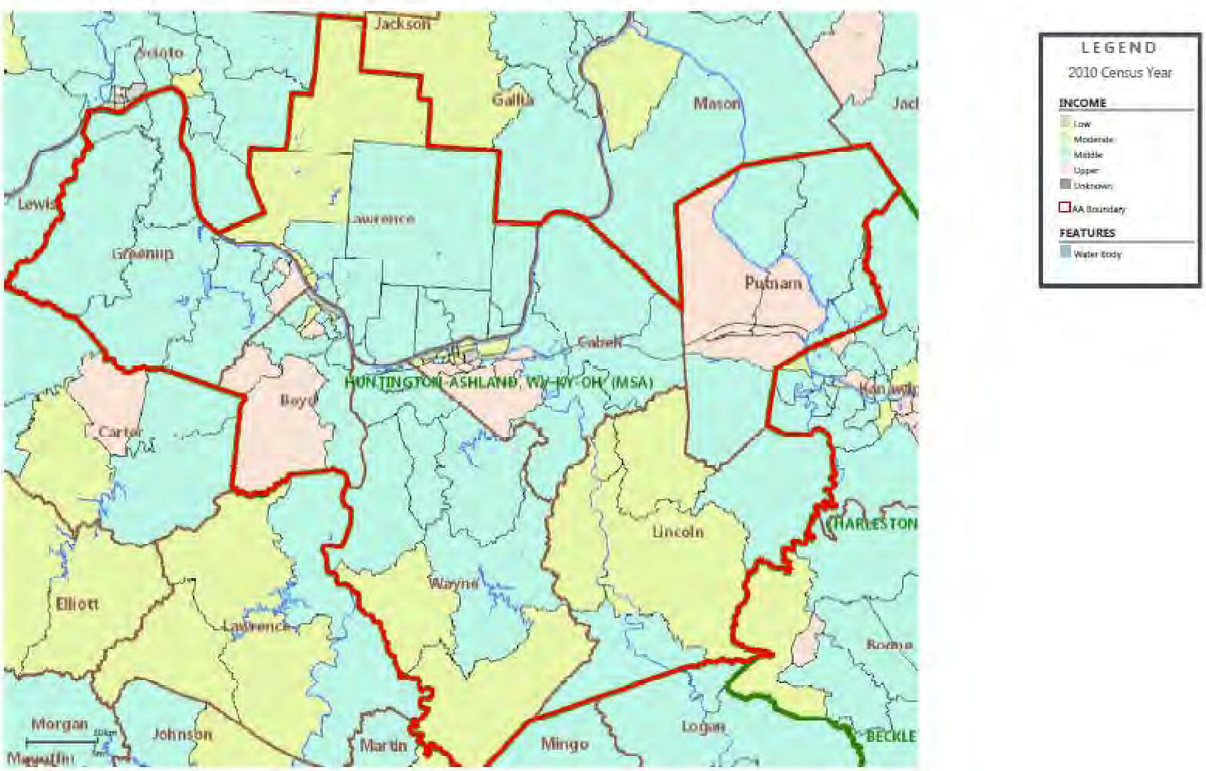




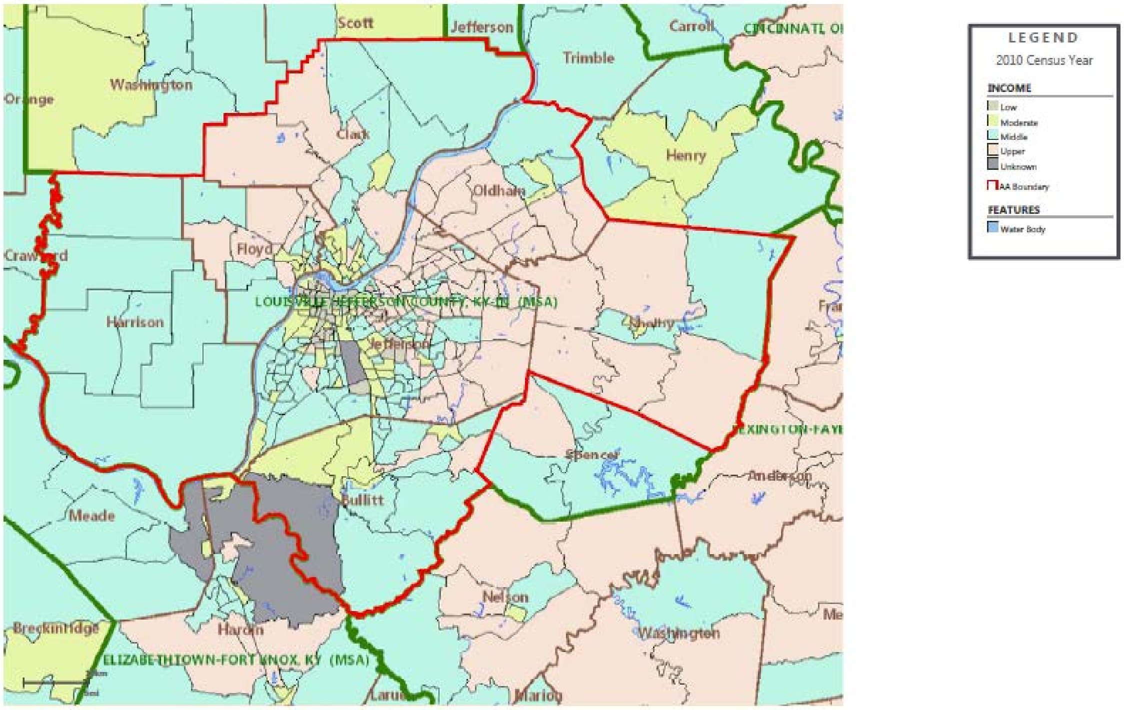
Assessment Area: Multi Evansville IN-KY MSA #21780



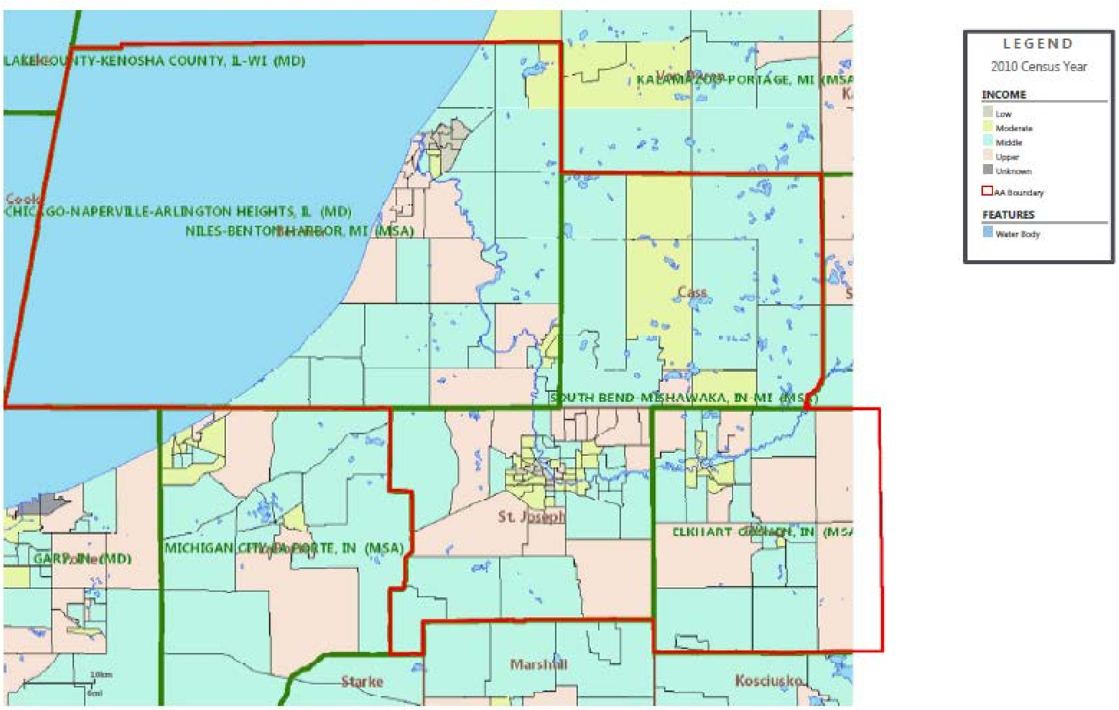
Assessment Area: Multi Huntington-Ashland WV-KY-OH MSA #26580



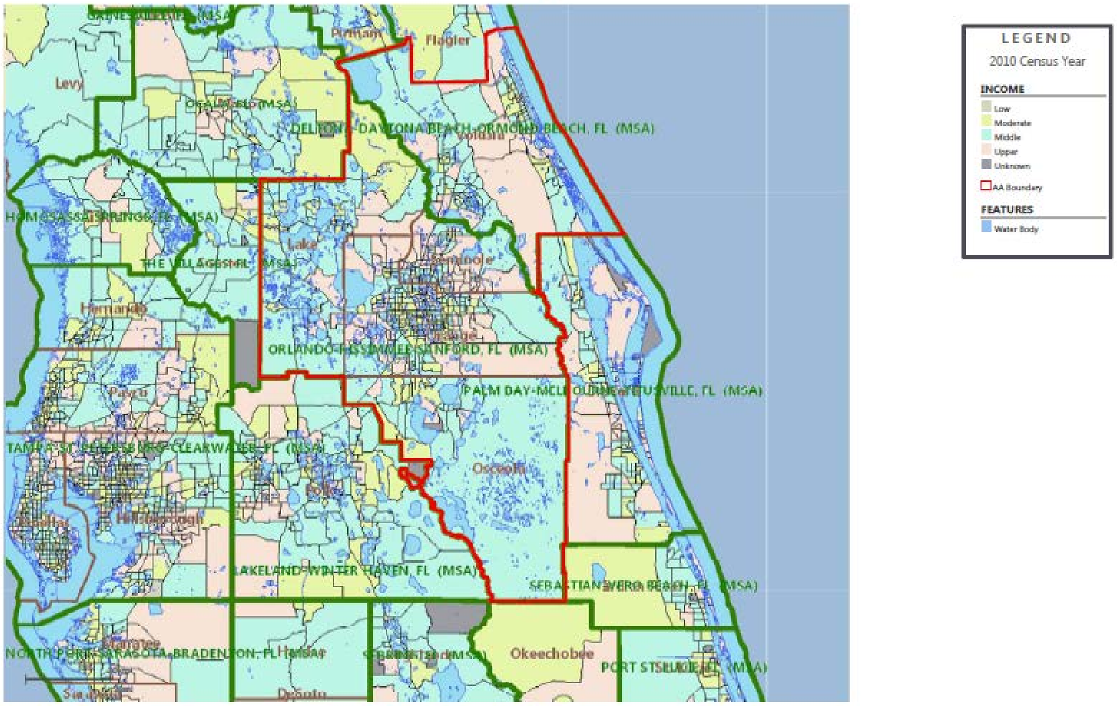
Assessment Area: Multi Louisville/Jefferson County KY-IN MSA #31140



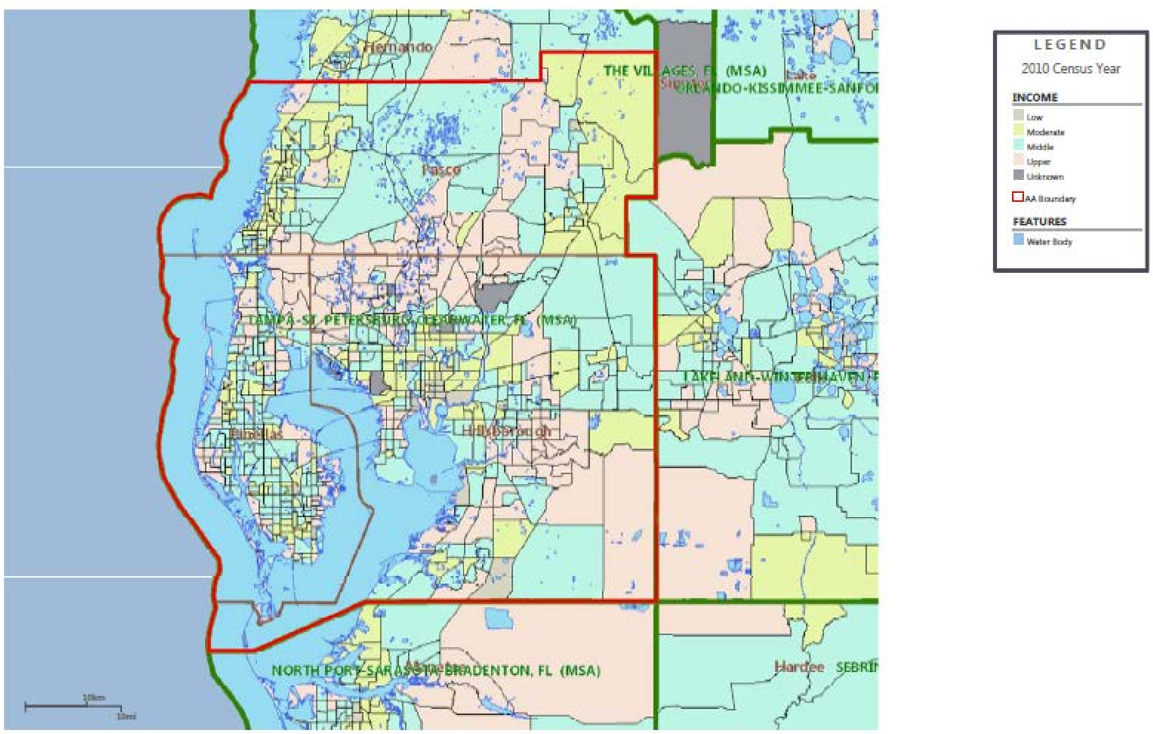
Assessment Area: Multi South Bend Elkhart Mishawaka IN-MI CSA #515



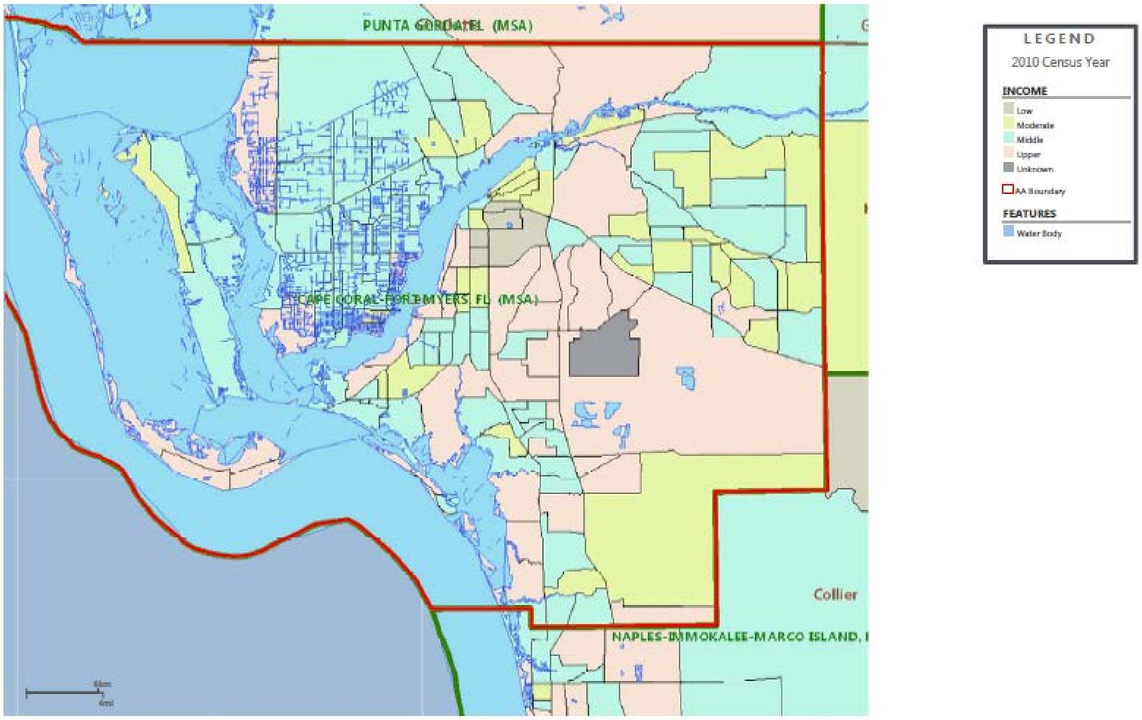
Assessment Area: Orlando-Deltona-Daytona Beach FL CSA #422



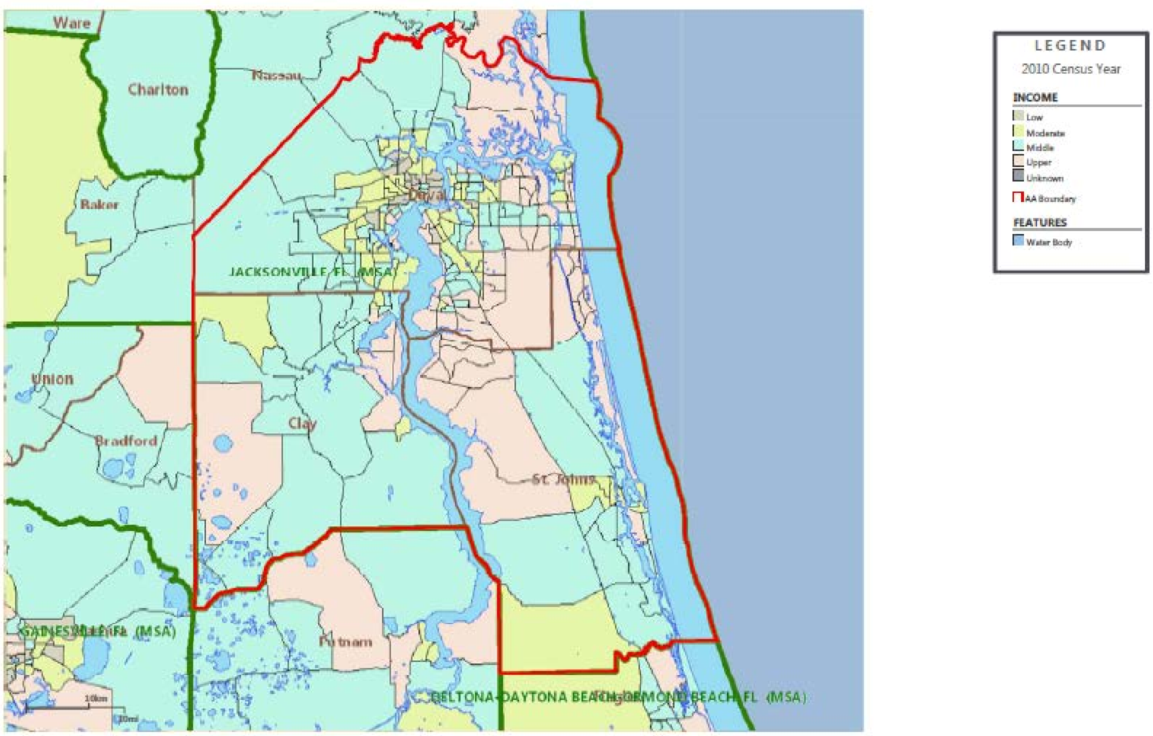
Assessment Area: Tampa-St. Petersburg-Clearwater FL MSA #45300



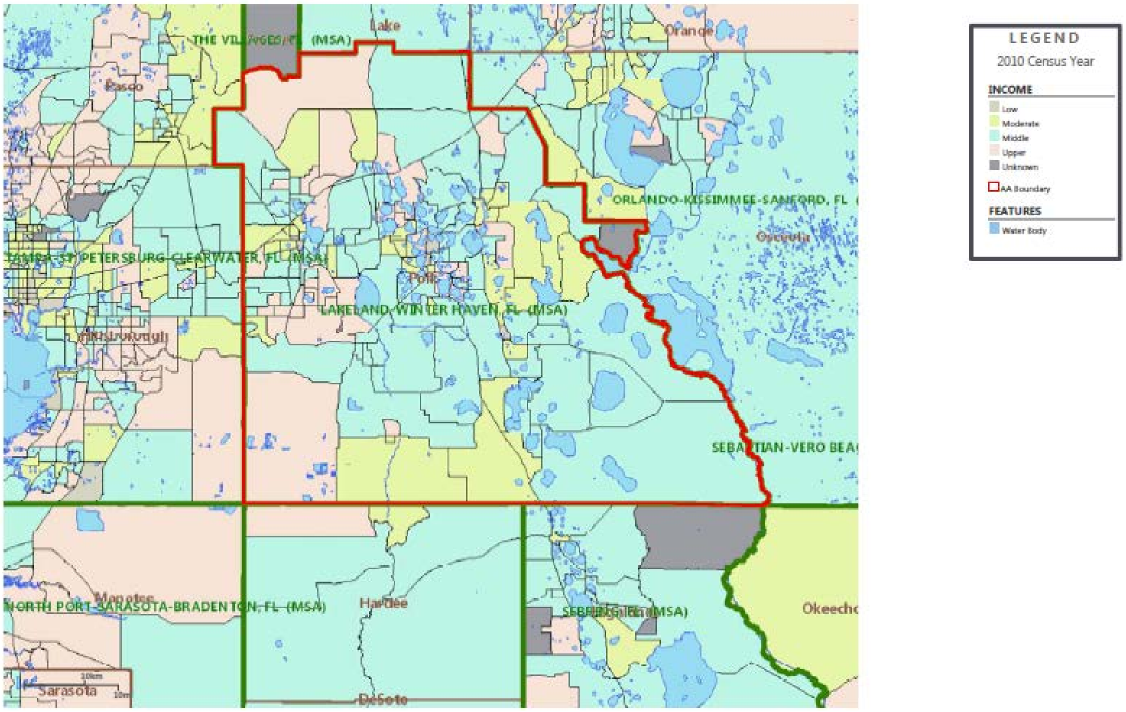
Assessment Area: Cape Coral-Fort Myers FL MSA #15980



Assessment Area: Jacksonville FL MSA #27260

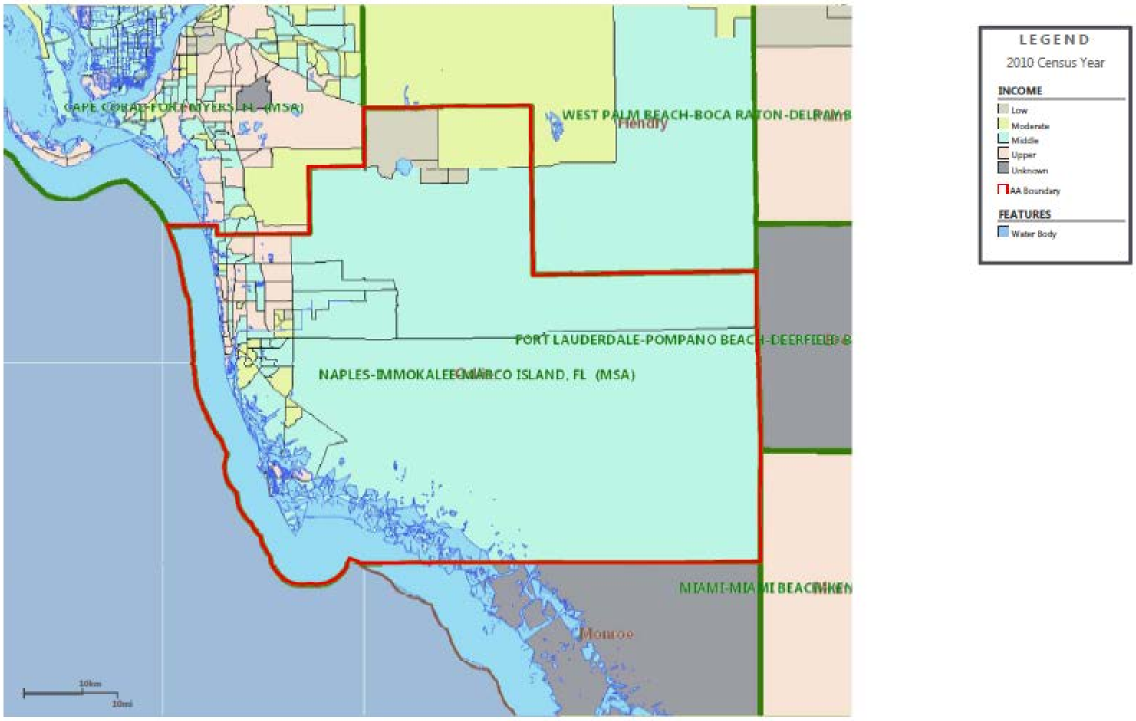


Assessment Area: Lakeland-Winterhaven FL MSA #29460

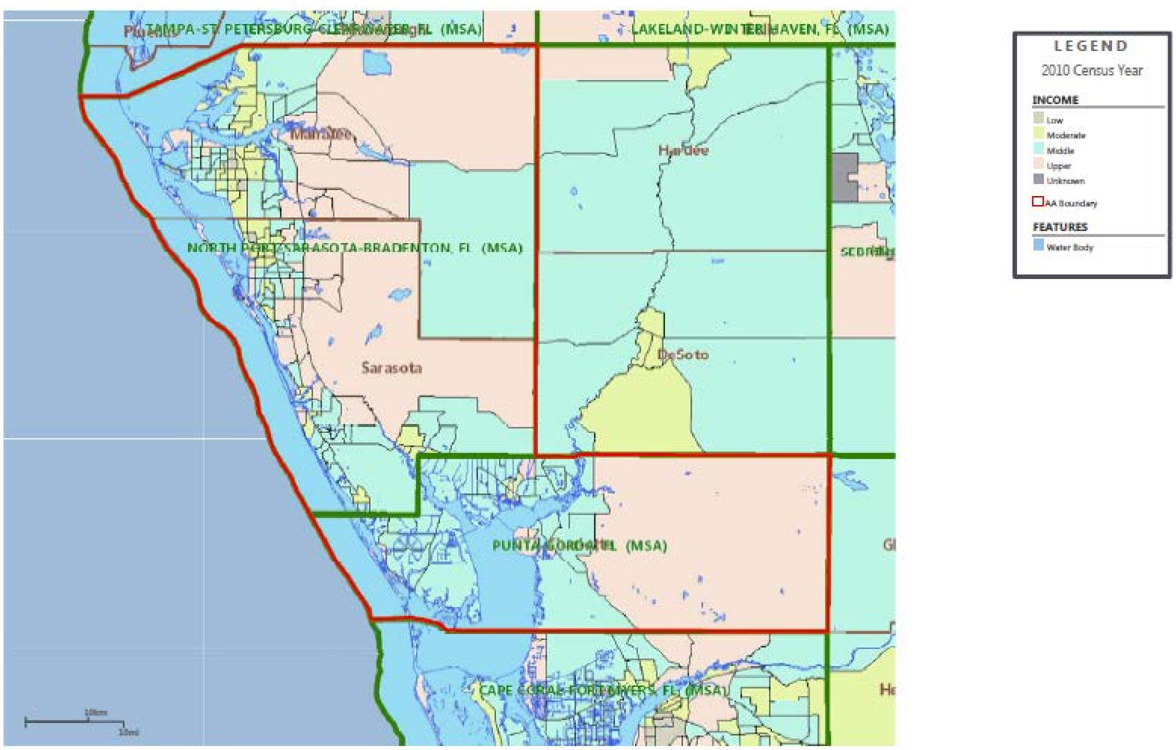


Assessment Area: Miami-Fort Lauderdale-West Palm Beach FL MSA #33100

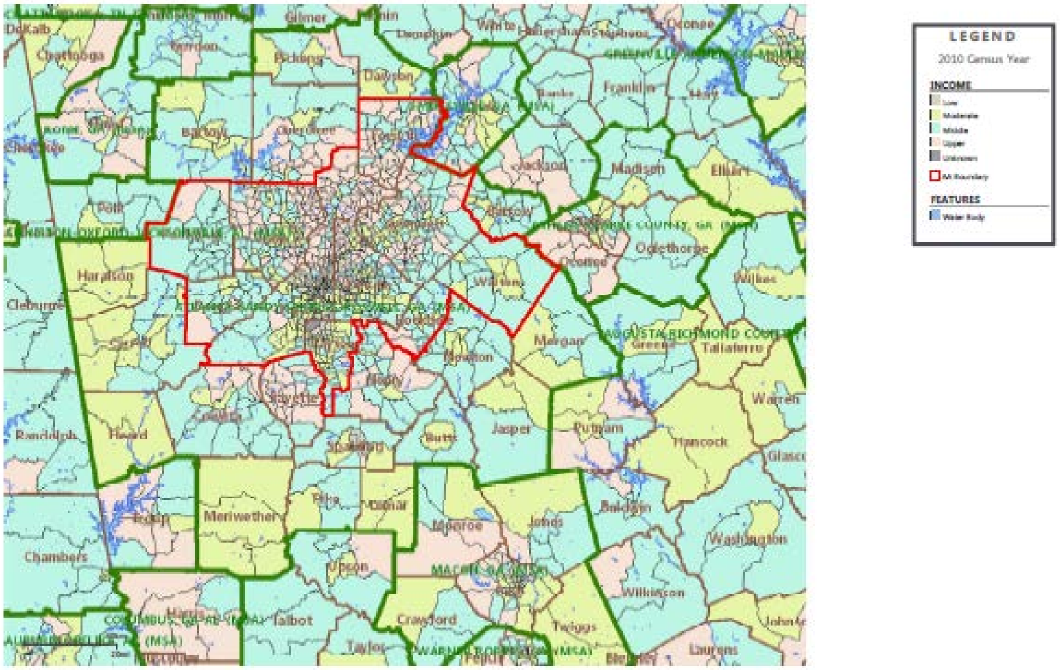
Assessment Area: Naples-Immokalee-Marco Island FL MSA #34940



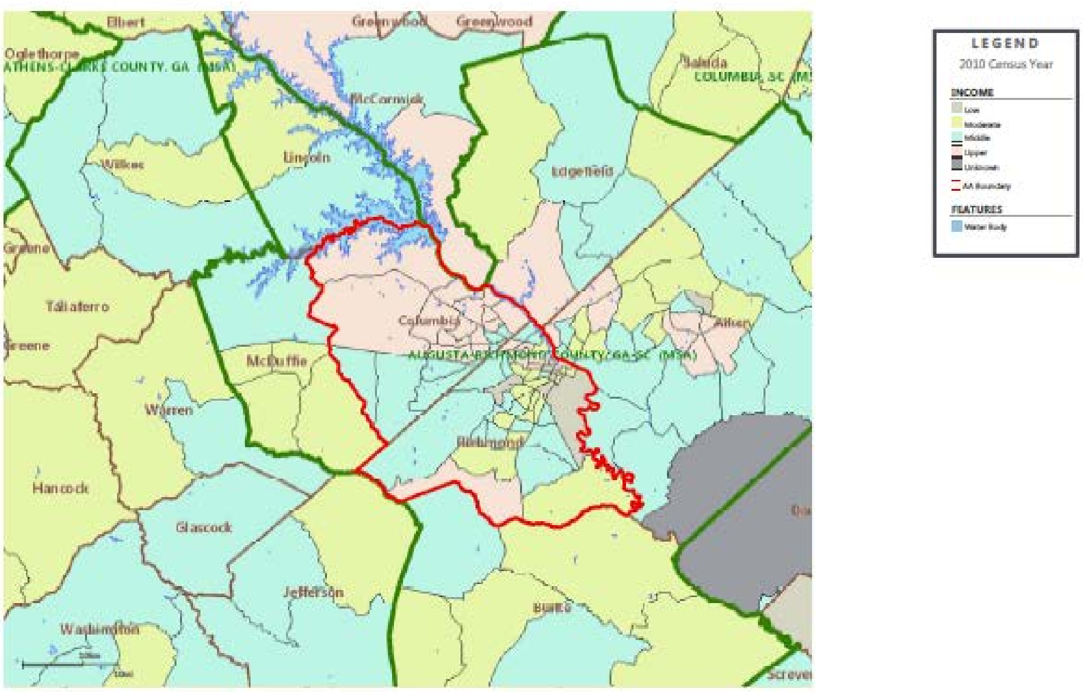
Assessment Area: North Port-Sarasota FL CSA #494



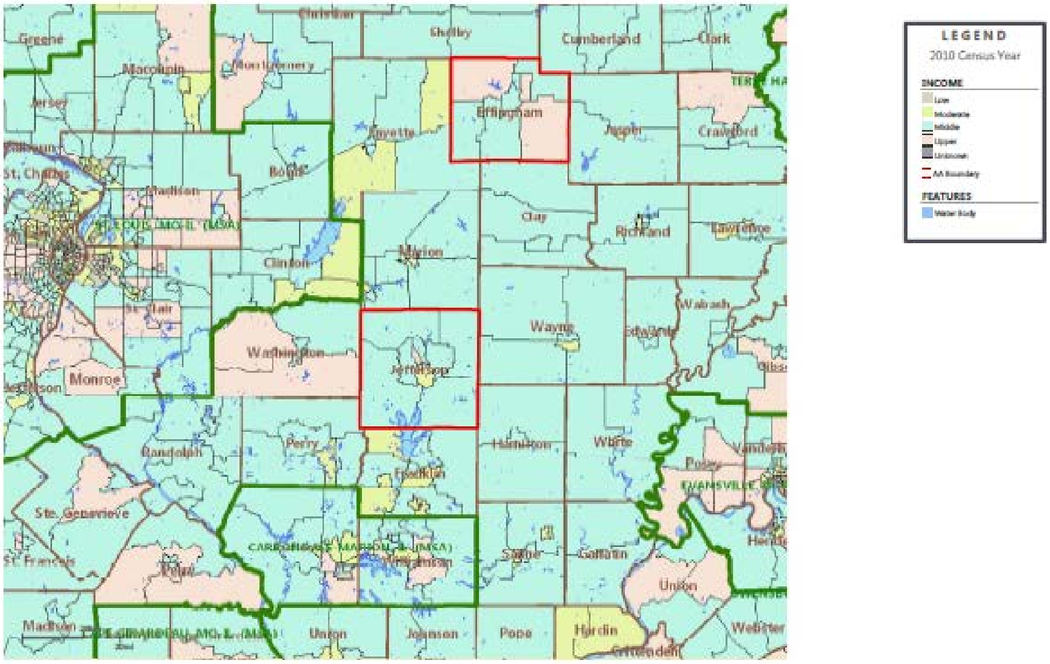
Assessment Area: Atlanta-Sandy Springs-Roswell GA MSA #12060



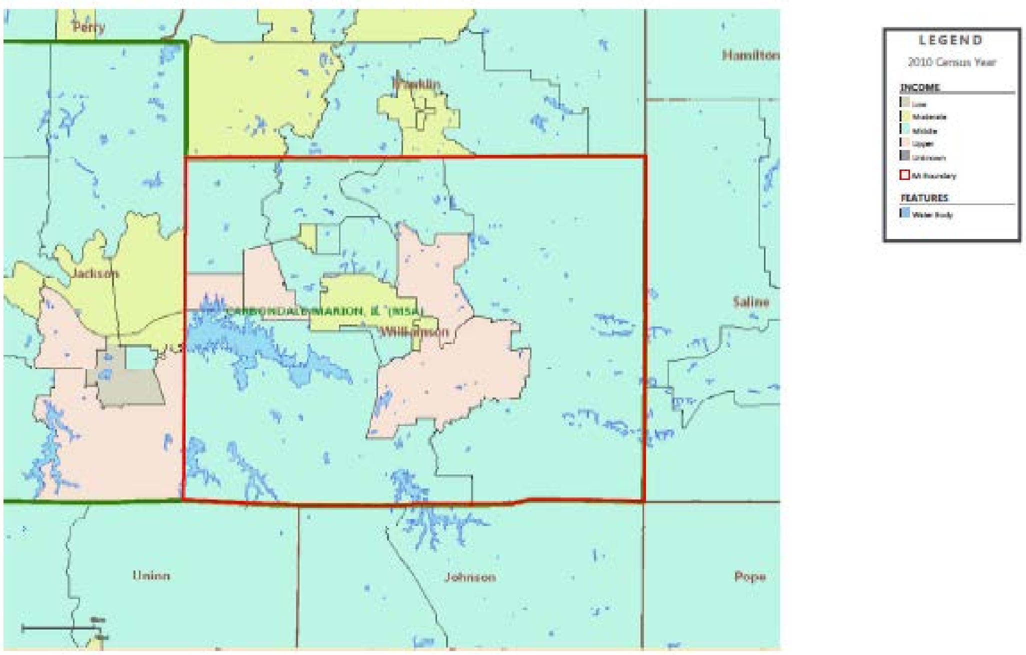
Assessment Area: Augusta-Richmond County GA-SC MSA #12260



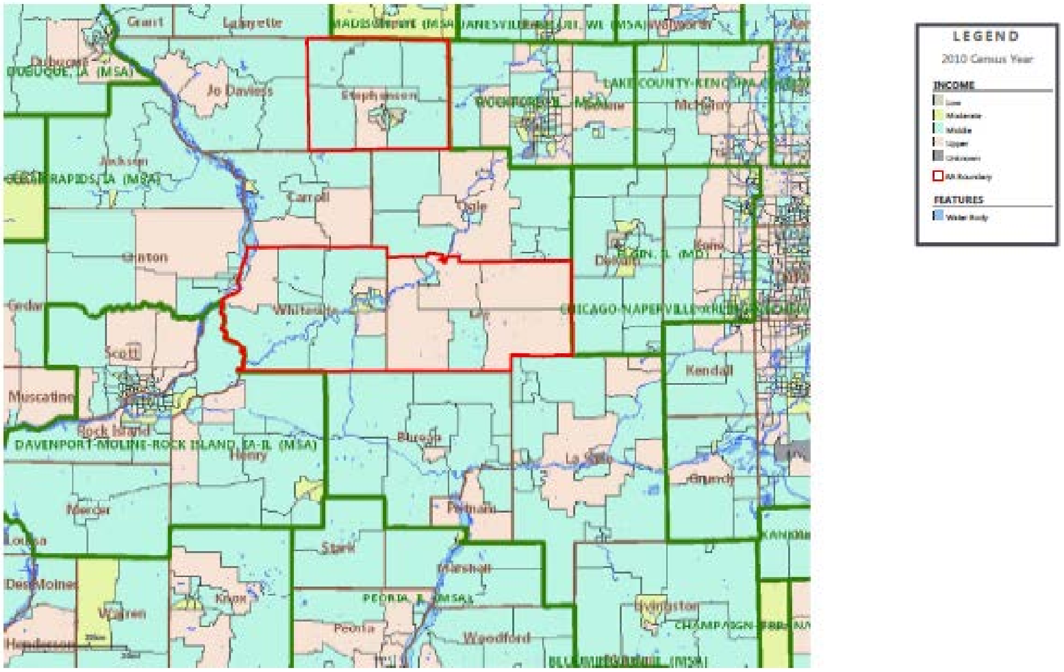
Assessment Area: Illinois State Non-Metro Southern



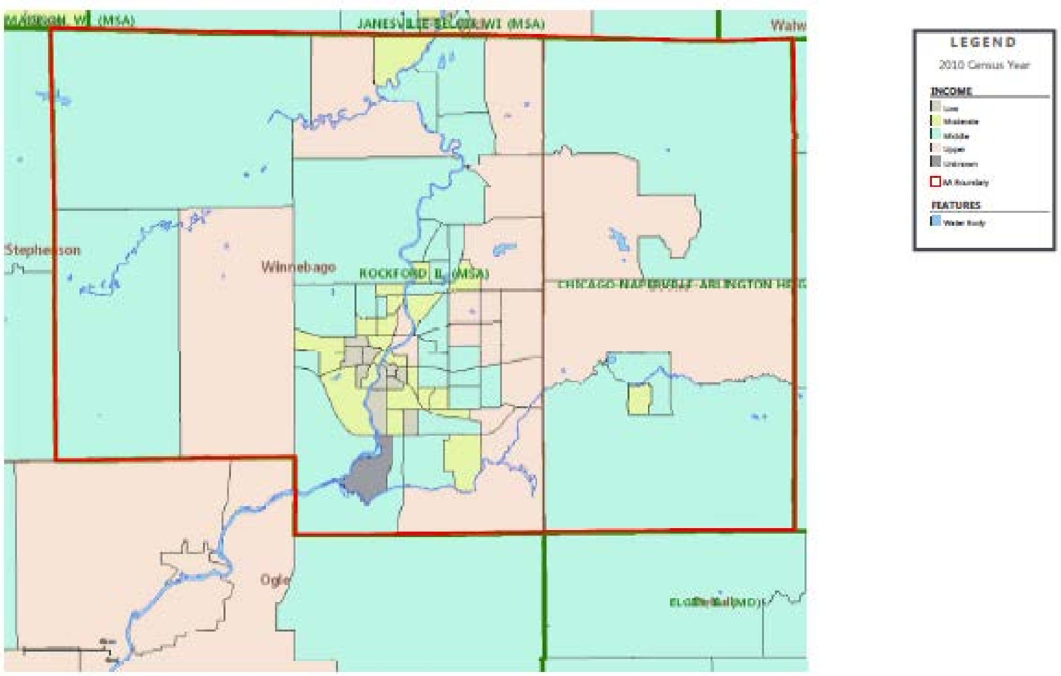
Assessment Area: Carbondale-Marion IL MSA #16060



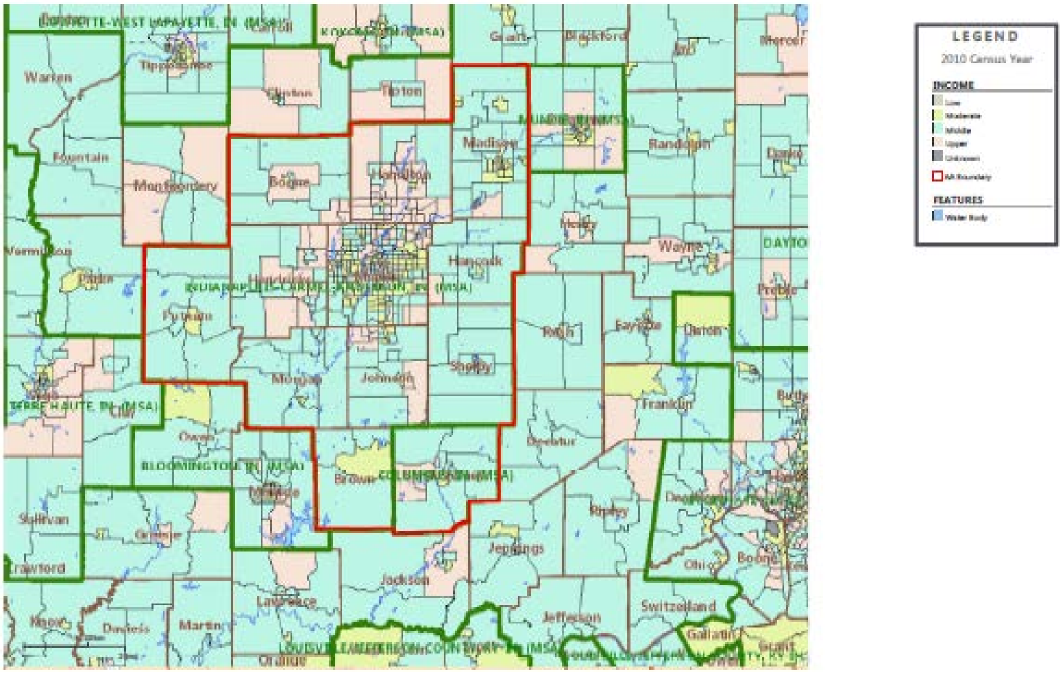
Assessment Area: Illinois State Non-Metro Northern



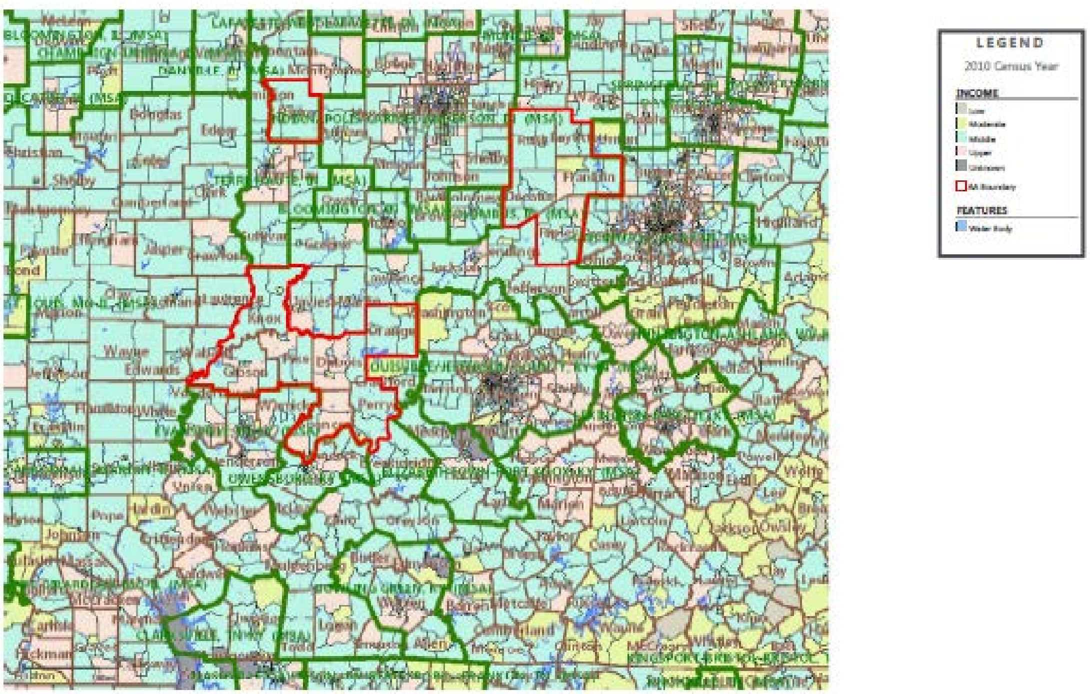
Assessment Area: Rockford IL MSA #40420



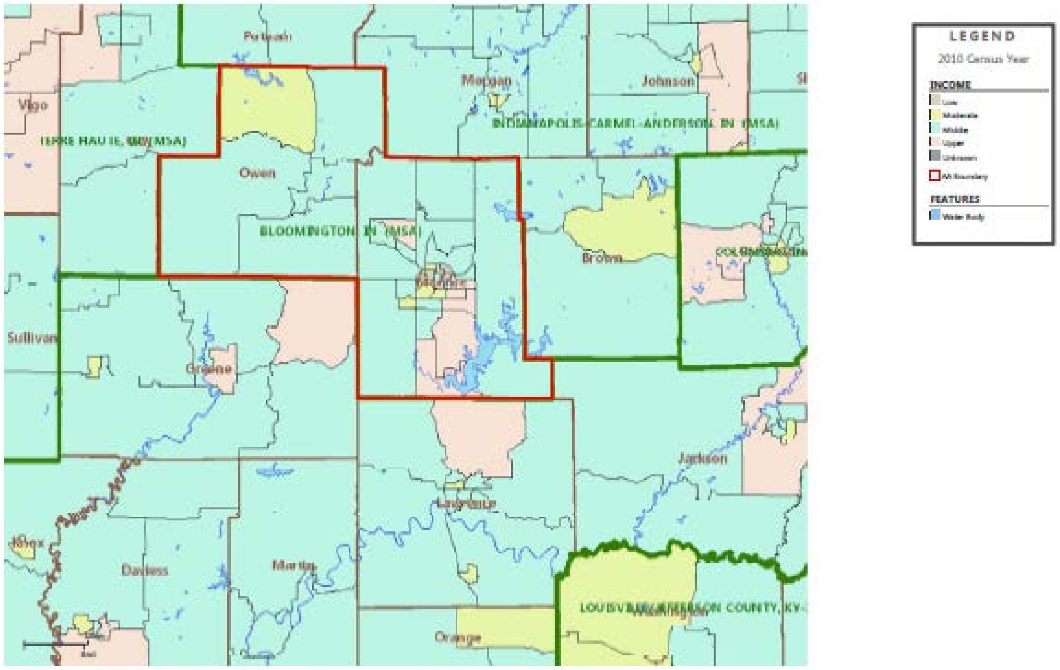
Assessment Area: Indianapolis-Carmel-Muncie IN CSA #294



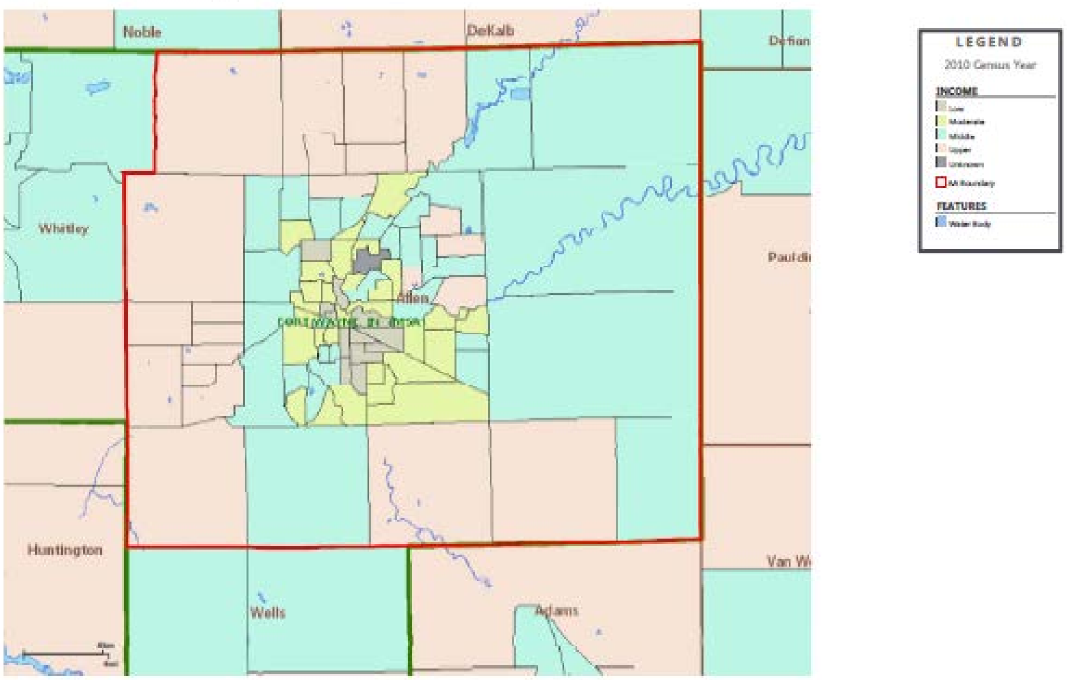
Assessment Area: Indiana State Non-Metro Southern



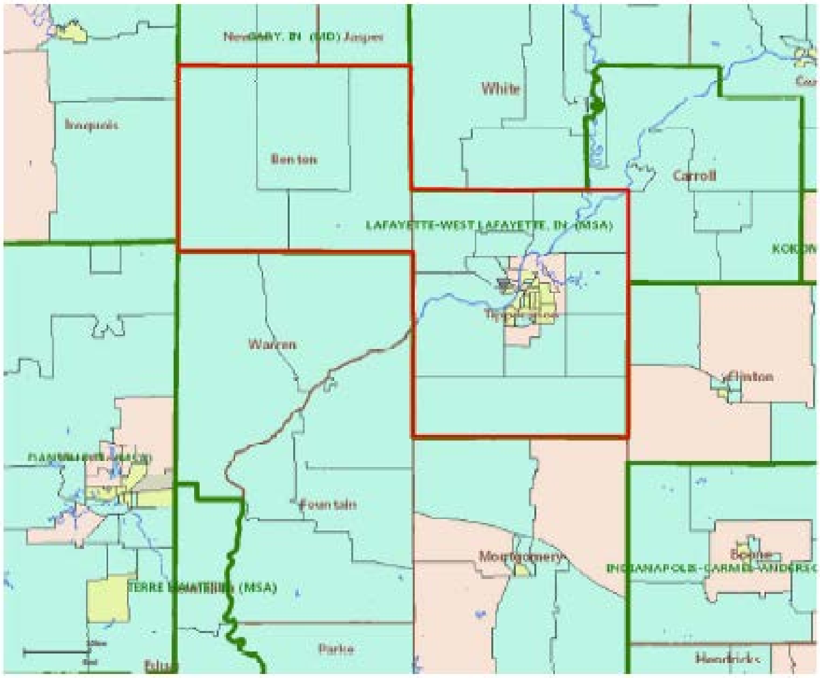
Assessment Area: Bloomington IN MSA #14020

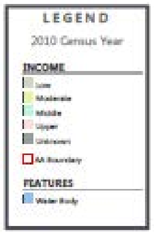


Assessment Area: Fort Wayne IN MSA #23060

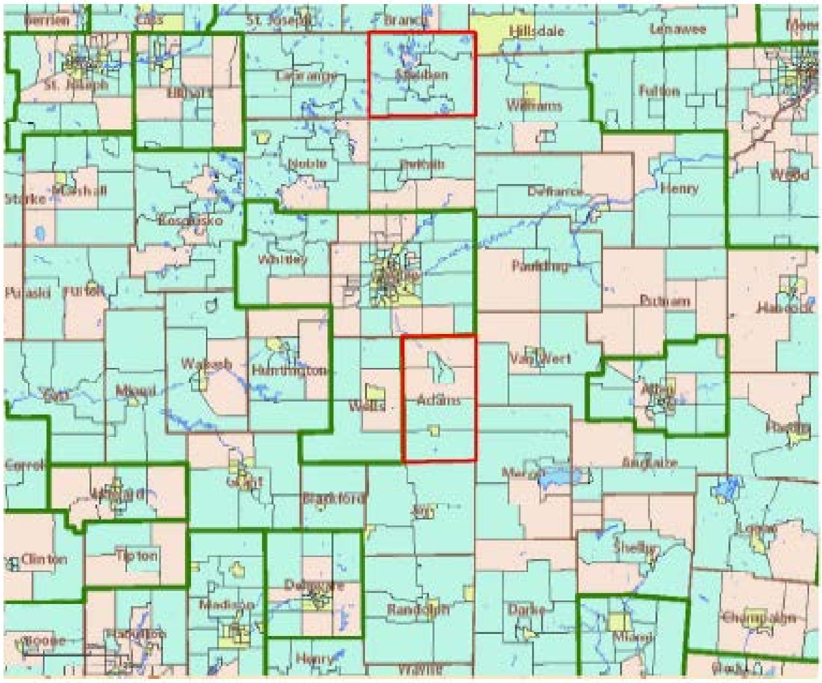


Assessment Area: Lafayette-W Lafayette IN MSA #29140

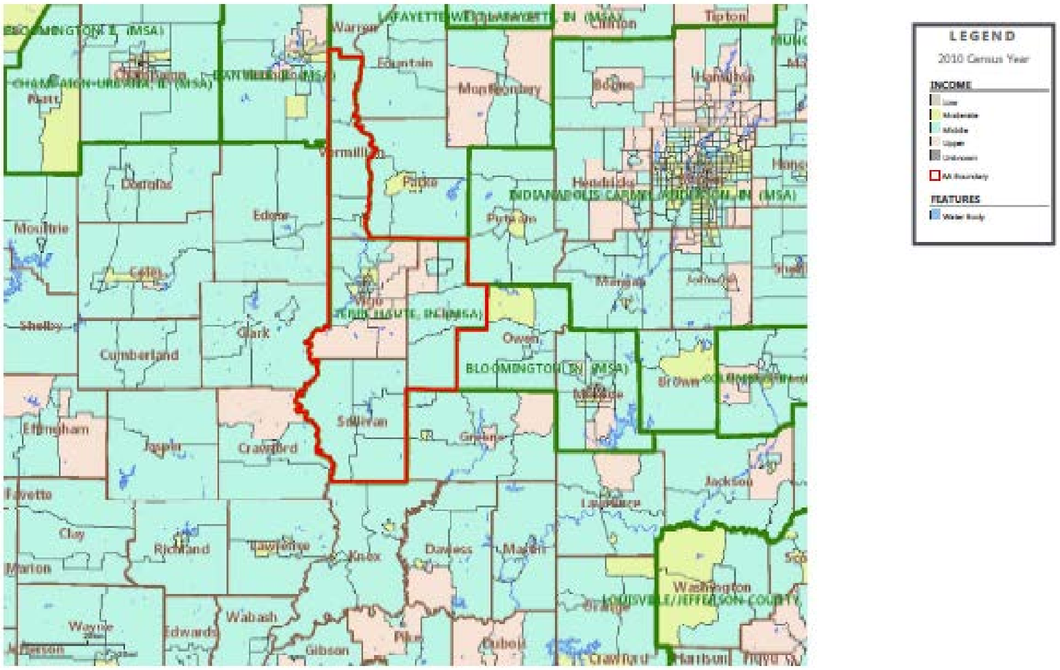




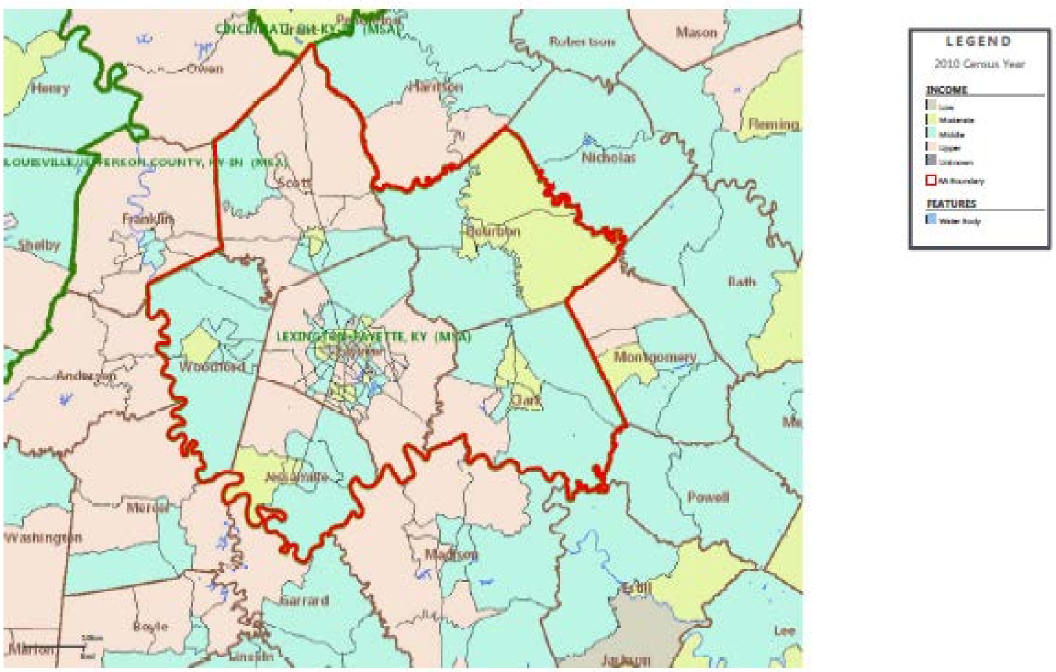
Assessment Area: Indiana State Non-Metro Northern



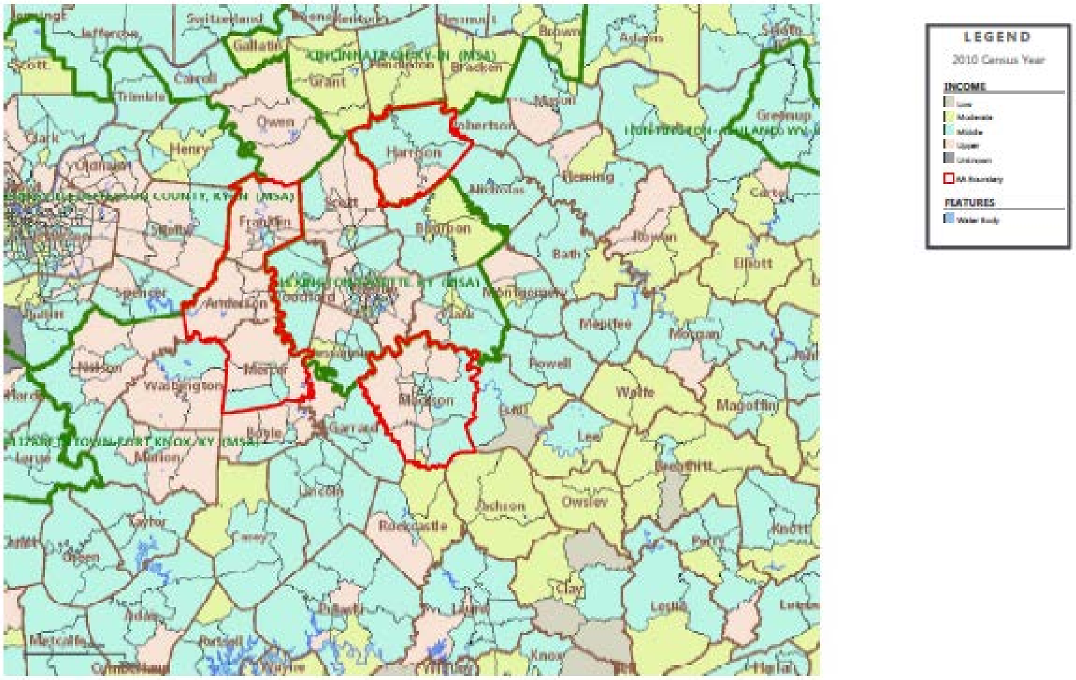
Assessment Area: Terre Haute IN MSA #45460



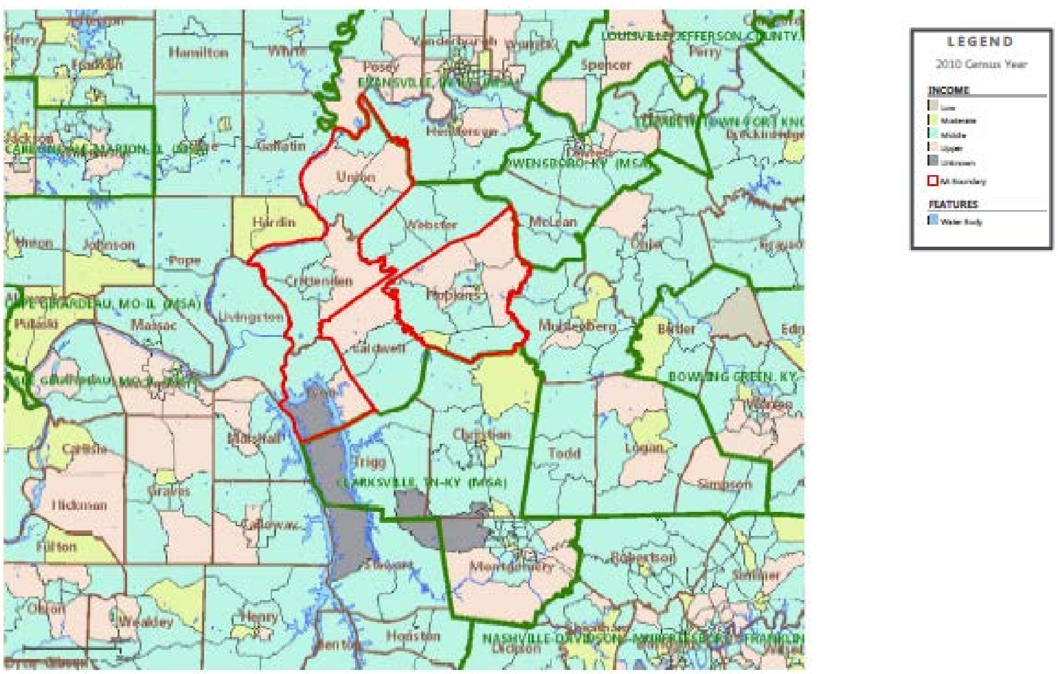
Assessment Area: Lexington-Fayette KY MSA #30460



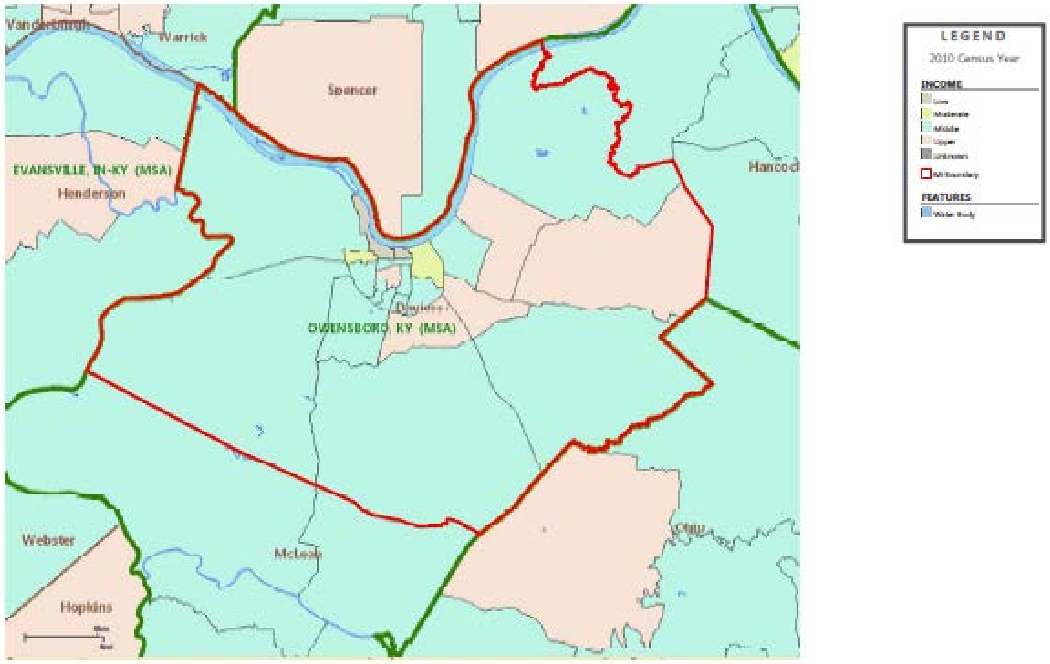
Assessment Area: Kentucky State Non-Metro Eastern



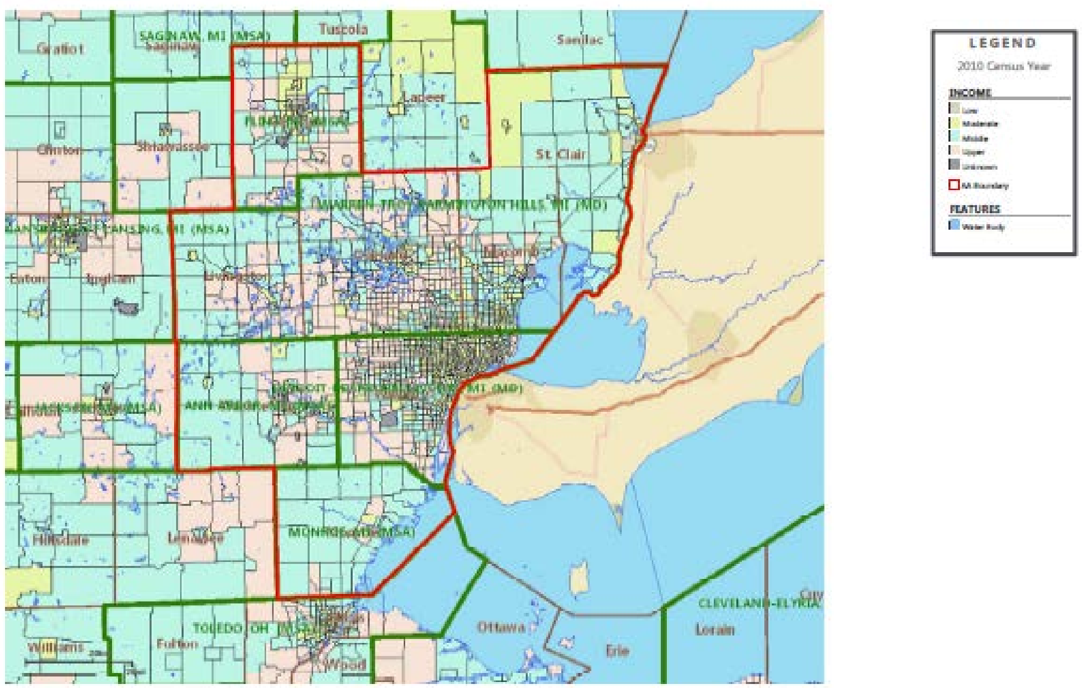
Assessment Area: Kentucky State Non-Metro Westerm



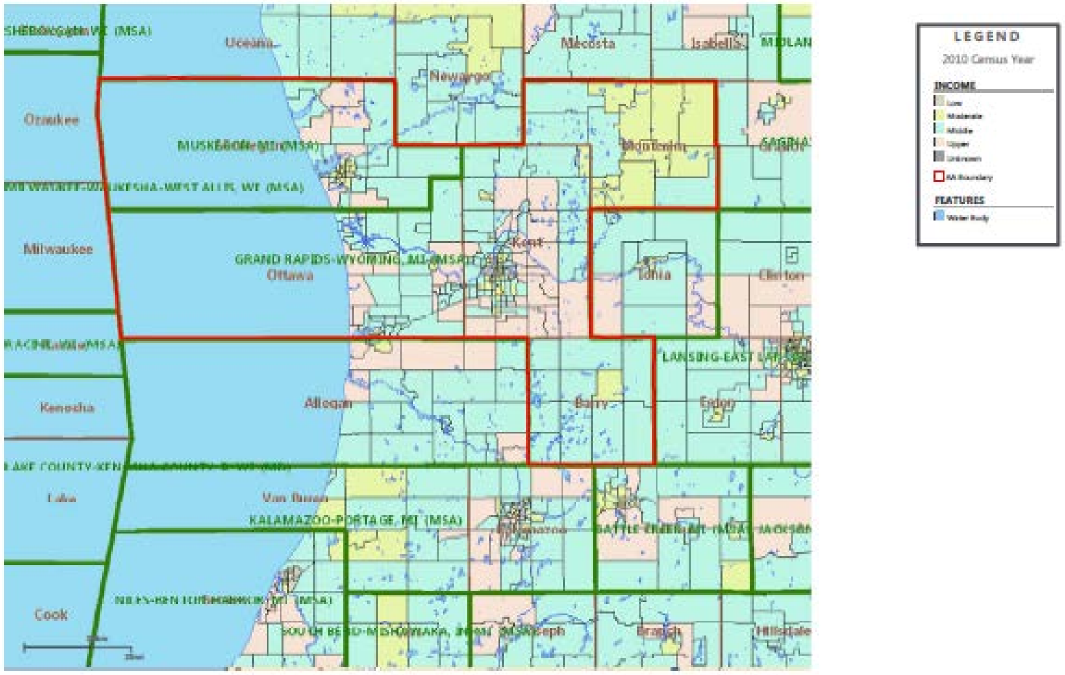
Assessment Area: Owensboro KY MSA #36980



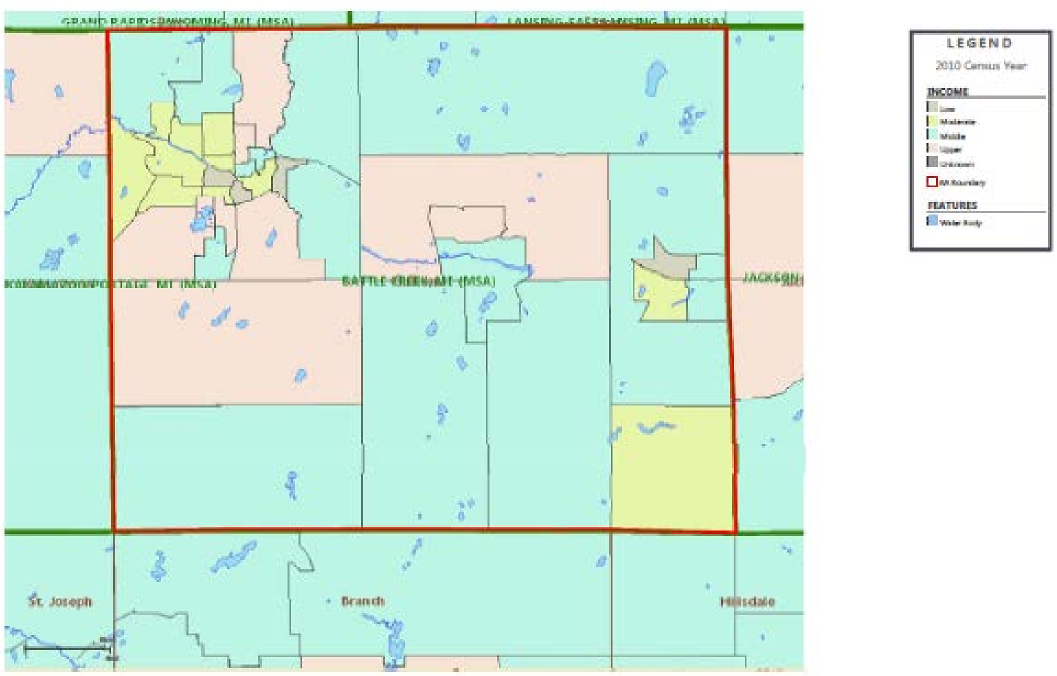
Assessment Area: Detroit-Warren-Ann Arbor MI CSA #220



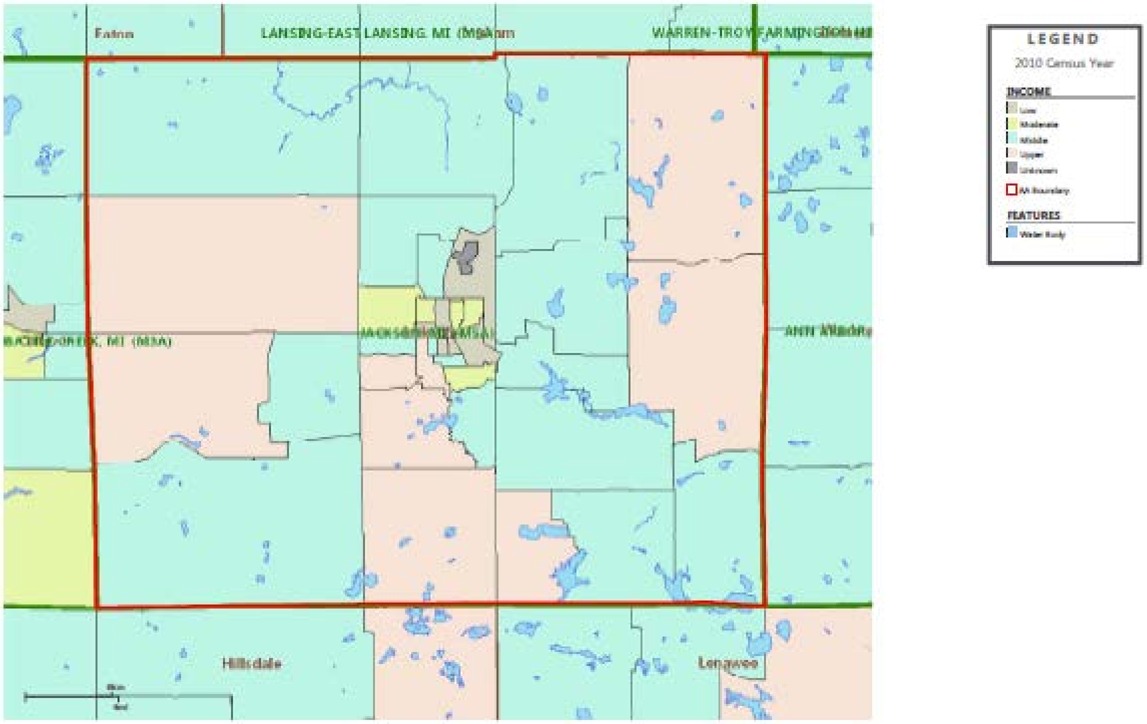
Assessment Area: Grand Rapids-Wyoming-Muskegon MI CSA #266



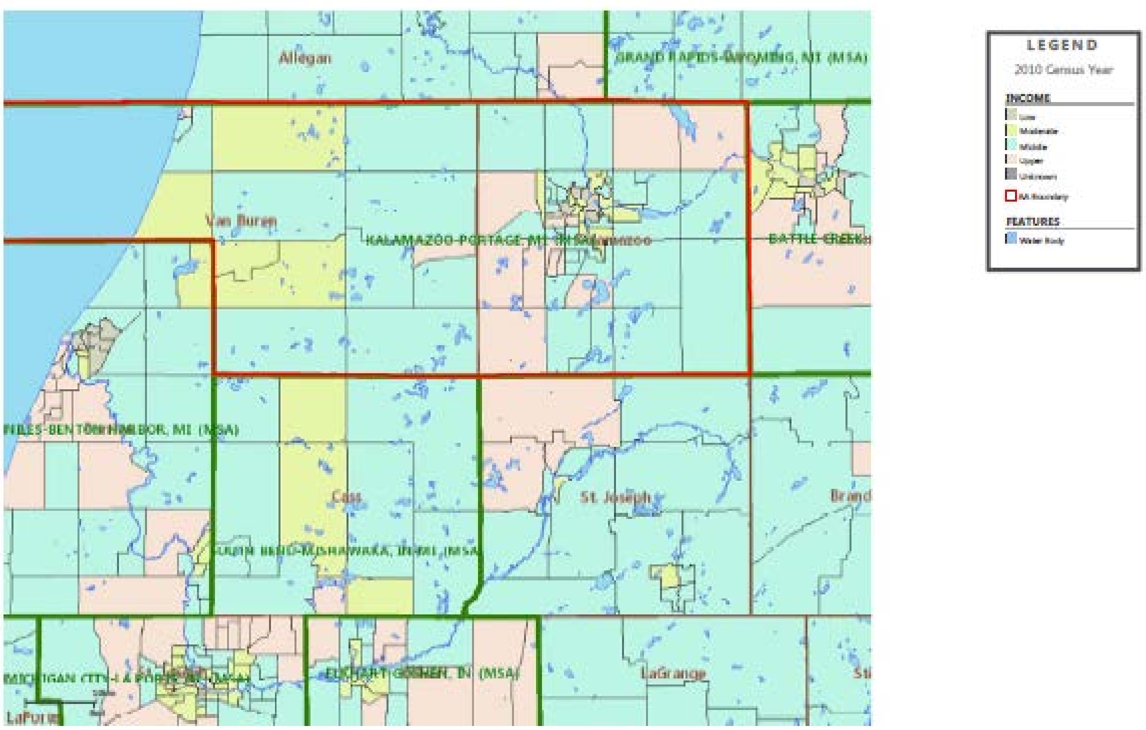
Assessment Area: Battle Creek MI MSA #12980



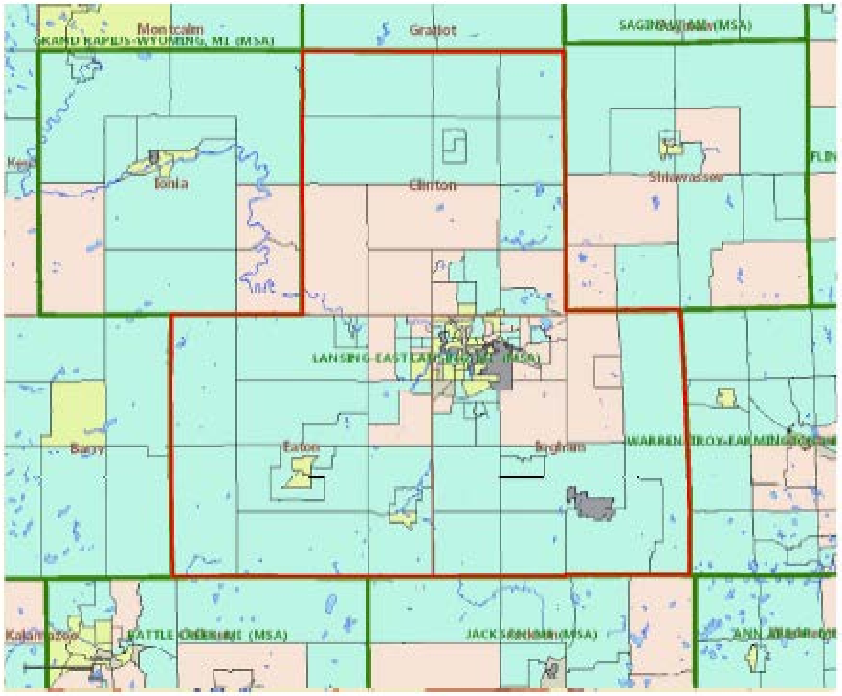
Assessment Area: Jackson MI MSA #27100

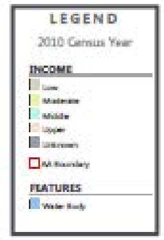


Assessment Area: Kalamazoo-Portage MI MSA #28020

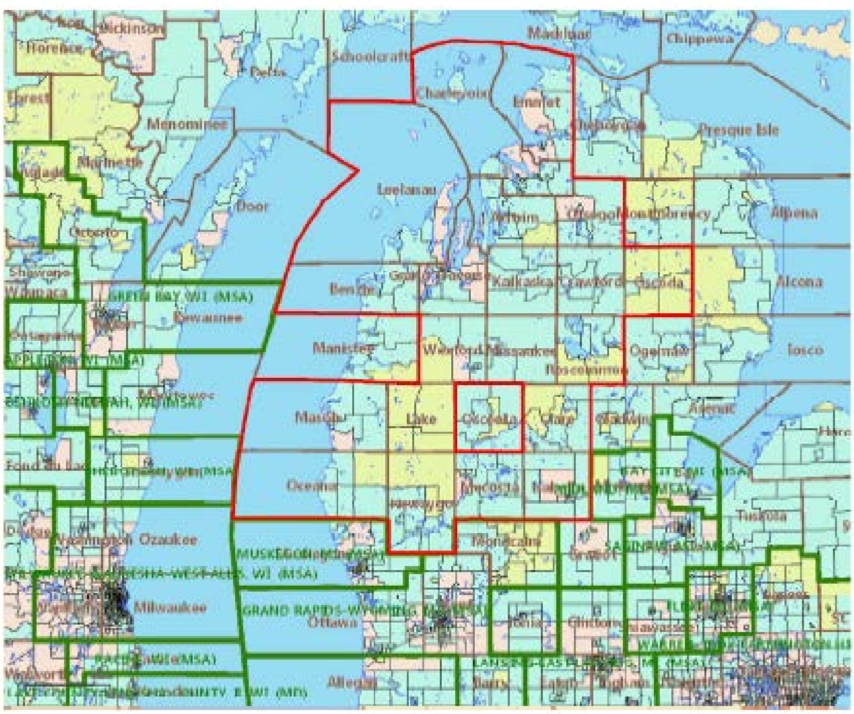


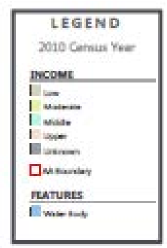
Assessment Area: Lansing-East Lansing MI MSA #29620



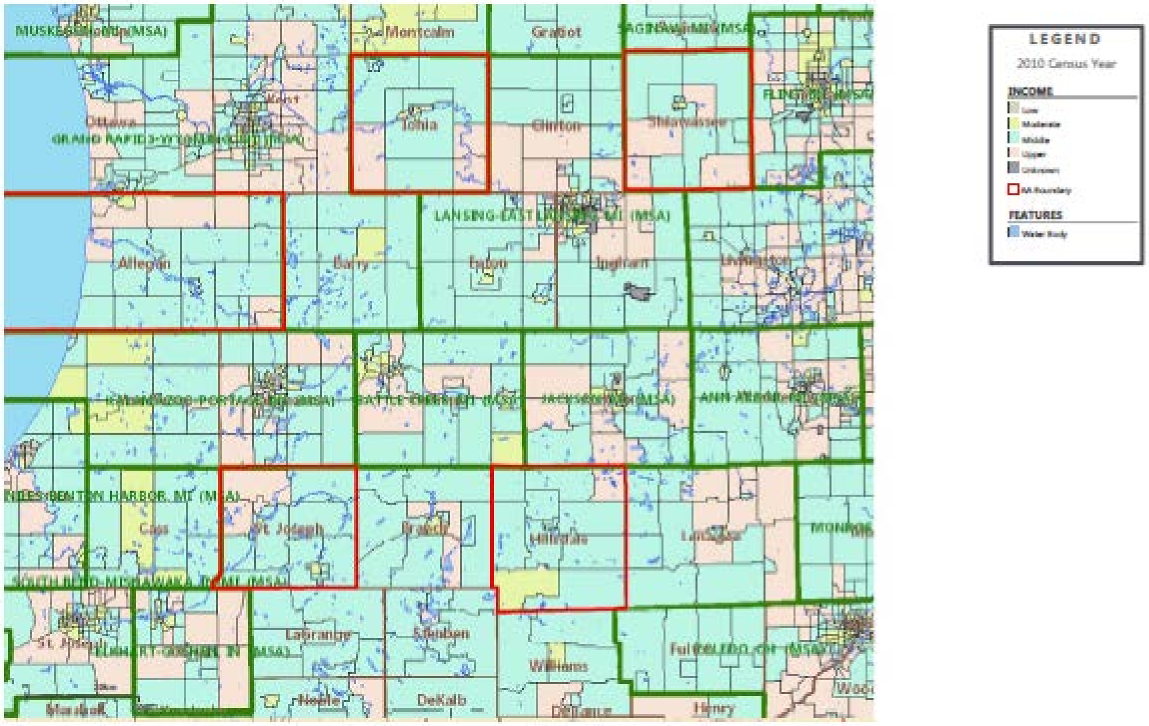


Assessment Area: Michigan State Non-Metro Northern

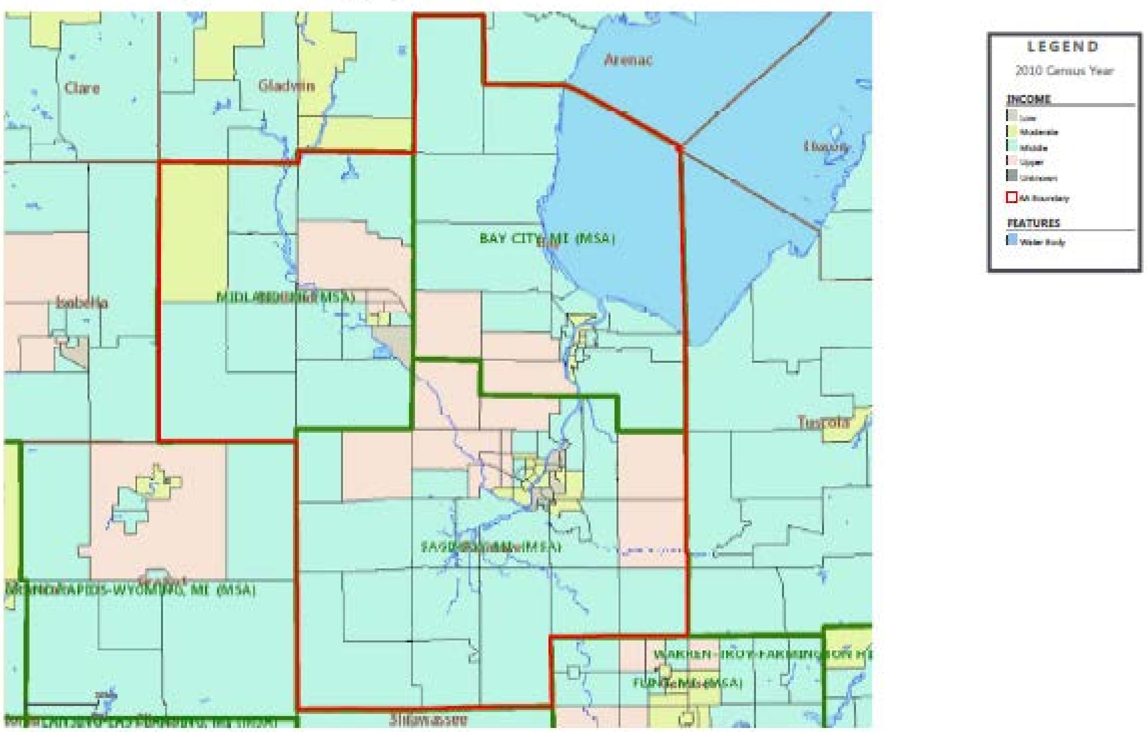




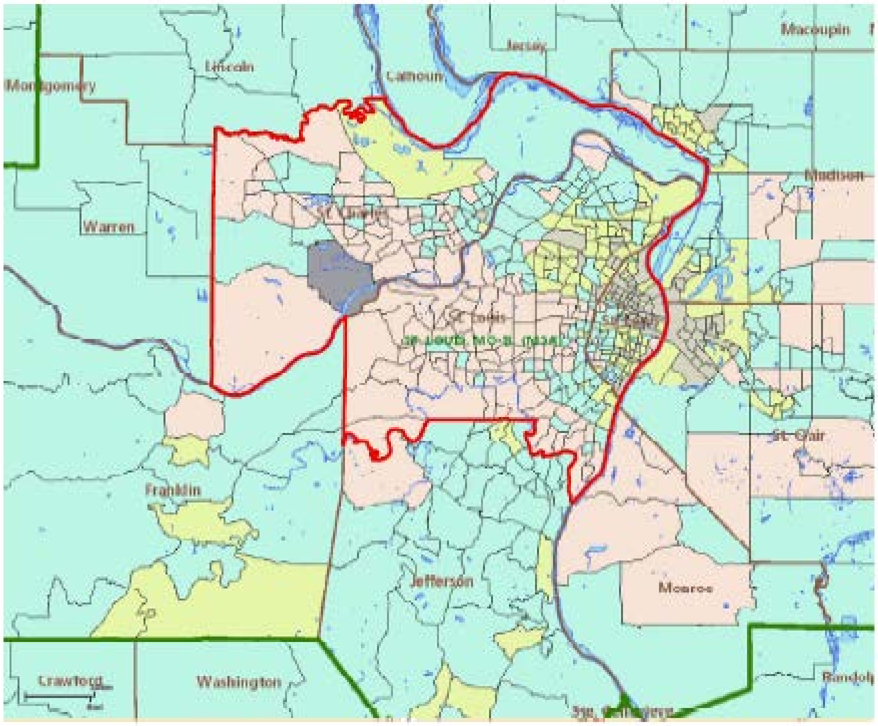
Assessment Area: Michigan State Non-Metro Southern

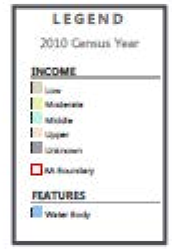


Assessment Area: Saginaw-Midland-Bay City MI CSA #474

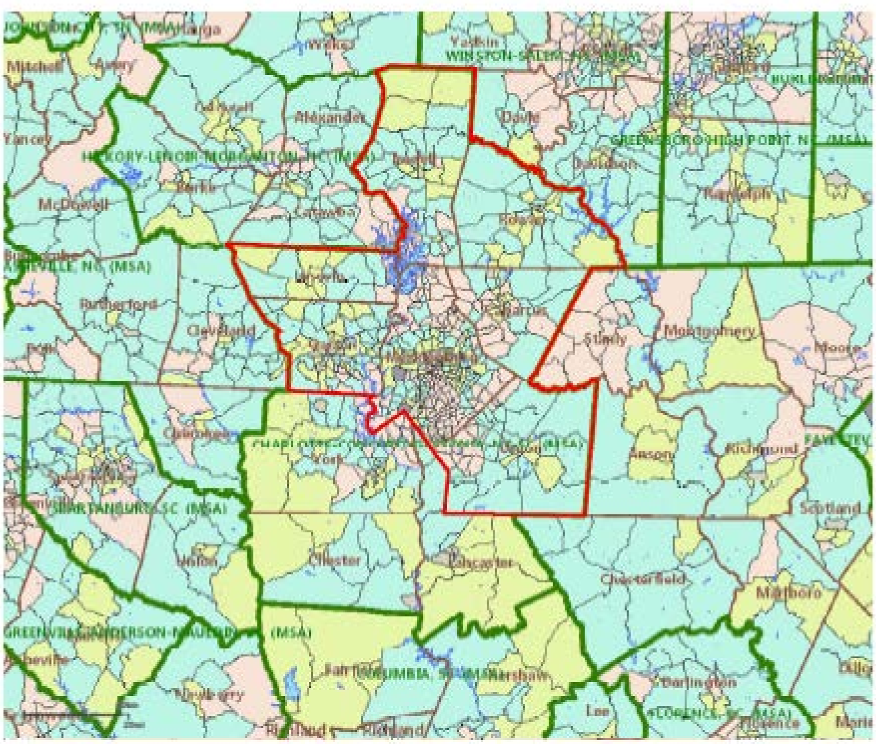


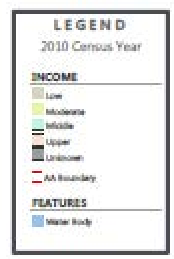
Assessment Area: St. Louis MO-IL MSA #41180



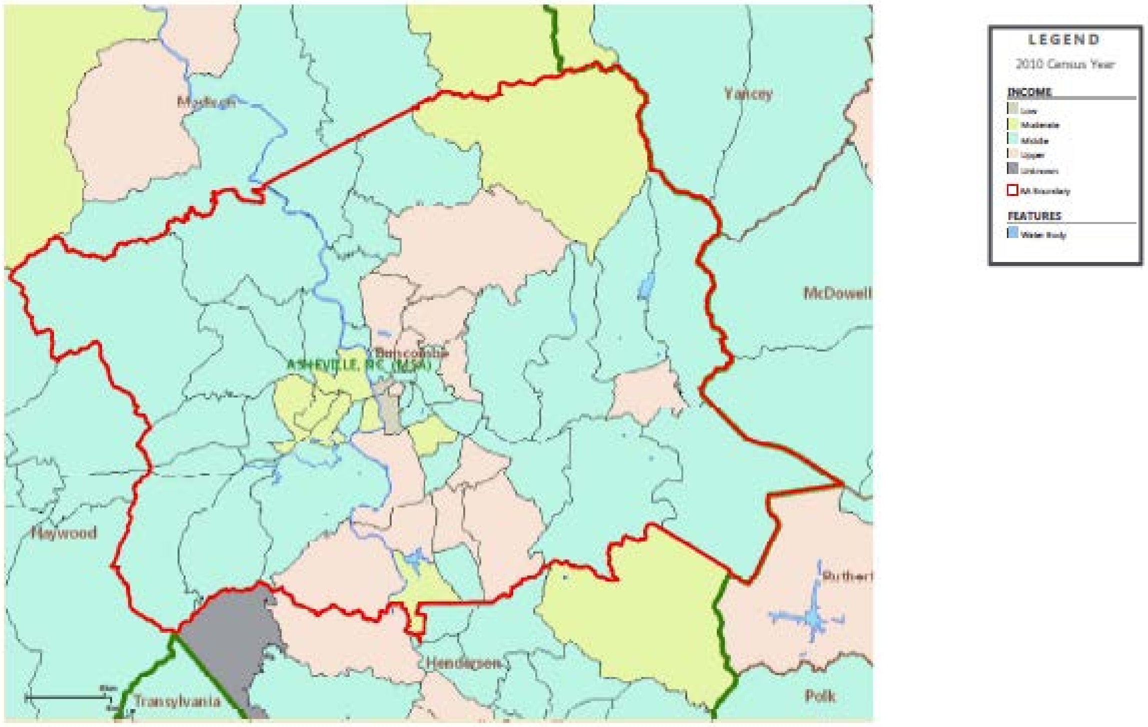


Assessment Area: Charlotte-Gastonia-Concord NC-SC MSA #16740

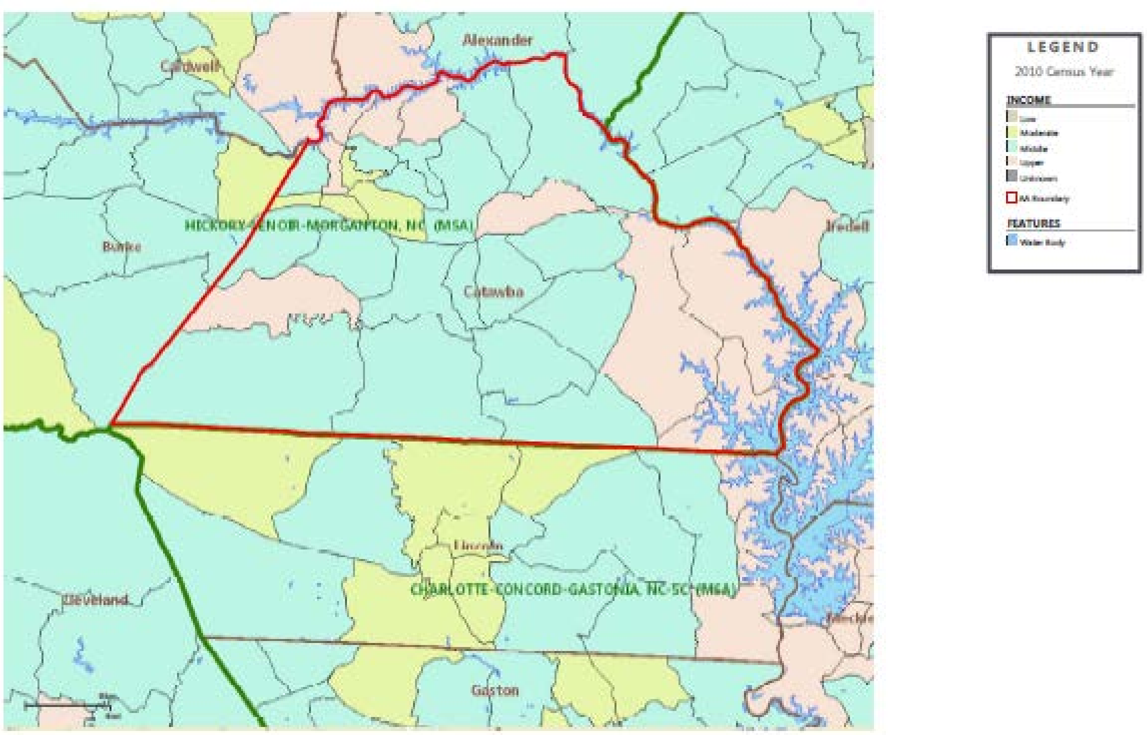




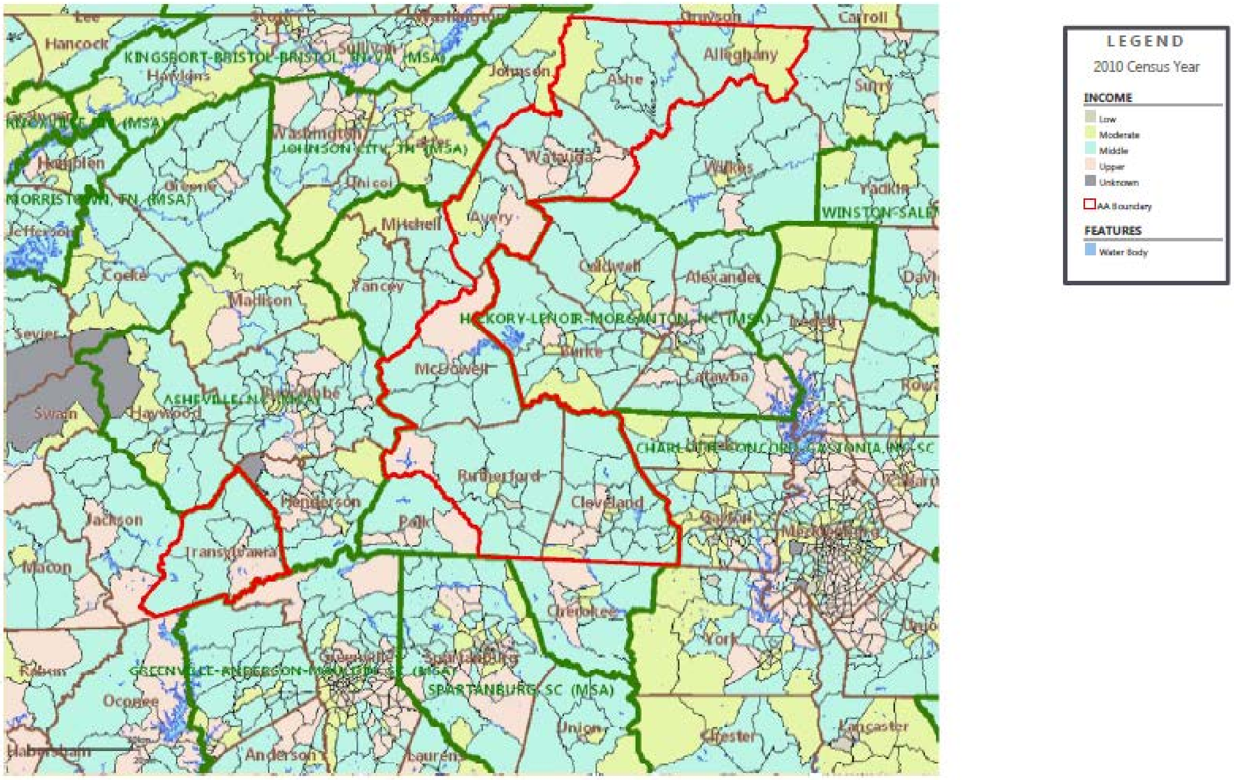
Assessment Area: Asheville NC MSA #11700



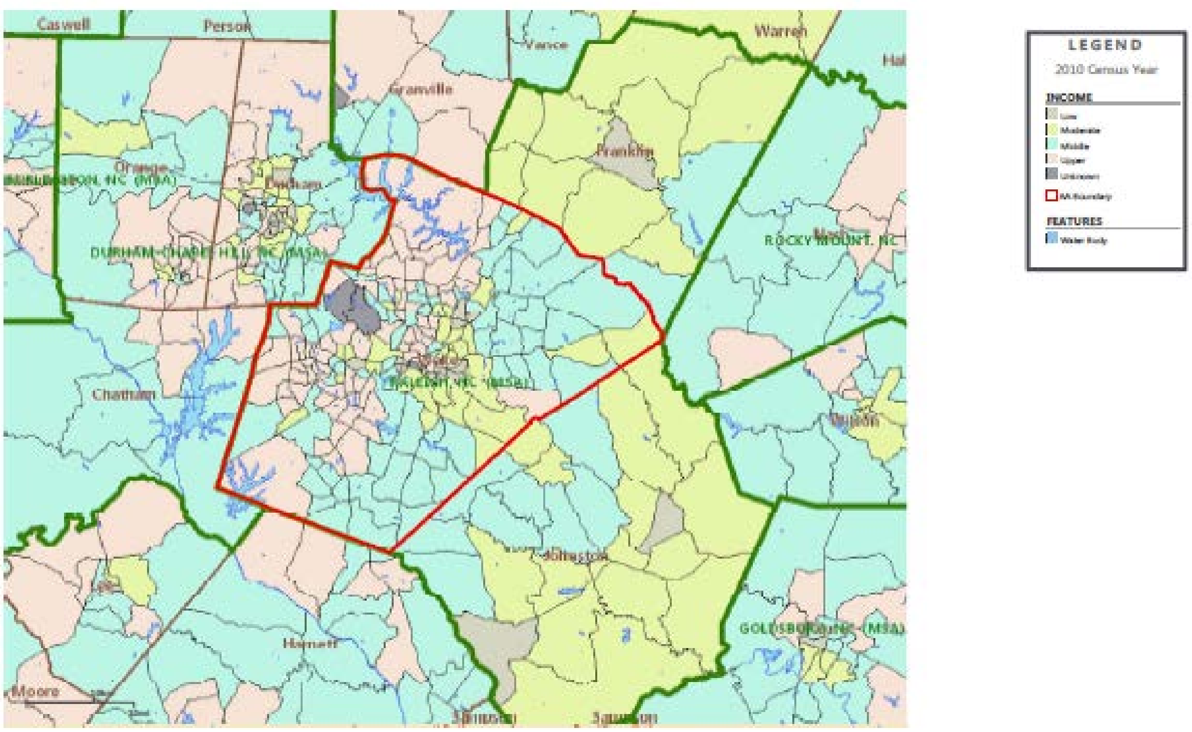
Assessment Area: Hickory-Lenoir-Morganton NC MSA #25860



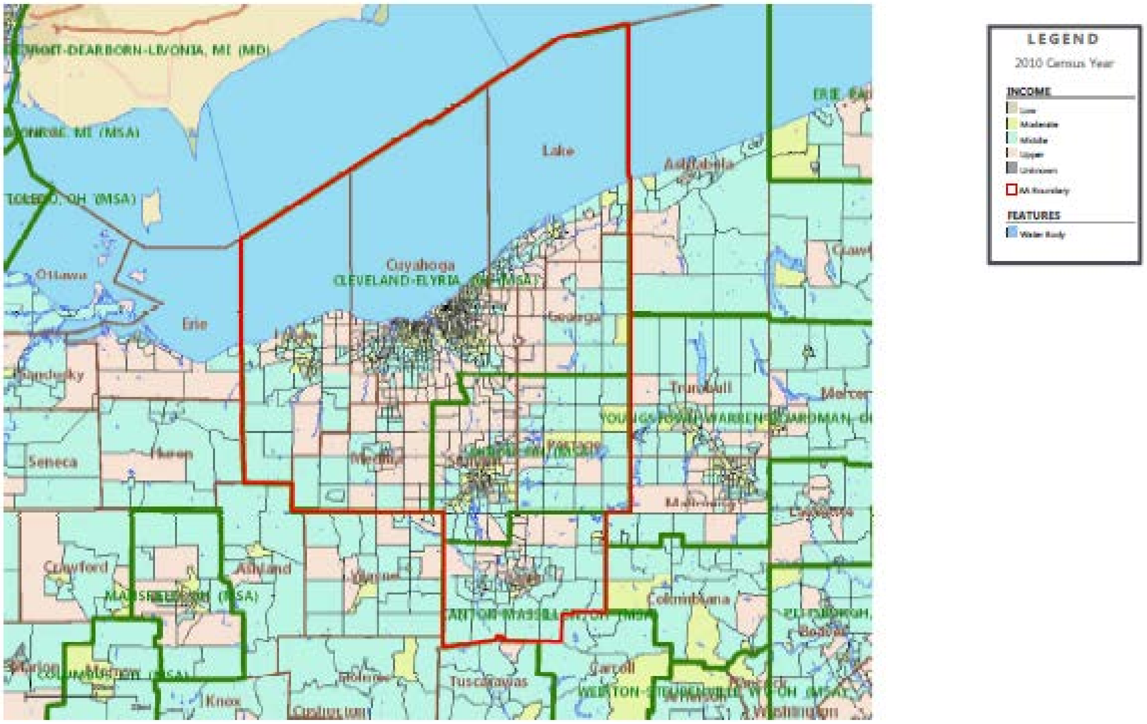
Assessment Area: Non-metropolitan Western North Carolina



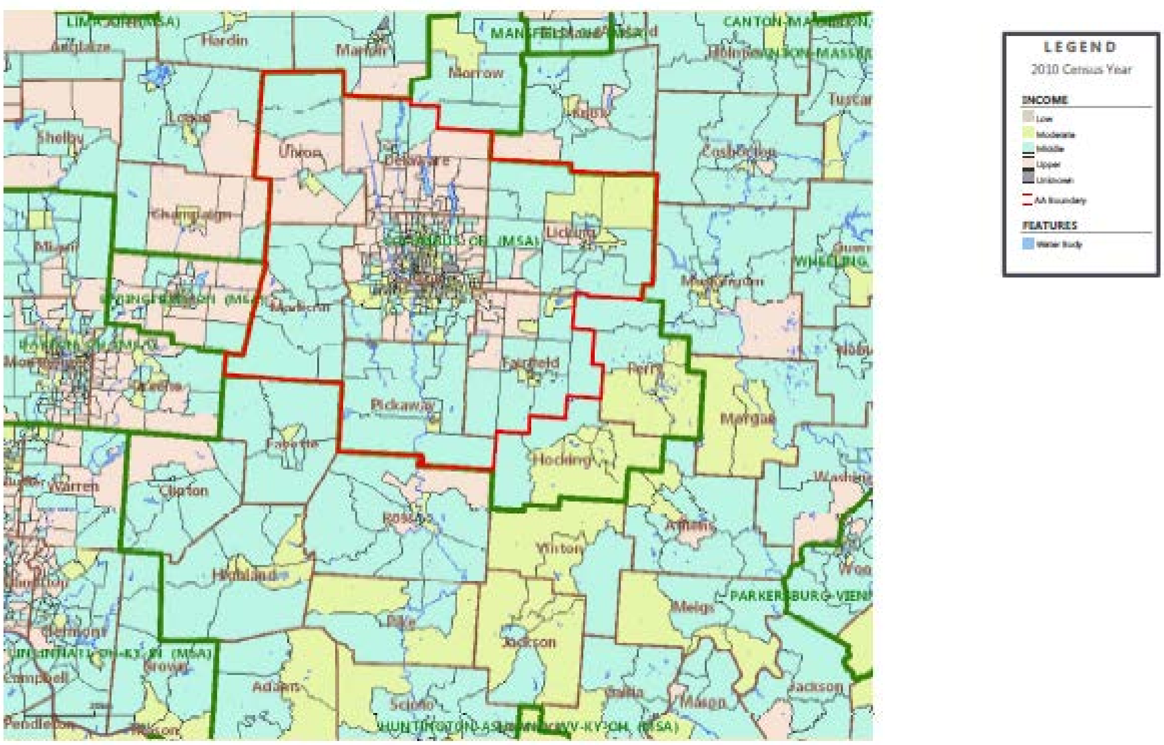
Assessment Area: Raleigh-Cary NC MSA #39580



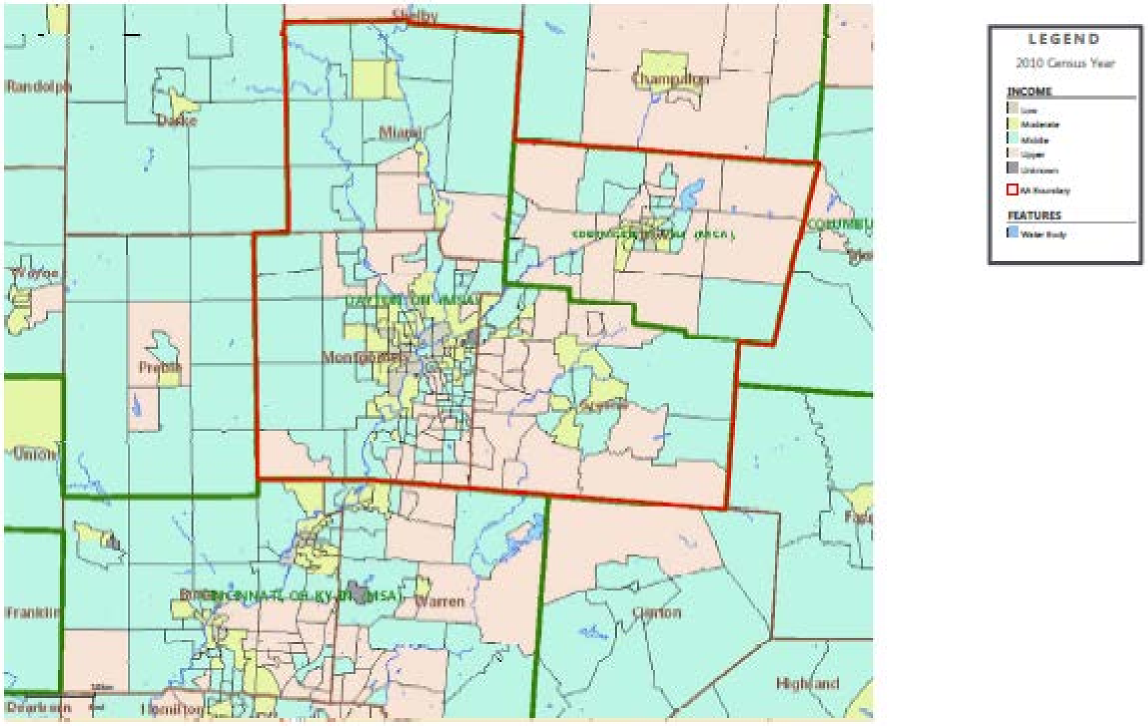
Assessment Area: Cleveland-Akron-Canton OH CSA #184



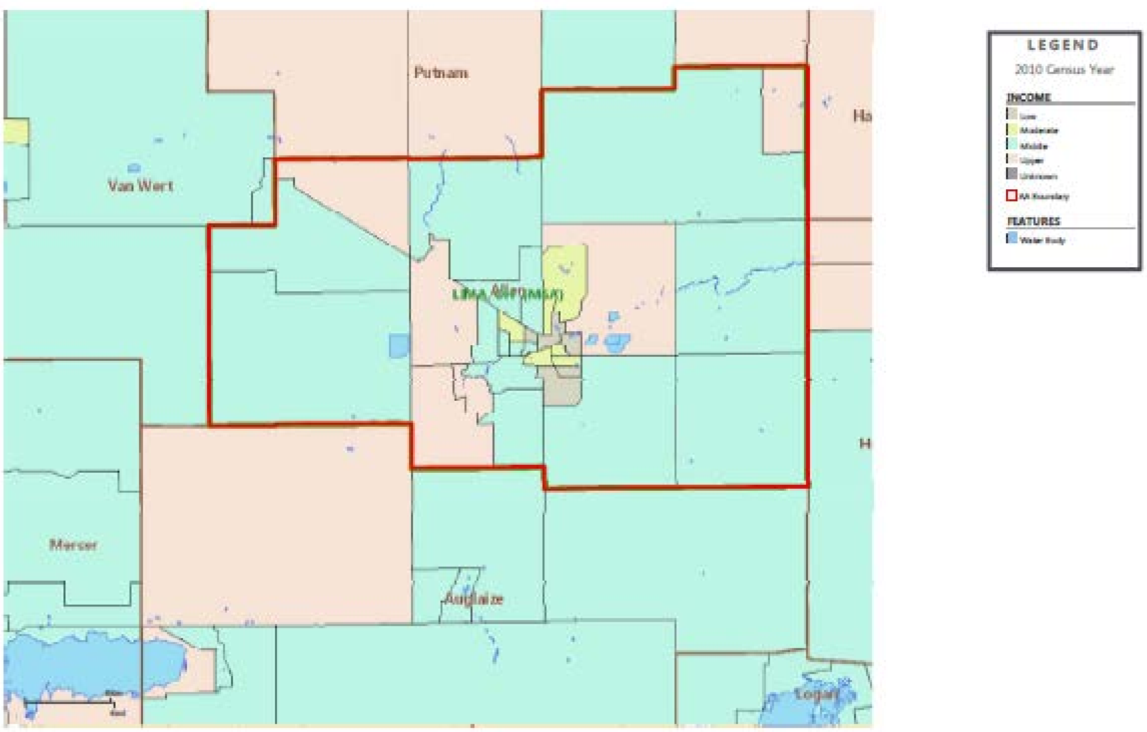
Assessment Area: Columbus OH MSA #18140



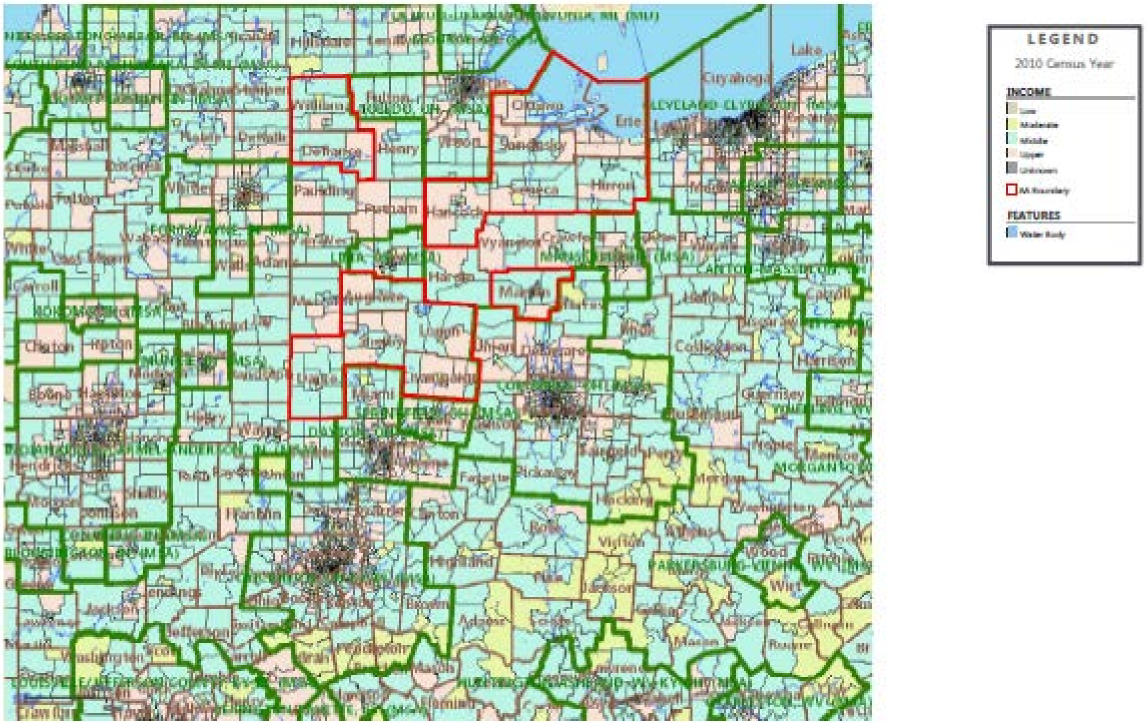
Assessment Area: Dayton-Springfield-Sidney OH CSA #212



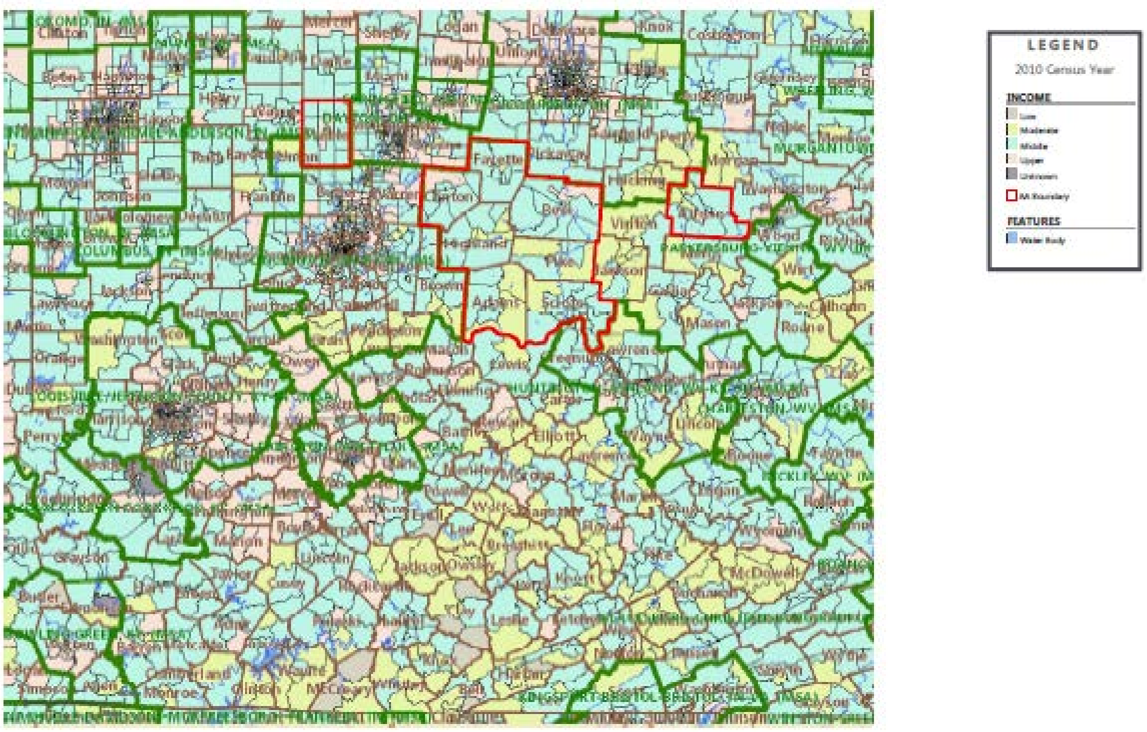
Assessment Area: Lima OH MSA #30620



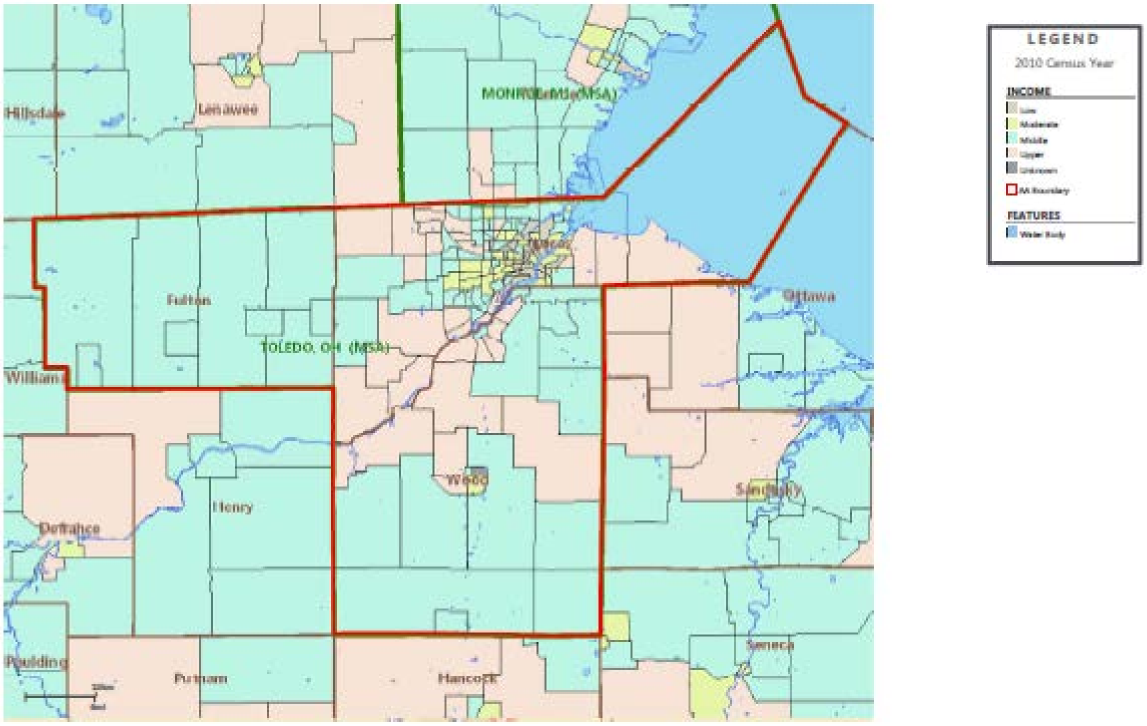
Assessment Area: Ohio State Non-Metro Northwest



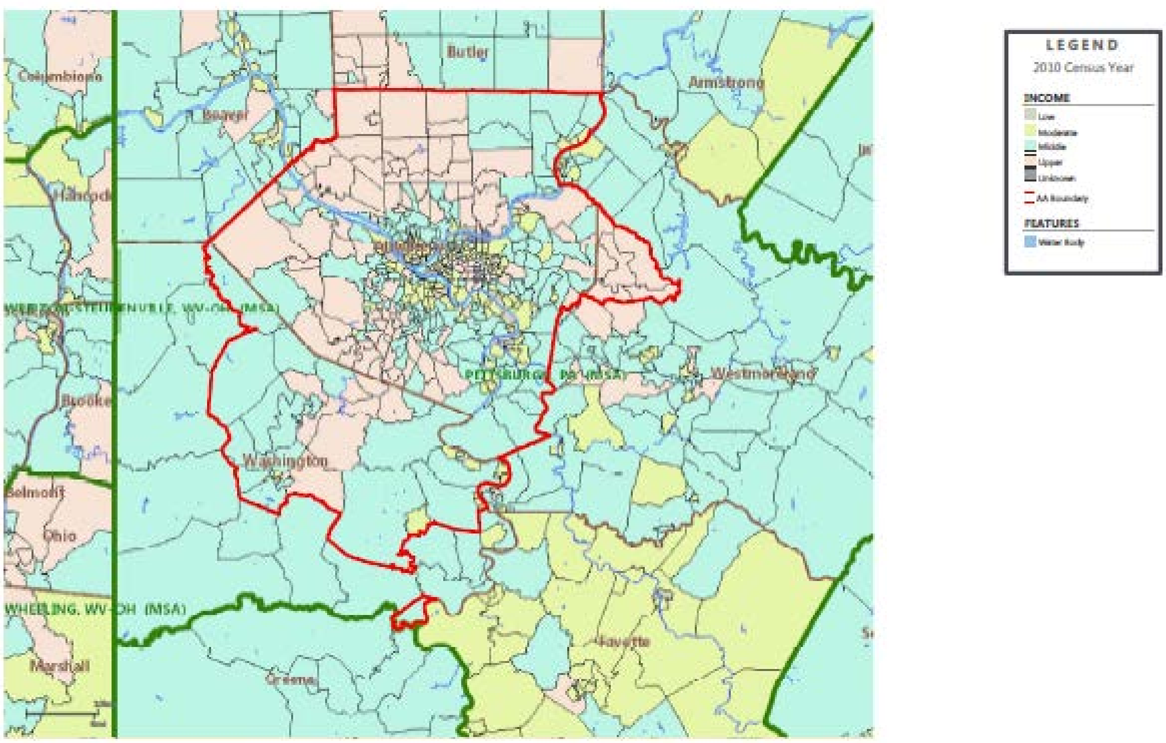
Assessment Area: Ohio State Non-Metro Southwest



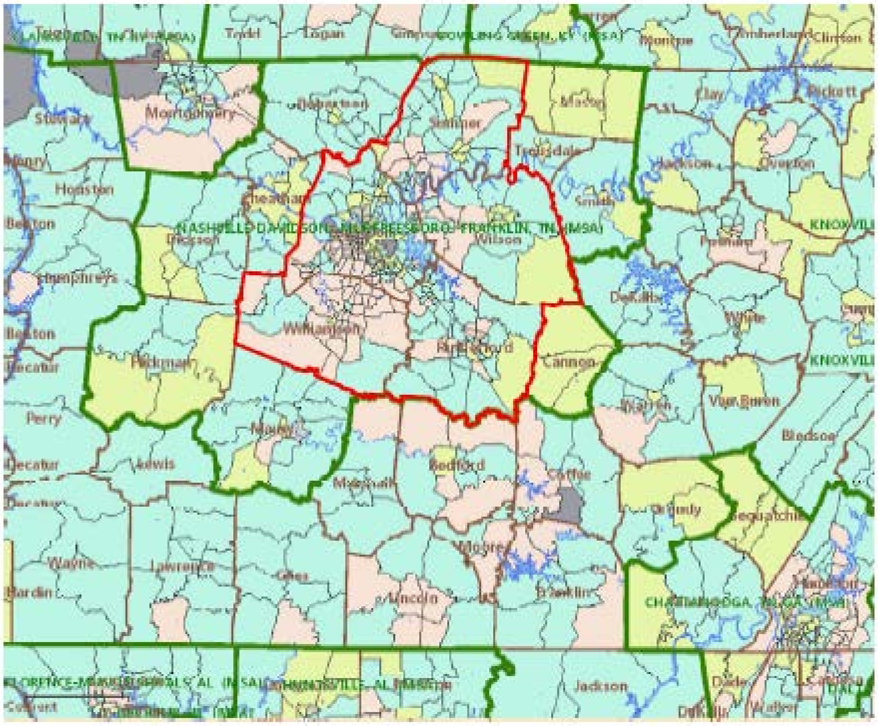
Assessment Area: Toledo OH MSA #45780

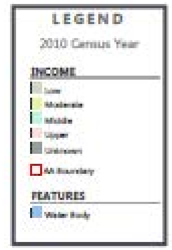


Assessment Area: Pittsburgh PA MSA #45780

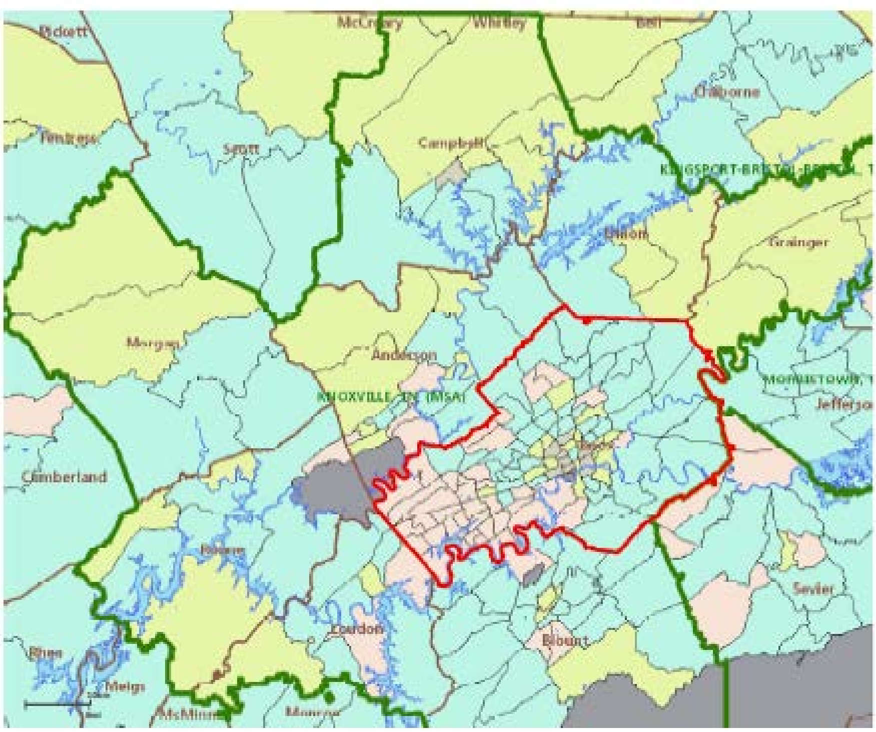


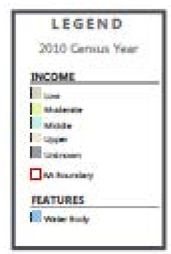
Assessment Area: Nashville TN MSA #34980



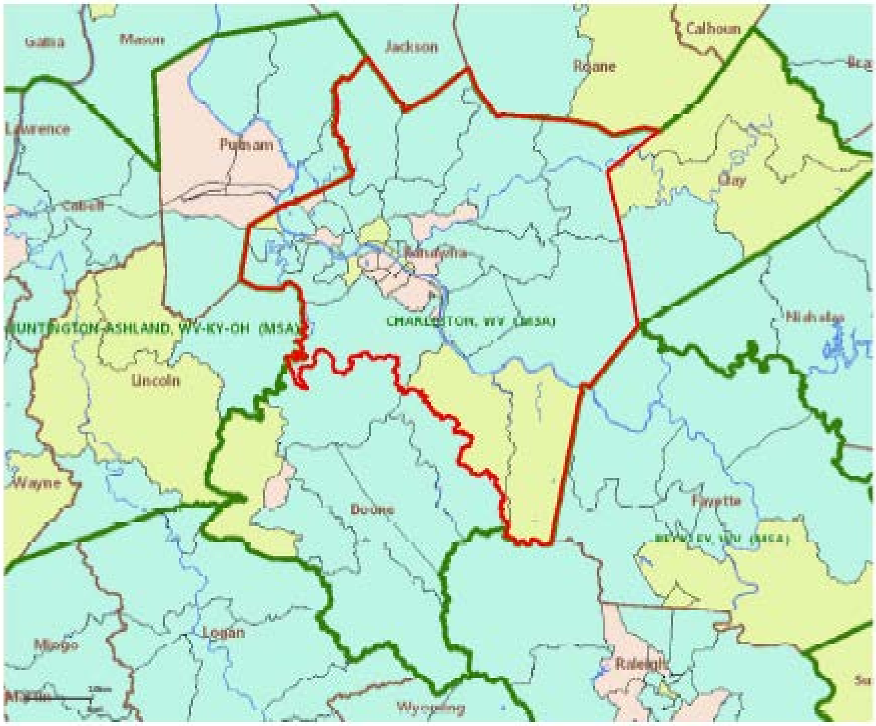


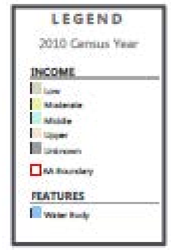
Assessment Area: Knoxville TN MSA #28940





Assessment Area: Charleston WV MSA #16620





APPENDIX E

FULL-SCOPE LENDING TABLES

Geographic Distribution of HMDA Loans

Assessment Area: Multi Chicago

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Owner Occupied Units	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	210	3.6%	$44,895	3.2%	3.8%	51	2.4%	2.2%	$10,990	2.1%	1.7%	120	4.6%	2.3%	$23,243	4.0%	1.9%
	Moderate	1,046	17.9%	$161,217	11.4%	17.4%	230	11.0%	13.3%	$35,180	6.6%	8.9%	557	21.5%	13.2%	$83,043	14.1%	9.1%
	Middle	2,086	35.7%	$374,364	26.4%	39.5%	788	37.6%	38.7%	$146,484	27.6%	29.9%	912	35.2%	39.3%	$153,952	26.2%	30.8%
	Upper	2,493	42.7%	$839,283	59.1%	39.4%	1,029	49.0%	45.8%	$337,334	63.6%	59.5%	1,000	38.6%	45.2%	$327,646	55.7%	58.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5,835*	*100.0%*	*$1,419,759*	*100.0%*	*100.0%*	*2,098*	*100.0%*	*100.0%*	*$529,988*	*100.0%*	*100.0%*	*2,589*	*100.0%*	*100.0%*	*$587,884*	*100.0%*	*100.0%*
REFINANCE	Low	181	3.1%	$32,942	2.3%	3.8%	29	1.6%	2.5%	$4,098	1.0%	1.8%	86	3.2%	2.0%	$16,681	2.6%	1.5%
	Moderate	917	15.5%	$125,143	8.6%	17.4%	205	11.3%	12.3%	$25,564	6.0%	7.8%	507	18.6%	10.4%	$72,287	11.2%	6.7%
	Middle	2,031	34.3%	$335,270	23.1%	39.5%	674	37.1%	36.4%	$104,828	24.5%	28.2%	905	33.2%	34.9%	$153,370	23.8%	26.6%
	Upper	2,790	47.1%	$957,810	66.0%	39.4%	907	50.0%	48.8%	$292,632	68.5%	62.1%	1,225	45.0%	52.7%	$402,673	62.4%	65.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5,919*	*100.0%*	*$1,451,165*	*100.0%*	*100.0%*	*1,815*	*100.0%*	*100.0%*	*$427,122*	*100.0%*	*100.0%*	*2,723*	*100.0%*	*100.0%*	*$645,011*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	18	5.1%	$1,809	5.5%	3.8%	4	3.6%	3.6%	$193	2.5%	2.0%	13	7.6%	3.3%	$1,606	8.7%	1.8%
	Moderate	62	17.4%	$5,235	15.9%	17.4%	18	16.2%	15.7%	$1,056	13.6%	8.7%	30	17.6%	14.4%	$3,408	18.5%	7.3%
	Middle	166	46.6%	$11,884	36.1%	39.5%	61	55.0%	41.4%	$3,929	50.4%	29.1%	67	39.4%	38.7%	$5,562	30.1%	25.1%
	Upper	110	30.9%	$14,000	42.5%	39.4%	28	25.2%	39.4%	$2,615	33.6%	60.2%	60	35.3%	43.6%	$7,890	42.7%	65.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*356*	*100.0%*	*$32,928*	*100.0%*	*100.0%*	*111*	*100.0%*	*100.0%*	*$7,793*	*100.0%*	*100.0%*	*170*	*100.0%*	*100.0%*	*$18,466*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	11	44.0%	$2,545	49.3%	12.6%	0	0.0%	14.1%	$0	0.0%	12.1%	10	50.0%	13.9%	$1,930	52.8%	10.5%
	Moderate	13	52.0%	$2,477	47.9%	22.7%	0	0.0%	29.8%	$0	0.0%	19.5%	9	45.0%	30.6%	$1,581	43.2%	16.8%
	Middle	1	4.0%	$145	2.8%	33.4%	0	0.0%	34.1%	$0	0.0%	29.3%	1	5.0%	33.1%	$145	4.0%	24.5%
	Upper	0	0.0%	$0	0.0%	31.3%	0	0.0%	22.0%	$0	0.0%	39.0%	0	0.0%	22.4%	$0	0.0%	48.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*25*	*100.0%*	*$5,167*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$3,656*	*100.0%*	*100.0%*
HMDA TOTALS	Low	420	3.5%	$82,191	2.8%	3.8%	84	2.1%	2.5%	$15,281	1.6%	2.5%	229	4.2%	2.3%	$43,460	3.5%	2.3%
	Moderate	2,038	16.8%	$294,072	10.1%	17.4%	453	11.3%	13.1%	$61,800	6.4%	9.2%	1,103	20.0%	12.1%	$160,319	12.8%	8.4%
	Middle	4,284	35.3%	$721,663	24.8%	39.5%	1,523	37.8%	37.9%	$255,241	26.5%	29.2%	1,885	34.3%	37.2%	$313,029	24.9%	28.4%
	Upper	5,393	44.4%	$1,811,093	62.3%	39.4%	1,964	48.8%	46.5%	$632,581	65.6%	59.2%	2,285	41.5%	48.5%	$738,209	58.8%	60.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*#####*	*100.0%*	*$2,909,019*	*100.0%*	*100.0%*	*4,024*	*100.0%*	*100.0%*	*$964,903*	*100.0%*	*100.0%*	*5,502*	*100.0%*	*100.0%*	*#######*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: Multi Chicago

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	1,150	19.7%	$121,601	8.6%	22.1%	200	9.5%	7.8%	$19,589	3.7%	3.3%	723	27.9%	7.6%	$78,591	13.4%	3.4%
	Moderate	1,133	19.4%	$163,076	11.5%	16.9%	445	21.2%	19.0%	$62,375	11.8%	11.5%	505	19.5%	18.9%	$74,824	12.7%	12.0%
	Middle	972	16.7%	$180,197	12.7%	19.8%	389	18.5%	19.4%	$71,240	13.4%	16.1%	386	14.9%	19.7%	$72,945	12.4%	16.8%
	Upper	2,331	39.9%	$895,900	63.1%	41.2%	941	44.9%	35.2%	$348,461	65.7%	52.3%	883	34.1%	34.6%	$339,312	57.7%	50.5%
	Unknown	249	4.3%	$58,985	4.2%	0.0%	123	5.9%	18.6%	$28,323	5.3%	16.8%	92	3.6%	19.2%	$22,212	3.8%	17.3%
	Total	*5,835*	*100.0%*	*$1,419,759*	*100.0%*	*100.0%*	*2,098*	*100.0%*	*100.0%*	*$529,988*	*100.0%*	*100.0%*	*2,589*	*100.0%*	*100.0%*	*$587,884*	*100.0%*	*100.0%*
REFINANCE	Low	790	13.3%	$80,358	5.5%	22.1%	182	10.0%	7.1%	$17,247	4.0%	3.3%	388	14.2%	4.6%	$39,996	6.2%	2.0%
	Moderate	965	16.3%	$120,799	8.3%	16.9%	277	15.3%	13.1%	$34,554	8.1%	7.6%	495	18.2%	11.3%	$63,785	9.9%	6.3%
	Middle	1,169	19.7%	$182,726	12.6%	19.8%	403	22.2%	18.8%	$61,345	14.4%	14.0%	545	20.0%	17.9%	$87,655	13.6%	13.2%
	Upper	2,682	45.3%	$994,659	68.5%	41.2%	818	45.1%	43.5%	$284,197	66.5%	57.8%	1,171	43.0%	44.5%	$421,547	65.4%	58.3%
	Unknown	313	5.3%	$72,623	5.0%	0.0%	135	7.4%	17.4%	$29,779	7.0%	17.2%	124	4.6%	21.8%	$32,028	5.0%	20.1%
	Total	*5,919*	*100.0%*	*$1,451,165*	*100.0%*	*100.0%*	*1,815*	*100.0%*	*100.0%*	*$427,122*	*100.0%*	*100.0%*	*2,723*	*100.0%*	*100.0%*	*$645,011*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	64	18.0%	$4,207	12.8%	22.1%	18	16.2%	7.7%	$522	6.7%	2.6%	32	18.8%	7.6%	$3,000	16.2%	2.3%
	Moderate	95	26.7%	$6,426	19.5%	16.9%	31	27.9%	15.1%	$1,857	23.8%	7.5%	47	27.6%	15.6%	$3,779	20.5%	7.2%
	Middle	78	21.9%	$6,135	18.6%	19.8%	26	23.4%	19.9%	$1,699	21.8%	13.1%	36	21.2%	22.9%	$3,514	19.0%	14.1%
	Upper	117	32.9%	$15,755	47.8%	41.2%	35	31.5%	38.8%	$3,450	44.3%	60.3%	54	31.8%	46.4%	$8,033	43.5%	66.7%
	Unknown	2	0.6%	$405	1.2%	0.0%	1	0.9%	18.5%	$265	3.4%	16.5%	1	0.6%	7.5%	$140	0.8%	9.7%
	Total	*356*	*100.0%*	*$32,928*	*100.0%*	*100.0%*	*111*	*100.0%*	*100.0%*	*$7,793*	*100.0%*	*100.0%*	*170*	*100.0%*	*100.0%*	*$18,466*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	22.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	19.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	25	100.0%	$5,167	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	20	100.0%	100.0%	$3,656	100.0%	100.0%
	Total	*25*	*100.0%*	*$5,167*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$3,656*	*100.0%*	*100.0%*
HMDA TOTALS	Low	2,004	16.5%	$206,166	7.1%	22.1%	400	9.9%	7.4%	$37,358	3.9%	3.1%	1,143	20.8%	6.1%	$121,587	9.7%	2.5%
	Moderate	2,193	18.1%	$290,301	10.0%	16.9%	753	18.7%	16.4%	$98,786	10.2%	9.2%	1,047	19.0%	15.1%	$142,388	11.3%	8.6%
	Middle	2,219	18.3%	$369,058	12.7%	19.8%	818	20.3%	19.0%	$134,284	13.9%	14.2%	967	17.6%	18.8%	$164,114	13.1%	14.0%
	Upper	5,130	42.3%	$1,906,314	65.5%	41.2%	1,794	44.6%	38.3%	$636,108	65.9%	51.0%	2,108	38.3%	39.3%	$768,892	61.3%	51.1%
	Unknown	589	4.9%	$137,180	4.7%	0.0%	259	6.4%	18.9%	$58,367	6.0%	22.5%	237	4.3%	20.6%	$58,036	4.6%	23.8%
	Total	*#####*	*100.0%*	*$2,909,019*	*100.0%*	*100.0%*	*4,024*	*100.0%*	*100.0%*	*$964,903*	*100.0%*	*100.0%*	*5,502*	*100.0%*	*100.0%*	*#######*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: Multi Chicago

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	150	3.0%	$23,719	4.2%	4.3%	57	3.0%	3.3%	$10,808	4.7%	3.7%	61	3.0%	3.5%	$10,264	4.6%	3.5%
	Moderate	767	15.3%	$87,389	15.4%	14.9%	280	15.0%	14.2%	$33,312	14.4%	15.7%	319	15.6%	15.0%	$38,459	17.1%	15.5%
	Middle	1,891	37.8%	$197,206	34.8%	35.1%	690	36.9%	34.9%	$81,285	35.2%	35.2%	789	38.7%	35.0%	$75,141	33.3%	35.0%
	Upper	2,189	43.8%	$257,896	45.5%	45.6%	843	45.0%	46.5%	$105,179	45.5%	44.9%	868	42.6%	45.6%	$101,238	44.9%	45.6%
	Unknown	4	0.1%	$860	0.2%	0.1%	2	0.1%	0.1%	$430	0.2%	0.1%	2	0.1%	0.1%	$430	0.2%	0.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.0%	$0	0.0%	0.4%	0	0.0%	0.8%	$0	0.0%	0.3%
	Total	*5,001*	*100.0%*	*$567,070*	*100.0%*	*100.0%*	*1,872*	*100.0%*	*100.0%*	*$231,014*	*100.0%*	*100.0%*	*2,039*	*100.0%*	*100.0%*	*$225,532*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.2%	$0	0.0%	0.0%	0	0.0%	0.4%	$0	0.0%	0.1%
	Moderate	1	2.6%	$13	0.4%	5.4%	0	0.0%	3.8%	$0	0.0%	3.5%	1	6.3%	3.5%	$13	1.3%	3.0%
	Middle	24	61.5%	$2,261	68.9%	59.8%	8	72.7%	69.1%	$862	72.9%	77.2%	10	62.5%	69.2%	$682	68.0%	79.7%
	Upper	14	35.9%	$1,007	30.7%	33.4%	3	27.3%	25.9%	$321	27.1%	18.8%	5	31.3%	26.0%	$308	30.7%	17.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.0%	$0	0.0%	0.5%	0	0.0%	0.9%	$0	0.0%	0.2%
	Total	*39*	*100.0%*	*$3,281*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$1,183*	*100.0%*	*100.0%*	*16*	*100.0%*	*100.0%*	*$1,003*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: Multi Chicago

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	2,837	56.7%	$117,747	20.8%	90.0%	924	49.4%	39.8%	$37,401	16.2%	28.2%	1,187	58.2%	45.0%	$51,223	22.7%	27.1%
		Over $1 Million	1,119	22.4%	$331,534	58.5%	9.6%	449	24.0%					435	21.3%				
		Total Rev. available	3,956	79.1%	$449,281	79.3%	99.6%	1,373	73.4%					1,622	79.5%				
		Rev. Not Known	1,045	20.9%	$117,789	20.8%	0.4%	499	26.7%					417	20.5%				
		Total	*5,001*	*100.0%*	*$567,070*	*100.0%*	*100.0%*	*1,872*	*100.0%*					*2,039*	*100.0%*				
	Loan Size	$100,000 or Less	3,809	76.2%	$112,208	19.8%		1,394	74.5%	91.1%	$41,781	18.1%	25.4%	1,571	77.0%	92.0%	$45,884	20.3%	27.6%
		$100,001 - $250,000	527	10.5%	$96,375	17.0%		204	10.9%	3.9%	$37,688	16.3%	15.1%	208	10.2%	3.5%	$37,633	16.7%	14.1%
		$250,001 - $1 Million	665	13.3%	$358,487	63.2%		274	14.6%	5.0%	$151,545	65.6%	59.5%	260	12.8%	4.6%	$142,015	63.0%	58.2%
		Total	*5,001*	*100.0%*	*$567,070*	*100.0%*		*1,872*	*100.0%*	*100.0%*	*$231,014*	*100.0%*	*100.0%*	*2,039*	*100.0%*	*100.0%*	*$225,532*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	2,643	93.2%	$51,698	43.9%													
		$100,001 - $250,000	94	3.3%	$15,197	12.9%													
		$250,001 - $1 Million	100	3.5%	$50,852	43.2%													
		Total	*2,837*	*100.0%*	*$117,747*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	28	71.8%	$1,394	42.5%	97.5%	6	54.5%	51.4%	$370	31.3%	58.8%	11	68.8%	49.3%	$308	30.7%	58.6%
		Over $1 Million	3	7.7%	$729	22.2%	2.4%	0	0.0%					2	12.5%				
		Total Rev. available	31	79.5%	$2,123	64.7%	99.9%	6	54.5%					13	81.3%				
		Not Known	8	20.5%	$1,158	35.3%	0.0%	5	45.5%					3	18.8%				
		Total	*39*	*100.0%*	*$3,281*	*100.0%*	*100.0%*	*11*	*100.0%*					*16*	*100.0%*				
	Loan Size	$100,000 or Less	26	66.7%	$805	24.5%		5	45.5%	67.2%	$137	11.6%	18.6%	12	75.0%	70.2%	$320	31.9%	19.6%
		$100,001 - $250,000	12	30.8%	$2,097	63.9%		6	54.5%	19.7%	$1,046	88.4%	33.7%	4	25.0%	17.6%	$683	68.1%	32.6%
		$250,001 - $500,000	1	2.6%	$379	11.6%		0	0.0%	13.0%	$0	0.0%	47.7%	0	0.0%	12.1%	$0	0.0%	47.8%
		Total	*39*	*100.0%*	*$3,281*	*100.0%*		*11*	*100.0%*	*100.0%*	*$1,183*	*100.0%*	*100.0%*	*16*	*100.0%*	*100.0%*	*$1,003*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	23	82.1%	$515	36.9%													
		$100,001 - $250,000	5	17.9%	$879	63.1%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*28*	*100.0%*	*$1,394*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: Multi Cincinnati

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	131	2.6%	$14,106	1.7%	2.8%	23	1.3%	1.8%	$2,401	0.8%	1.4%	72	3.3%	1.8%	$6,896	2.0%	1.2%
	Moderate	890	17.9%	$92,073	11.1%	17.4%	217	12.4%	13.6%	$22,227	7.3%	8.7%	448	20.8%	14.9%	$46,007	13.5%	9.6%
	Middle	2,078	41.8%	$277,127	33.5%	46.3%	736	42.2%	45.8%	$96,644	31.7%	38.8%	888	41.2%	45.8%	$115,904	34.1%	39.7%
	Upper	1,875	37.7%	$443,533	53.6%	33.6%	769	44.1%	38.8%	$183,457	60.2%	51.1%	747	34.7%	37.6%	$171,370	50.4%	49.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*4,974*	*100.0%*	*$826,839*	*100.0%*	*100.0%*	*1,745*	*100.0%*	*100.0%*	*$304,729*	*100.0%*	*100.0%*	*2,155*	*100.0%*	*100.0%*	*$340,177*	*100.0%*	*100.0%*
REFINANCE	Low	135	2.6%	$10,787	1.5%	2.8%	42	2.4%	1.9%	$3,193	1.4%	1.6%	65	2.8%	1.5%	$4,660	1.4%	1.0%
	Moderate	849	16.6%	$74,176	10.2%	17.4%	274	15.9%	14.5%	$22,581	9.7%	16.9%	390	16.5%	13.0%	$35,177	10.4%	8.8%
	Middle	2,189	42.7%	$250,532	34.6%	46.3%	796	46.2%	45.1%	$87,044	37.3%	40.8%	949	40.2%	43.8%	$110,452	32.7%	37.9%
	Upper	1,956	38.1%	$389,493	53.7%	33.6%	611	35.5%	38.4%	$120,548	51.7%	40.7%	957	40.5%	41.7%	$187,864	55.6%	52.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5,129*	*100.0%*	*$724,988*	*100.0%*	*100.0%*	*1,723*	*100.0%*	*100.0%*	*$233,366*	*100.0%*	*100.0%*	*2,361*	*100.0%*	*100.0%*	*$338,153*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	10	2.4%	$373	1.4%	2.8%	3	2.0%	2.2%	$50	0.6%	2.5%	6	3.3%	1.8%	$215	1.5%	1.5%
	Moderate	72	17.6%	$3,191	11.8%	17.4%	21	14.2%	13.5%	$799	10.3%	7.9%	39	21.4%	15.3%	$1,920	13.6%	8.6%
	Middle	209	51.0%	$12,751	47.2%	46.3%	88	59.5%	47.7%	$4,312	55.5%	37.7%	82	45.1%	44.7%	$5,937	42.1%	35.0%
	Upper	119	29.0%	$10,716	39.6%	33.6%	36	24.3%	36.6%	$2,603	33.5%	51.9%	55	30.2%	38.3%	$6,039	42.8%	54.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*410*	*100.0%*	*$27,031*	*100.0%*	*100.0%*	*148*	*100.0%*	*100.0%*	*$7,764*	*100.0%*	*100.0%*	*182*	*100.0%*	*100.0%*	*$14,111*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	6	42.9%	$22,341	77.2%	14.5%	1	33.3%	11.1%	$22,000	85.1%	10.6%	5	50.0%	13.5%	$341	31.7%	7.2%
	Moderate	4	28.6%	$2,788	9.6%	29.7%	1	33.3%	37.5%	$2,358	9.1%	32.7%	3	30.0%	36.3%	$430	39.9%	28.9%
	Middle	2	14.3%	$306	1.1%	38.5%	0	0.0%	33.9%	$0	0.0%	36.6%	2	20.0%	36.7%	$306	28.4%	39.3%
	Upper	2	14.3%	$3,500	12.1%	17.3%	1	33.3%	17.5%	$1,500	5.8%	20.1%	0	0.0%	13.5%	$0	0.0%	24.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*14*	*100.0%*	*$28,935*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$25,858*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,077*	*100.0%*	*100.0%*
HMDA TOTALS	Low	282	2.7%	$47,607	3.0%	2.8%	69	1.9%	1.9%	$27,644	4.8%	2.0%	148	3.1%	1.7%	$12,112	1.7%	1.5%
	Moderate	1,815	17.2%	$172,228	10.7%	17.4%	513	14.2%	14.1%	$47,965	8.4%	13.4%	880	18.7%	14.2%	$83,534	12.0%	10.3%
	Middle	4,478	42.5%	$540,716	33.6%	46.3%	1,620	44.8%	45.5%	$188,000	32.9%	39.5%	1,921	40.8%	44.9%	$232,599	33.5%	38.9%
	Upper	3,952	37.5%	$847,242	52.7%	33.6%	1,417	39.2%	38.4%	$308,108	53.9%	45.2%	1,759	37.4%	39.2%	$365,273	52.7%	49.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*#####*	*100.0%*	*$1,607,793*	*100.0%*	*100.0%*	*3,619*	*100.0%*	*100.0%*	*$571,717*	*100.0%*	*100.0%*	*4,708*	*100.0%*	*100.0%*	*$693,518*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: Multi Cincinnati

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	927	18.6%	$76,793	9.3%	20.8%	240	13.8%	10.3%	$18,594	6.1%	5.0%	511	23.7%	11.2%	$43,759	12.9%	5.7%
	Moderate	1,113	22.4%	$125,327	15.2%	17.2%	364	20.9%	21.1%	$41,143	13.5%	14.7%	484	22.5%	21.3%	$54,788	16.1%	15.2%
	Middle	904	18.2%	$131,300	15.9%	21.1%	348	19.9%	20.3%	$50,617	16.6%	18.5%	364	16.9%	19.4%	$53,031	15.6%	18.1%
	Upper	1,450	29.2%	$376,599	45.5%	40.9%	567	32.5%	32.0%	$150,369	49.3%	46.7%	561	26.0%	31.4%	$141,987	41.7%	46.1%
	Unknown	580	11.7%	$116,820	14.1%	0.0%	226	13.0%	16.3%	$44,006	14.4%	15.0%	235	10.9%	16.7%	$46,612	13.7%	15.0%
	Total	*4,974*	*100.0%*	*$826,839*	*100.0%*	*100.0%*	*1,745*	*100.0%*	*100.0%*	*$304,729*	*100.0%*	*100.0%*	*2,155*	*100.0%*	*100.0%*	*$340,177*	*100.0%*	*100.0%*
REFINANCE	Low	809	15.8%	$60,992	8.4%	20.8%	265	15.4%	8.3%	$19,237	8.2%	3.0%	383	16.2%	7.2%	$29,299	8.7%	3.7%
	Moderate	1,071	20.9%	$98,330	13.6%	17.2%	405	23.5%	16.4%	$35,330	15.1%	7.6%	463	19.6%	14.6%	$43,719	12.9%	9.5%
	Middle	1,159	22.6%	$136,433	18.8%	21.1%	396	23.0%	20.8%	$43,723	18.7%	11.8%	540	22.9%	19.6%	$67,273	19.9%	16.1%
	Upper	1,697	33.1%	$360,354	49.7%	40.9%	536	31.1%	35.6%	$116,298	49.8%	33.1%	772	32.7%	37.6%	$161,894	47.9%	49.7%
	Unknown	393	7.7%	$68,879	9.5%	0.0%	121	7.0%	19.0%	$18,778	8.0%	44.4%	203	8.6%	21.0%	$35,968	10.6%	21.0%
	Total	*5,129*	*100.0%*	*$724,988*	*100.0%*	*100.0%*	*1,723*	*100.0%*	*100.0%*	*$233,366*	*100.0%*	*100.0%*	*2,361*	*100.0%*	*100.0%*	*$338,153*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	87	21.2%	$3,669	13.6%	20.8%	33	22.3%	9.8%	$1,412	18.2%	4.5%	37	20.3%	10.0%	$1,722	12.2%	4.1%
	Moderate	119	29.0%	$5,975	22.1%	17.2%	43	29.1%	18.3%	$1,538	19.8%	9.5%	58	31.9%	19.0%	$3,579	25.4%	10.8%
	Middle	81	19.8%	$5,438	20.1%	21.1%	27	18.2%	23.4%	$1,513	19.5%	20.0%	36	19.8%	24.0%	$2,613	18.5%	18.8%
	Upper	112	27.3%	$10,851	40.1%	40.9%	42	28.4%	41.8%	$3,136	40.4%	58.1%	44	24.2%	42.0%	$5,432	38.5%	59.6%
	Unknown	11	2.7%	$1,098	4.1%	0.0%	3	2.0%	6.6%	$165	2.1%	7.9%	7	3.8%	5.0%	$765	5.4%	6.7%
	Total	*410*	*100.0%*	*$27,031*	*100.0%*	*100.0%*	*148*	*100.0%*	*100.0%*	*$7,764*	*100.0%*	*100.0%*	*182*	*100.0%*	*100.0%*	*$14,111*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	20.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	14	100.0%	$28,935	100.0%	0.0%	3	100.0%	100.0%	$25,858	100.0%	100.0%	10	100.0%	100.0%	$1,077	100.0%	100.0%
	Total	*14*	*100.0%*	*$28,935*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$25,858*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,077*	*100.0%*	*100.0%*
HMDA TOTALS	Low	1,823	17.3%	$141,454	8.8%	20.8%	538	14.9%	9.4%	$39,243	6.9%	3.9%	931	19.8%	9.5%	$74,780	10.8%	4.6%
	Moderate	2,303	21.9%	$229,632	14.3%	17.2%	812	22.4%	19.1%	$78,011	13.6%	10.9%	1,005	21.3%	18.3%	$102,086	14.7%	12.0%
	Middle	2,144	20.4%	$273,171	17.0%	21.1%	771	21.3%	20.5%	$95,853	16.8%	14.8%	940	20.0%	19.6%	$122,917	17.7%	16.3%
	Upper	3,259	31.0%	$747,804	46.5%	40.9%	1,145	31.6%	33.6%	$269,803	47.2%	38.8%	1,377	29.2%	34.3%	$309,313	44.6%	45.2%
	Unknown	998	9.5%	$215,732	13.4%	0.0%	353	9.8%	17.3%	$88,807	15.5%	31.6%	455	9.7%	18.3%	$84,422	12.2%	21.9%
	Total	*#####*	*100.0%*	*$1,607,793*	*100.0%*	*100.0%*	*3,619*	*100.0%*	*100.0%*	*$571,717*	*100.0%*	*100.0%*	*4,708*	*100.0%*	*100.0%*	*$693,518*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: Multi Cincinnati

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Small Businesses	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	333	6.5%	$65,264	9.1%	4.9%	137	6.4%	5.0%	$25,235	8.8%	6.5%	125	6.5%	5.1%	$24,995	8.7%	6.3%
	Moderate	889	17.4%	$164,688	23.0%	20.5%	385	17.9%	19.6%	$66,041	23.0%	25.0%	341	17.6%	19.7%	$68,614	23.9%	24.7%
	Middle	1,924	37.6%	$254,293	35.6%	40.7%	806	37.5%	37.6%	$103,984	36.2%	34.8%	720	37.2%	37.4%	$100,323	35.0%	35.1%
	Upper	1,973	38.5%	$230,565	32.3%	33.8%	818	38.1%	36.8%	$91,592	31.9%	33.5%	747	38.6%	37.0%	$92,834	32.4%	33.5%
	Unknown	1	0.0%	$20	0.0%	0.0%	1	0.0%	0.0%	$20	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.0%	$0	0.0%	0.2%	0	0.0%	0.8%	$0	0.0%	0.3%
	Total	*5,120*	*100.0%*	*$714,830*	*100.0%*	*100.0%*	*2,147*	*100.0%*	*100.0%*	*$286,872*	*100.0%*	*100.0%*	*1,933*	*100.0%*	*100.0%*	*$286,766*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	0.7%	0	0.0%	1.2%	$0	0.0%	0.4%	0	0.0%	1.5%	$0	0.0%	0.8%
	Moderate	1	4.0%	$32	3.0%	15.3%	1	16.7%	21.8%	$32	9.7%	13.3%	0	0.0%	20.1%	$0	0.0%	19.1%
	Middle	19	76.0%	$673	62.9%	65.3%	4	66.7%	61.5%	$148	44.8%	63.3%	9	75.0%	60.9%	$212	50.2%	59.8%
	Upper	5	20.0%	$365	34.1%	18.8%	1	16.7%	14.7%	$150	45.5%	22.8%	3	25.0%	17.5%	$210	49.8%	20.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*25*	*100.0%*	*$1,070*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$330*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$422*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: Multi Cincinnati

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	2,702	52.8%	$115,942	16.2%	91.0%	1,093	50.9%	45.9%	$45,210	15.8%	28.3%	977	50.5%	49.2%	$47,316	16.5%	31.0%
		Over $1 Million	1,534	30.0%	$503,267	70.4%	8.5%	579	27.0%					668	34.6%				
		Total Rev. available	4,236	82.8%	$619,209	86.6%	99.5%	1,672	77.9%					1,645	85.1%				
		Rev. Not Known	884	17.3%	$95,621	13.4%	0.5%	475	22.1%					288	14.9%				
		Total	*5,120*	*100.0%*	*$714,830*	*100.0%*	*100.0%*	*2,147*	*100.0%*					*1,933*	*100.0%*				
	Loan Size	$100,000 or Less	3,646	71.2%	$116,023	16.2%		1,552	72.3%	89.9%	$46,969	16.4%	26.6%	1,331	68.9%	90.4%	$45,169	15.8%	27.6%
		$100,001 - $250,000	659	12.9%	$121,951	17.1%		264	12.3%	4.7%	$48,742	17.0%	15.9%	276	14.3%	4.4%	$50,540	17.6%	15.4%
		$250,001 - $1 Million	815	15.9%	$476,856	66.7%		331	15.4%	5.4%	$191,161	66.6%	57.4%	326	16.9%	5.3%	$191,057	66.6%	57.1%
		Total	*5,120*	*100.0%*	*$714,830*	*100.0%*		*2,147*	*100.0%*	*100.0%*	*$286,872*	*100.0%*	*100.0%*	*1,933*	*100.0%*	*100.0%*	*$286,766*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	2,523	93.4%	$54,751	47.2%													
		$100,001 - $250,000	102	3.8%	$17,830	15.4%													
		$250,001 - $1 Million	77	2.8%	$43,361	37.4%													
		Total	*2,702*	*100.0%*	*$115,942*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	18	72.0%	$589	55.0%	99.4%	3	50.0%	54.4%	$107	32.4%	67.8%	8	66.7%	54.0%	$164	38.9%	69.9%
		Over $1 Million	1	4.0%	$45	4.2%	0.6%	0	0.0%					1	8.3%				
		Total Rev. available	19	76.0%	$634	59.2%	100.0%	3	50.0%					9	75.0%				
		Not Known	6	24.0%	$436	40.7%	0.0%	3	50.0%					3	25.0%				
		Total	*25*	*100.0%*	*$1,070*	*100.0%*	*100.0%*	*6*	*100.0%*					*12*	*100.0%*				
	Loan Size	$100,000 or Less	22	88.0%	$570	53.3%		5	83.3%	87.3%	$180	54.5%	36.9%	11	91.7%	89.1%	$272	64.5%	37.5%
		$100,001 - $250,000	3	12.0%	$500	46.7%		1	16.7%	8.7%	$150	45.5%	31.3%	1	8.3%	6.6%	$150	35.5%	25.7%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.0%	$0	0.0%	31.9%	0	0.0%	4.4%	$0	0.0%	36.8%
		Total	*25*	*100.0%*	*$1,070*	*100.0%*		*6*	*100.0%*	*100.0%*	*$330*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$422*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	17	94.4%	$389	66.0%													
		$100,001 - $250,000	1	5.6%	$200	34.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*18*	*100.0%*	*$589*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: Multi Evansville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Owner Occupied Units	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	6	0.8%	$531	0.5%	4.3%	1	0.3%	1.9%	$86	0.2%	1.1%	0	0.0%	1.6%	$0	0.0%	1.0%
	Moderate	142	18.0%	$11,837	11.1%	18.0%	37	12.9%	15.2%	$3,253	8.3%	9.4%	64	19.5%	15.8%	$5,432	12.6%	9.9%
	Middle	257	32.6%	$30,287	28.5%	40.6%	97	33.9%	36.7%	$11,369	29.0%	33.9%	105	32.0%	34.7%	$12,060	28.0%	32.4%
	Upper	384	48.7%	$63,712	59.9%	37.1%	151	52.8%	46.2%	$24,544	62.5%	55.6%	159	48.5%	47.9%	$25,649	59.5%	56.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*789*	*100.0%*	*$106,367*	*100.0%*	*100.0%*	*286*	*100.0%*	*100.0%*	*$39,252*	*100.0%*	*100.0%*	*328*	*100.0%*	*100.0%*	*$43,141*	*100.0%*	*100.0%*
REFINANCE	Low	15	2.5%	$587	0.9%	4.3%	4	2.0%	2.6%	$152	0.8%	1.7%	6	2.2%	2.1%	$301	1.0%	1.3%
	Moderate	109	18.3%	$6,172	9.9%	18.0%	37	18.4%	17.8%	$1,956	9.8%	10.7%	46	16.7%	13.5%	$2,832	9.6%	7.5%
	Middle	216	36.2%	$21,467	34.5%	40.6%	76	37.8%	37.5%	$6,733	33.6%	36.7%	97	35.1%	36.8%	$9,595	32.5%	36.0%
	Upper	257	43.0%	$33,924	54.6%	37.1%	84	41.8%	42.2%	$11,191	55.9%	50.8%	127	46.0%	47.7%	$16,755	56.8%	55.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*597*	*100.0%*	*$62,150*	*100.0%*	*100.0%*	*201*	*100.0%*	*100.0%*	*$20,032*	*100.0%*	*100.0%*	*276*	*100.0%*	*100.0%*	*$29,483*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	4	4.7%	$99	1.8%	4.3%	2	6.5%	3.9%	$77	5.1%	7.6%	2	5.0%	2.3%	$22	0.7%	1.4%
	Moderate	13	15.3%	$500	8.9%	18.0%	3	9.7%	17.6%	$139	9.2%	9.5%	6	15.0%	16.6%	$254	8.0%	10.5%
	Middle	31	36.5%	$1,231	22.0%	40.6%	18	58.1%	44.8%	$576	38.0%	42.7%	11	27.5%	37.6%	$567	17.8%	34.1%
	Upper	37	43.5%	$3,769	67.3%	37.1%	8	25.8%	33.8%	$723	47.7%	40.1%	21	52.5%	43.6%	$2,348	73.6%	53.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*85*	*100.0%*	*$5,599*	*100.0%*	*100.0%*	*31*	*100.0%*	*100.0%*	*$1,515*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$3,191*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	1	100.0%	$87	100.0%	8.6%	0	0.0%	7.0%	$0	0.0%	0.5%	0	0.0%	10.5%	$0	0.0%	1.9%
	Moderate	0	0.0%	$0	0.0%	37.8%	0	0.0%	41.9%	$0	0.0%	37.2%	0	0.0%	31.6%	$0	0.0%	33.2%
	Middle	0	0.0%	$0	0.0%	34.3%	0	0.0%	39.5%	$0	0.0%	31.8%	0	0.0%	36.8%	$0	0.0%	38.5%
	Upper	0	0.0%	$0	0.0%	19.3%	0	0.0%	11.6%	$0	0.0%	30.5%	0	0.0%	21.1%	$0	0.0%	26.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$87*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	26	1.8%	$1,304	0.7%	4.3%	7	1.4%	2.4%	$315	0.5%	1.4%	8	1.2%	1.9%	$323	0.4%	1.2%
	Moderate	264	17.9%	$18,509	10.6%	18.0%	77	14.9%	16.4%	$5,348	8.8%	11.5%	116	18.0%	15.1%	$8,518	11.2%	10.3%
	Middle	504	34.2%	$52,985	30.4%	40.6%	191	36.9%	37.8%	$18,678	30.7%	34.8%	213	33.1%	35.8%	$22,222	29.3%	34.1%
	Upper	678	46.1%	$101,405	58.2%	37.1%	243	46.9%	43.5%	$36,458	60.0%	52.3%	307	47.7%	47.3%	$44,752	59.0%	54.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,472*	*100.0%*	*$174,203*	*100.0%*	*100.0%*	*518*	*100.0%*	*100.0%*	*$60,799*	*100.0%*	*100.0%*	*644*	*100.0%*	*100.0%*	*$75,815*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: Multi Evansville

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	121	15.3%	$9,078	8.5%	21.4%	29	10.1%	9.1%	$2,152	5.5%	4.7%	59	18.0%	10.1%	$4,286	9.9%	5.7%
	Moderate	216	27.4%	$21,807	20.5%	17.2%	82	28.7%	21.2%	$8,240	21.0%	15.9%	94	28.7%	21.7%	$9,615	22.3%	16.5%
	Middle	183	23.2%	$24,076	22.6%	21.6%	71	24.8%	18.5%	$9,549	24.3%	17.5%	74	22.6%	20.4%	$9,990	23.2%	20.1%
	Upper	247	31.3%	$48,643	45.7%	39.7%	94	32.9%	25.8%	$17,895	45.6%	37.9%	95	29.0%	26.0%	$18,685	43.3%	37.4%
	Unknown	22	2.8%	$2,763	2.6%	0.0%	10	3.5%	25.4%	$1,416	3.6%	23.9%	6	1.8%	21.8%	$565	1.3%	20.3%
	Total	*789*	*100.0%*	*$106,367*	*100.0%*	*100.0%*	*286*	*100.0%*	*100.0%*	*$39,252*	*100.0%*	*100.0%*	*328*	*100.0%*	*100.0%*	*$43,141*	*100.0%*	*100.0%*
REFINANCE	Low	101	16.9%	$6,453	10.4%	21.4%	33	16.4%	9.8%	$2,123	10.6%	5.5%	50	18.1%	8.1%	$3,343	11.3%	4.2%
	Moderate	139	23.3%	$10,059	16.2%	17.2%	44	21.9%	18.4%	$3,029	15.1%	12.3%	67	24.3%	17.7%	$5,005	17.0%	11.5%
	Middle	161	27.0%	$16,178	26.0%	21.6%	53	26.4%	21.0%	$5,282	26.4%	19.1%	74	26.8%	20.4%	$7,811	26.5%	17.4%
	Upper	170	28.5%	$26,251	42.2%	39.7%	61	30.3%	30.9%	$8,353	41.7%	40.1%	73	26.4%	30.6%	$11,911	40.4%	39.3%
	Unknown	26	4.4%	$3,209	5.2%	0.0%	10	5.0%	19.8%	$1,245	6.2%	23.1%	12	4.3%	23.2%	$1,413	4.8%	27.6%
	Total	*597*	*100.0%*	*$62,150*	*100.0%*	*100.0%*	*201*	*100.0%*	*100.0%*	*$20,032*	*100.0%*	*100.0%*	*276*	*100.0%*	*100.0%*	*$29,483*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	17	20.0%	$616	11.0%	21.4%	8	25.8%	13.4%	$318	21.0%	7.2%	7	17.5%	12.0%	$206	6.5%	6.4%
	Moderate	18	21.2%	$957	17.1%	17.2%	6	19.4%	20.8%	$210	13.9%	15.4%	8	20.0%	21.4%	$504	15.8%	15.2%
	Middle	23	27.1%	$1,425	25.5%	21.6%	8	25.8%	25.9%	$290	19.1%	18.6%	9	22.5%	28.9%	$790	24.8%	22.9%
	Upper	27	31.8%	$2,601	46.5%	39.7%	9	29.0%	34.5%	$697	46.0%	45.5%	16	40.0%	34.5%	$1,691	53.0%	50.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	5.5%	$0	0.0%	13.4%	0	0.0%	3.1%	$0	0.0%	5.2%
	Total	*85*	*100.0%*	*$5,599*	*100.0%*	*100.0%*	*31*	*100.0%*	*100.0%*	*$1,515*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$3,191*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$87	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*1*	*100.0%*	*$87*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	239	16.2%	$16,147	9.3%	21.4%	70	13.5%	9.7%	$4,593	7.6%	4.7%	116	18.0%	9.5%	$7,835	10.3%	4.9%
	Moderate	373	25.3%	$32,823	18.8%	17.2%	132	25.5%	20.2%	$11,479	18.9%	13.8%	169	26.2%	20.1%	$15,124	19.9%	13.8%
	Middle	367	24.9%	$41,679	23.9%	21.6%	132	25.5%	19.9%	$15,121	24.9%	16.9%	157	24.4%	21.2%	$18,591	24.5%	18.1%
	Upper	444	30.2%	$77,495	44.5%	39.7%	164	31.7%	28.2%	$26,945	44.3%	36.4%	184	28.6%	28.4%	$32,287	42.6%	36.5%
	Unknown	49	3.3%	$6,059	3.5%	0.0%	20	3.9%	22.0%	$2,661	4.4%	28.2%	18	2.8%	20.8%	$1,978	2.6%	26.7%
	Total	*1,472*	*100.0%*	*$174,203*	*100.0%*	*100.0%*	*518*	*100.0%*	*100.0%*	*$60,799*	*100.0%*	*100.0%*	*644*	*100.0%*	*100.0%*	*$75,815*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: Multi Evansville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	33	7.9%	$4,141	8.2%	6.8%	9	4.9%	7.1%	$1,440	6.3%	7.5%	17	11.3%	7.5%	$1,650	7.6%	9.7%
	Moderate	106	25.3%	$13,504	26.7%	22.0%	49	26.8%	24.2%	$6,580	28.6%	27.8%	32	21.2%	24.2%	$4,883	22.6%	25.9%
	Middle	156	37.2%	$18,014	35.6%	38.8%	68	37.2%	35.8%	$8,813	38.3%	34.5%	59	39.1%	34.5%	$7,364	34.1%	32.9%
	Upper	124	29.6%	$14,994	29.6%	32.5%	57	31.1%	31.3%	$6,160	26.8%	29.9%	43	28.5%	32.3%	$7,701	35.7%	31.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.6%	$0	0.0%	0.2%	0	0.0%	1.4%	$0	0.0%	0.3%
	Total	*419*	*100.0%*	*$50,653*	*100.0%*	*100.0%*	*183*	*100.0%*	*100.0%*	*$22,993*	*100.0%*	*100.0%*	*151*	*100.0%*	*100.0%*	*$21,598*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.8%	$0	0.0%	1.3%	0	0.0%	1.2%	$0	0.0%	0.1%
	Moderate	1	11.1%	$52	10.3%	4.4%	1	16.7%	4.2%	$52	20.2%	2.5%	0	0.0%	6.2%	$0	0.0%	4.4%
	Middle	4	44.4%	$96	19.1%	58.1%	4	66.7%	56.3%	$96	37.2%	45.3%	0	0.0%	56.9%	$0	0.0%	53.4%
	Upper	4	44.4%	$355	70.6%	37.1%	1	16.7%	38.7%	$110	42.6%	50.9%	2	100.0%	35.0%	$135	100.0%	41.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.4%	$0	0.0%	0.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.4%	$0	0.0%	0.0%
	Total	*9*	*100.0%*	*$503*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$258*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$135*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: Multi Evansville

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	212	50.6%	$8,669	17.1%	89.7%	89	48.6%	37.5%	$3,925	17.1%	27.5%	70	46.4%	41.2%	$3,586	16.6%	30.7%
Small Business	Revenue	Over $1 Million	121	28.9%	$33,281	65.7%	9.6%	52	28.4%					51	33.8%				
Small Business	Revenue	*Total Rev. available*	333	79.5%	$41,950	82.8%	99.3%	141	77.0%					121	80.2%				
Small Business	Revenue	Rev. Not Known	86	20.5%	$8,703	17.2%	0.6%	42	23.0%					30	19.9%				
Small Business	Revenue	Total	*419*	*100.0%*	*$50,653*	*100.0%*	*100.0%*	*183*	*100.0%*					*151*	*100.0%*				
Small Business	Loan Size	$100,000 or Less	322	76.8%	$9,737	19.2%		138	75.4%	85.4%	$4,002	17.4%	21.2%	111	73.5%	84.4%	$3,655	16.9%	21.7%
Small Business	Loan Size	$100,001 - $250,000	31	7.4%	$5,905	11.7%		14	7.7%	7.1%	$2,596	11.3%	19.9%	12	7.9%	7.6%	$2,342	10.8%	19.5%
Small Business	Loan Size	$250,001 - $1 Million	66	15.8%	$35,011	69.1%		31	16.9%	7.4%	$16,395	71.3%	58.9%	28	18.5%	8.0%	$15,601	72.2%	58.8%
Small Business	Loan Size	Total	*419*	*100.0%*	*$50,653*	*100.0%*		*183*	*100.0%*	*100.0%*	*$22,993*	*100.0%*	*100.0%*	*151*	*100.0%*	*100.0%*	*$21,598*	*100.0%*	*100.0%*
Small Business	Loan Size & Rev $1 Mill or Less	$100,000 or Less	201	94.8%	$4,036	46.6%													
Small Business	Loan Size & Rev $1 Mill or Less	$100,001 - $250,000	5	2.4%	$799	9.2%													
Small Business	Loan Size & Rev $1 Mill or Less	$250,001 - $1 Million	6	2.8%	$3,834	44.2%													
Small Business	Loan Size & Rev $1 Mill or Less	*Total*	*212*	*100.0%*	*$8,669*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	6	66.7%	$330	65.6%	99.5%	4	66.7%	65.1%	$195	75.6%	70.8%	2	100.0%	59.2%	$135	100.0%	64.9%
Small Farm	Revenue	Over $1 Million	0	0.0%	$0	0.0%	0.5%	0	0.0%					0	0.0%				
Small Farm	Revenue	*Total Rev. available*	6	66.7%	$330	65.6%	100.0%	4	66.7%					2	100.0%				
Small Farm	Revenue	Not Known	3	33.3%	$173	34.4%	0.0%	2	33.3%					0	0.0%				
Small Farm	Revenue	Total	*9*	*100.0%*	*$503*	*100.0%*	*100.0%*	*6*	*100.0%*					*2*	*100.0%*				
Small Farm	Loan Size	$100,000 or Less	6	66.7%	$173	34.4%		5	83.3%	71.4%	$148	57.4%	24.3%	1	50.0%	66.5%	$25	18.5%	19.7%
Small Farm	Loan Size	$100,001 - $250,000	3	33.3%	$330	65.6%		1	16.7%	15.5%	$110	42.6%	26.3%	1	50.0%	21.2%	$110	81.5%	35.4%
Small Farm	Loan Size	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	13.0%	$0	0.0%	49.4%	0	0.0%	12.3%	$0	0.0%	44.9%
Small Farm	Loan Size	Total	*9*	*100.0%*	*$503*	*100.0%*		*6*	*100.0%*	*100.0%*	*$258*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$135*	*100.0%*	*100.0%*
Small Farm	Loan Size & Rev $1 Mill or Less	$100,000 or Less	4	66.7%	$110	33.3%													
Small Farm	Loan Size & Rev $1 Mill or Less	$100,001 - $250,000	2	33.3%	$220	66.7%													
Small Farm	Loan Size & Rev $1 Mill or Less	$250,001 - $500,000	0	0.0%	$0	0.0%													
Small Farm	Loan Size & Rev $1 Mill or Less	*Total*	*6*	*100.0%*	*$330*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: Multi Huntington

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Owner Occupied Units	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	3	1.0%	$228	0.4%	1.2%	1	0.7%	0.8%	$56	0.2%	0.4%	2	1.6%	0.9%	$172	0.8%	0.5%
	Moderate	16	5.2%	$1,493	2.9%	14.9%	7	4.8%	9.4%	$752	3.1%	6.4%	9	7.2%	9.4%	$741	3.5%	6.2%
	Middle	134	43.8%	$20,921	41.1%	59.9%	70	48.3%	55.4%	$10,724	44.9%	50.9%	45	36.0%	55.5%	$7,382	34.7%	51.5%
	Upper	153	50.0%	$28,264	55.5%	24.0%	67	46.2%	34.5%	$12,347	51.7%	42.3%	69	55.2%	34.3%	$13,007	61.1%	41.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*306*	*100.0%*	*$50,906*	*100.0%*	*100.0%*	*145*	*100.0%*	*100.0%*	*$23,879*	*100.0%*	*100.0%*	*125*	*100.0%*	*100.0%*	*$21,302*	*100.0%*	*100.0%*
REFINANCE	Low	1	0.4%	$58	0.2%	1.2%	1	1.1%	0.8%	$58	0.6%	0.6%	0	0.0%	1.1%	$0	0.0%	0.9%
	Moderate	23	8.4%	$2,156	6.9%	14.9%	8	8.9%	10.2%	$786	7.9%	7.6%	9	6.9%	8.9%	$973	6.3%	6.5%
	Middle	159	57.8%	$16,934	54.1%	59.9%	57	63.3%	59.5%	$6,101	61.0%	55.7%	74	56.9%	58.4%	$8,260	53.1%	55.5%
	Upper	92	33.5%	$12,135	38.8%	24.0%	24	26.7%	29.6%	$3,051	30.5%	36.1%	47	36.2%	31.6%	$6,314	40.6%	37.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.1%
	Total	*275*	*100.0%*	*$31,283*	*100.0%*	*100.0%*	*90*	*100.0%*	*100.0%*	*$9,996*	*100.0%*	*100.0%*	*130*	*100.0%*	*100.0%*	*$15,547*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.2%	0	0.0%	0.8%	$0	0.0%	0.5%	0	0.0%	0.9%	$0	0.0%	0.5%
	Moderate	6	8.8%	$272	6.0%	14.9%	1	6.7%	14.0%	$6	0.8%	11.0%	4	11.1%	12.1%	$236	10.1%	12.2%
	Middle	46	67.6%	$3,293	72.3%	59.9%	10	66.7%	57.6%	$575	72.5%	52.2%	26	72.2%	60.1%	$1,823	78.0%	56.8%
	Upper	16	23.5%	$987	21.7%	24.0%	4	26.7%	27.6%	$212	26.7%	36.3%	6	16.7%	26.8%	$277	11.9%	30.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%
	Total	*68*	*100.0%*	*$4,552*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$793*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$2,336*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	16.8%	0	0.0%	21.6%	$0	0.0%	21.7%	0	0.0%	12.8%	$0	0.0%	4.4%
	Moderate	0	0.0%	$0	0.0%	30.3%	0	0.0%	13.5%	$0	0.0%	19.2%	0	0.0%	21.3%	$0	0.0%	14.2%
	Middle	0	0.0%	$0	0.0%	33.1%	0	0.0%	43.2%	$0	0.0%	34.1%	0	0.0%	40.4%	$0	0.0%	49.4%
	Upper	0	0.0%	$0	0.0%	19.8%	0	0.0%	21.6%	$0	0.0%	25.0%	0	0.0%	25.5%	$0	0.0%	32.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	4	0.6%	$286	0.3%	1.2%	2	0.8%	0.9%	$114	0.3%	1.1%	2	0.7%	1.0%	$172	0.4%	0.9%
	Moderate	45	6.9%	$3,921	4.5%	14.9%	16	6.4%	10.2%	$1,544	4.5%	7.4%	22	7.6%	9.6%	$1,950	5.0%	7.1%
	Middle	339	52.2%	$41,148	47.4%	59.9%	137	54.8%	57.1%	$17,400	50.2%	52.2%	145	49.8%	57.0%	$17,465	44.6%	53.0%
	Upper	261	40.2%	$41,386	47.7%	24.0%	95	38.0%	31.8%	$15,610	45.0%	39.3%	122	41.9%	32.4%	$19,598	50.0%	39.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*649*	*100.0%*	*$86,741*	*100.0%*	*100.0%*	*250*	*100.0%*	*100.0%*	*$34,668*	*100.0%*	*100.0%*	*291*	*100.0%*	*100.0%*	*$39,185*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: Multi Huntington

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	7	2.3%	$472	0.9%	22.1%	3	2.1%	5.6%	$200	0.8%	2.5%	3	2.4%	6.1%	$186	0.9%	2.8%
	Moderate	58	19.0%	$6,059	11.9%	17.6%	26	17.9%	17.7%	$2,672	11.2%	11.6%	25	20.0%	17.7%	$2,743	12.9%	11.5%
	Middle	80	26.1%	$10,689	21.0%	20.4%	41	28.3%	24.0%	$5,342	22.4%	20.7%	29	23.2%	23.2%	$3,991	18.7%	20.7%
	Upper	158	51.6%	$33,090	65.0%	39.9%	73	50.3%	39.9%	$15,404	64.5%	52.9%	67	53.6%	38.2%	$14,047	65.9%	51.2%
	Unknown	3	1.0%	$596	1.2%	0.0%	2	1.4%	12.9%	$261	1.1%	12.3%	1	0.8%	14.8%	$335	1.6%	13.8%
	Total	*306*	*100.0%*	*$50,906*	*100.0%*	*100.0%*	*145*	*100.0%*	*100.0%*	*$23,879*	*100.0%*	*100.0%*	*125*	*100.0%*	*100.0%*	*$21,302*	*100.0%*	*100.0%*
REFINANCE	Low	10	3.6%	$800	2.6%	22.1%	3	3.3%	6.8%	$278	2.8%	3.8%	5	3.8%	6.7%	$409	2.6%	3.2%
	Moderate	56	20.4%	$3,996	12.8%	17.6%	14	15.6%	15.4%	$1,138	11.4%	10.1%	27	20.8%	13.4%	$2,042	13.1%	8.7%
	Middle	66	24.0%	$6,077	19.4%	20.4%	23	25.6%	22.3%	$2,133	21.3%	18.0%	29	22.3%	20.1%	$2,653	17.1%	16.9%
	Upper	137	49.8%	$19,657	62.8%	39.9%	48	53.3%	45.2%	$6,151	61.5%	55.2%	65	50.0%	43.6%	$9,986	64.2%	53.9%
	Unknown	6	2.2%	$753	2.4%	0.0%	2	2.2%	10.4%	$296	3.0%	12.9%	4	3.1%	16.2%	$457	2.9%	17.3%
	Total	*275*	*100.0%*	*$31,283*	*100.0%*	*100.0%*	*90*	*100.0%*	*100.0%*	*$9,996*	*100.0%*	*100.0%*	*130*	*100.0%*	*100.0%*	*$15,547*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	4	5.9%	$70	1.5%	22.1%	1	6.7%	10.4%	$8	1.0%	5.5%	3	8.3%	6.7%	$62	2.7%	2.7%
	Moderate	13	19.1%	$675	14.8%	17.6%	1	6.7%	19.1%	$6	0.8%	11.9%	8	22.2%	19.4%	$415	17.8%	9.3%
	Middle	18	26.5%	$1,128	24.8%	20.4%	6	40.0%	21.0%	$298	37.6%	17.7%	4	11.1%	22.7%	$286	12.2%	19.6%
	Upper	33	48.5%	$2,679	58.9%	39.9%	7	46.7%	43.9%	$481	60.7%	59.4%	21	58.3%	48.9%	$1,573	67.3%	62.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	5.5%	$0	0.0%	5.4%	0	0.0%	2.3%	$0	0.0%	5.7%
	Total	*68*	*100.0%*	*$4,552*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$793*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$2,336*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	22.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	21	3.2%	$1,342	1.5%	22.1%	7	2.8%	6.5%	$486	1.4%	3.1%	11	3.8%	6.4%	$657	1.7%	2.8%
	Moderate	127	19.6%	$10,730	12.4%	17.6%	41	16.4%	16.9%	$3,816	11.0%	10.7%	60	20.6%	16.2%	$5,200	13.3%	9.7%
	Middle	164	25.3%	$17,894	20.6%	20.4%	70	28.0%	22.9%	$7,773	22.4%	19.0%	62	21.3%	21.9%	$6,930	17.7%	18.1%
	Upper	328	50.5%	$55,426	63.9%	39.9%	128	51.2%	42.1%	$22,036	63.6%	52.5%	153	52.6%	41.2%	$25,606	65.3%	49.8%
	Unknown	9	1.4%	$1,349	1.6%	0.0%	4	1.6%	11.6%	$557	1.6%	14.8%	5	1.7%	14.4%	$792	2.0%	19.6%
	Total	*649*	*100.0%*	*$86,741*	*100.0%*	*100.0%*	*250*	*100.0%*	*100.0%*	*$34,668*	*100.0%*	*100.0%*	*291*	*100.0%*	*100.0%*	*$39,185*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: Multi Huntington

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Small Businesses	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	5	6.7%	$1,619	12.5%	6.3%	2	6.9%	6.3%	$754	13.2%	6.6%	2	6.5%	5.9%	$850	13.7%	6.1%
	Moderate	16	21.3%	$3,057	23.5%	19.5%	8	27.6%	14.6%	$1,273	22.3%	17.3%	4	12.9%	16.0%	$1,103	17.8%	19.2%
	Middle	31	41.3%	$2,954	22.7%	47.1%	10	34.5%	43.4%	$1,303	22.9%	38.7%	16	51.6%	42.7%	$1,477	23.8%	39.9%
	Upper	23	30.7%	$5,361	41.3%	27.1%	9	31.0%	29.9%	$2,372	41.6%	34.8%	9	29.0%	31.0%	$2,772	44.7%	33.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	5.8%	$0	0.0%	2.7%	0	0.0%	4.3%	$0	0.0%	1.6%
	Total	*75*	*100.0%*	*$12,991*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$5,702*	*100.0%*	*100.0%*	*31*	*100.0%*	*100.0%*	*$6,202*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	10.7%	0	0.0%	6.5%	$0	0.0%	8.6%	0	0.0%	7.9%	$0	0.0%	1.6%
	Middle	2	100.0%	$30	100.0%	70.9%	2	100.0%	60.9%	$30	100.0%	70.4%	0	0.0%	63.2%	$0	0.0%	41.1%
	Upper	0	0.0%	$0	0.0%	18.4%	0	0.0%	23.9%	$0	0.0%	18.5%	0	0.0%	18.4%	$0	0.0%	53.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	8.7%	$0	0.0%	2.4%	0	0.0%	10.5%	$0	0.0%	4.2%
	Total	*2*	*100.0%*	*$30*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$30*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: Multi Huntington

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count			Dollar			Count			Dollar		
								Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	35	46.7%	$2,149	16.5%	90.5%	11	37.9%	40.9%	$763	13.4%	34.9%	13	41.9%	44.6%	$534	8.6%	40.1%
		Over $1 Million	26	34.7%	$9,495	73.1%	8.2%	10	34.5%					13	41.9%				
		Total Rev. available	61	81.4%	$11,644	89.6%	98.7%	21	72.4%					26	83.8%				
		Rev. Not Known	14	18.7%	$1,347	10.4%	1.3%	8	27.6%					5	16.1%				
		Total	*75*	*100.0%*	*$12,991*	*100.0%*	*100.0%*	*29*	*100.0%*					*31*	*100.0%*				
	Loan Size	$100,000 or Less	51	68.0%	$1,730	13.3%		20	69.0%	88.9%	$674	11.8%	27.4%	19	61.3%	90.4%	$594	9.6%	31.0%
		$100,001 - $250,000	8	10.7%	$1,334	10.3%		2	6.9%	5.5%	$440	7.7%	18.1%	4	12.9%	5.1%	$658	10.6%	18.6%
		$250,001 - $1 Million	16	21.3%	$9,927	76.4%		7	24.1%	5.5%	$4,588	80.5%	54.5%	8	25.8%	4.5%	$4,950	79.8%	50.4%
		Total	*75*	*100.0%*	*$12,991*	*100.0%*		*29*	*100.0%*	*100.0%*	*$5,702*	*100.0%*	*100.0%*	*31*	*100.0%*	*100.0%*	*$6,202*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	31	88.6%	$629	29.3%													
		$100,001 - $250,000	1	2.9%	$131	6.1%													
		$250,001 - $1 Million	3	8.6%	$1,389	64.6%													
		Total	*35*	*100.0%*	*$2,149*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	2	100.0%	$30	100.0%	99.4%	2	100.0%	47.8%	$30	100.0%	34.5%	0	0.0%	44.7%	$0	0.0%	81.0%
		Over $1 Million	0	0.0%	$0	0.0%	0.6%	0	0.0%					0	0.0%				
		Total Rev. available	2	100.0%	$30	100.0%	100.0%	2	100.0%					0	0.0%				
		Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total	*2*	*100.0%*	*$30*	*100.0%*	*100.0%*	*2*	*100.0%*					*0*	*0.0%*				
	Loan Size	$100,000 or Less	2	100.0%	$30	100.0%		2	100.0%	95.7%	$30	100.0%	54.6%	0	0.0%	97.4%	$0	0.0%	53.7%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	2.2%	$0	0.0%	20.8%	0	0.0%	0.0%	$0	0.0%	0.0%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	2.2%	$0	0.0%	24.7%	0	0.0%	2.6%	$0	0.0%	46.3%
		Total	*2*	*100.0%*	*$30*	*100.0%*		*2*	*100.0%*	*100.0%*	*$30*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	2	100.0%	$30	100.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*2*	*100.0%*	*$30*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: Multi Louisville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	48	2.6%	$4,755	1.5%	4.7%	11	1.6%	2.1%	$1,106	0.9%	1.2%	21	2.5%	2.0%	$1,645	1.2%	1.2%
	Moderate	254	13.8%	$26,247	8.5%	13.8%	88	12.8%	12.2%	$8,371	7.0%	8.1%	118	14.2%	11.6%	$12,915	9.4%	7.8%
	Middle	702	38.2%	$87,351	28.4%	45.0%	260	37.7%	43.7%	$32,743	27.5%	35.3%	322	38.7%	44.4%	$41,009	30.0%	35.6%
	Upper	832	45.3%	$189,185	61.5%	36.6%	331	48.0%	42.0%	$76,973	64.6%	55.5%	371	44.6%	42.0%	$81,272	59.4%	55.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,836*	*100.0%*	*$307,538*	*100.0%*	*100.0%*	*690*	*100.0%*	*100.0%*	*$119,193*	*100.0%*	*100.0%*	*832*	*100.0%*	*100.0%*	*$136,841*	*100.0%*	*100.0%*
REFINANCE	Low	71	4.1%	$4,099	1.7%	4.7%	39	7.5%	3.7%	$1,989	2.9%	2.1%	22	2.6%	2.4%	$1,545	1.3%	1.4%
	Moderate	235	13.7%	$20,455	8.6%	13.8%	61	11.8%	12.1%	$4,988	7.2%	8.1%	119	14.3%	10.6%	$9,688	8.2%	6.7%
	Middle	730	42.5%	$76,816	32.3%	45.0%	213	41.0%	44.8%	$22,511	32.3%	36.4%	351	42.1%	42.9%	$38,496	32.7%	34.2%
	Upper	681	39.7%	$136,200	57.3%	36.6%	206	39.7%	39.5%	$40,202	57.7%	53.5%	342	41.0%	44.1%	$67,919	57.7%	57.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,717*	*100.0%*	*$237,570*	*100.0%*	*100.0%*	*519*	*100.0%*	*100.0%*	*$69,690*	*100.0%*	*100.0%*	*834*	*100.0%*	*100.0%*	*$117,648*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	1.9%	$183	1.4%	4.7%	2	4.3%	3.2%	$109	3.3%	1.9%	1	1.3%	4.5%	$74	1.2%	2.6%
	Moderate	29	18.4%	$1,624	12.4%	13.8%	5	10.6%	15.4%	$184	5.5%	9.1%	18	23.4%	13.1%	$1,108	18.4%	8.5%
	Middle	64	40.5%	$3,964	30.3%	45.0%	20	42.6%	44.6%	$991	29.6%	37.2%	30	39.0%	43.0%	$1,844	30.6%	32.8%
	Upper	62	39.2%	$7,325	55.9%	36.6%	20	42.6%	36.8%	$2,065	61.7%	51.8%	28	36.4%	39.4%	$3,000	49.8%	56.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*158*	*100.0%*	*$13,096*	*100.0%*	*100.0%*	*47*	*100.0%*	*100.0%*	*$3,349*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$6,026*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	19.2%	0	0.0%	12.5%	$0	0.0%	4.1%	0	0.0%	14.7%	$0	0.0%	4.3%
	Moderate	0	0.0%	$0	0.0%	23.1%	0	0.0%	30.5%	$0	0.0%	31.1%	0	0.0%	30.0%	$0	0.0%	35.7%
	Middle	0	0.0%	$0	0.0%	36.0%	0	0.0%	36.7%	$0	0.0%	23.8%	0	0.0%	40.0%	$0	0.0%	32.8%
	Upper	0	0.0%	$0	0.0%	21.7%	0	0.0%	20.3%	$0	0.0%	41.0%	0	0.0%	15.3%	$0	0.0%	27.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	122	3.3%	$9,037	1.6%	4.7%	52	4.1%	2.7%	$3,204	1.7%	1.6%	44	2.5%	2.3%	$3,264	1.3%	1.5%
	Moderate	518	14.0%	$48,326	8.7%	13.8%	154	12.3%	12.4%	$13,543	7.0%	9.3%	255	14.6%	11.3%	$23,711	9.1%	9.3%
	Middle	1,496	40.3%	$168,131	30.1%	45.0%	493	39.3%	44.1%	$56,245	29.3%	35.1%	703	40.3%	43.7%	$81,349	31.2%	34.9%
	Upper	1,575	42.4%	$332,710	59.6%	36.6%	557	44.3%	40.8%	$119,240	62.0%	54.0%	741	42.5%	42.6%	$152,191	58.4%	54.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3,711*	*100.0%*	*$558,204*	*100.0%*	*100.0%*	*1,256*	*100.0%*	*100.0%*	*$192,232*	*100.0%*	*100.0%*	*1,743*	*100.0%*	*100.0%*	*$260,515*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: Multi Louisville

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	338	18.4%	$30,733	10.0%	21.0%	80	11.6%	10.5%	$6,686	5.6%	5.7%	172	20.7%	10.4%	$16,092	11.8%	5.5%
	Moderate	450	24.5%	$51,485	16.7%	17.4%	183	26.5%	22.2%	$20,706	17.4%	16.0%	197	23.7%	22.7%	$22,848	16.7%	16.2%
	Middle	347	18.9%	$52,022	16.9%	20.7%	141	20.4%	20.6%	$21,187	17.8%	19.4%	157	18.9%	20.1%	$23,370	17.1%	19.0%
	Upper	639	34.8%	$160,885	52.3%	40.8%	270	39.1%	30.7%	$67,265	56.4%	44.4%	276	33.2%	30.9%	$68,370	50.0%	44.7%
	Unknown	62	3.4%	$12,413	4.0%	0.0%	16	2.3%	16.1%	$3,349	2.8%	14.5%	30	3.6%	15.9%	$6,161	4.5%	14.6%
	Total	*1,836*	*100.0%*	*$307,538*	*100.0%*	*100.0%*	*690*	*100.0%*	*100.0%*	*$119,193*	*100.0%*	*100.0%*	*832*	*100.0%*	*100.0%*	*$136,841*	*100.0%*	*100.0%*
REFINANCE	Low	260	15.1%	$20,359	8.6%	21.0%	65	12.5%	9.4%	$4,572	6.6%	5.1%	115	13.8%	7.0%	$9,912	8.4%	3.6%
	Moderate	389	22.7%	$37,679	15.9%	17.4%	112	21.6%	16.6%	$10,703	15.4%	11.4%	206	24.7%	15.7%	$20,161	17.1%	10.4%
	Middle	436	25.4%	$48,100	20.2%	20.7%	152	29.3%	20.3%	$15,853	22.7%	16.8%	191	22.9%	18.8%	$22,464	19.1%	15.9%
	Upper	576	33.5%	$122,407	51.5%	40.8%	175	33.7%	32.0%	$36,987	53.1%	44.2%	287	34.4%	34.0%	$58,442	49.7%	45.4%
	Unknown	56	3.3%	$9,025	3.8%	0.0%	15	2.9%	21.7%	$1,575	2.3%	22.4%	35	4.2%	24.5%	$6,669	5.7%	24.7%
	Total	*1,717*	*100.0%*	*$237,570*	*100.0%*	*100.0%*	*519*	*100.0%*	*100.0%*	*$69,690*	*100.0%*	*100.0%*	*834*	*100.0%*	*100.0%*	*$117,648*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	29	18.4%	$1,604	12.2%	21.0%	9	19.1%	11.7%	$290	8.7%	11.1%	15	19.5%	10.6%	$1,059	17.6%	4.7%
	Moderate	43	27.2%	$2,615	20.0%	17.4%	14	29.8%	19.2%	$875	26.1%	13.3%	22	28.6%	21.1%	$1,199	19.9%	13.3%
	Middle	36	22.8%	$2,883	22.0%	20.7%	15	31.9%	21.7%	$1,134	33.9%	17.2%	15	19.5%	21.7%	$1,205	20.0%	18.1%
	Upper	50	31.6%	$5,994	45.8%	40.8%	9	19.1%	37.1%	$1,050	31.4%	46.6%	25	32.5%	40.9%	$2,563	42.5%	55.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	10.4%	$0	0.0%	11.9%	0	0.0%	5.7%	$0	0.0%	8.2%
	Total	*158*	*100.0%*	*$13,096*	*100.0%*	*100.0%*	*47*	*100.0%*	*100.0%*	*$3,349*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$6,026*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	627	16.9%	$52,696	9.4%	21.0%	154	12.3%	10.1%	$11,548	6.0%	5.3%	302	17.3%	9.0%	$27,063	10.4%	4.4%
	Moderate	882	23.8%	$91,779	16.4%	17.4%	309	24.6%	20.0%	$32,284	16.8%	13.6%	425	24.4%	19.8%	$44,208	17.0%	13.0%
	Middle	819	22.1%	$103,005	18.5%	20.7%	308	24.5%	20.5%	$38,174	19.9%	17.5%	363	20.8%	19.5%	$47,039	18.1%	16.6%
	Upper	1,265	34.1%	$289,286	51.8%	40.8%	454	36.1%	31.3%	$105,302	54.8%	42.0%	588	33.7%	32.4%	$129,375	49.7%	42.1%
	Unknown	118	3.2%	$21,438	3.8%	0.0%	31	2.5%	18.2%	$4,924	2.6%	21.5%	65	3.7%	19.2%	$12,830	4.9%	23.9%
	Total	*3,711*	*100.0%*	*$558,204*	*100.0%*	*100.0%*	*1,256*	*100.0%*	*100.0%*	*$192,232*	*100.0%*	*100.0%*	*1,743*	*100.0%*	*100.0%*	*$260,515*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: Multi Louisville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	123	12.5%	$21,309	17.0%	9.3%	53	13.1%	8.7%	$9,776	17.8%	13.3%	44	11.6%	10.2%	$7,723	15.6%	13.1%
	Moderate	140	14.3%	$19,280	15.4%	14.7%	55	13.6%	15.8%	$8,689	15.8%	18.6%	57	15.0%	15.4%	$6,874	13.9%	17.8%
	Middle	273	27.8%	$37,926	30.3%	34.6%	110	27.2%	31.5%	$16,163	29.4%	29.4%	104	27.4%	31.0%	$16,155	32.7%	30.5%
	Upper	446	45.4%	$46,730	37.3%	41.3%	186	46.0%	42.4%	$20,406	37.1%	37.5%	175	46.1%	42.0%	$18,701	37.8%	37.7%
	Unknown	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.4%	$0	0.0%	1.0%	0	0.0%	0.4%	$0	0.0%	0.7%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.3%	0	0.0%	1.0%	$0	0.0%	0.2%
	Total	*982*	*100.0%*	*$125,245*	*100.0%*	*100.0%*	*404*	*100.0%*	*100.0%*	*$55,034*	*100.0%*	*100.0%*	*380*	*100.0%*	*100.0%*	*$49,453*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	1.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	5.3%	0	0.0%	2.4%	$0	0.0%	2.7%	0	0.0%	1.4%	$0	0.0%	3.5%
	Middle	1	16.7%	$80	25.8%	47.6%	0	0.0%	49.2%	$0	0.0%	51.9%	1	25.0%	49.0%	$80	38.3%	59.9%
	Upper	5	83.3%	$230	74.2%	45.4%	0	0.0%	47.6%	$0	0.0%	45.3%	3	75.0%	49.0%	$129	61.7%	36.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	0.2%	0	0.0%	0.7%	$0	0.0%	0.0%
	Total	*6*	*100.0%*	*$310*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$209*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: Multi Louisville

Product Type			Bank Lending & Demographic Data Comparison					Bank & Aggregate Lending Comparison											
			1/1/2014-6/30/2016					2014						2015					
			Bank				Total Businesses	Count			Dollar			Count			Dollar		
			Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	526	53.6%	$20,627	16.5%	91.5%	198	49.0%	42.9%	$10,621	19.3%	31.3%	204	53.7%	47.4%	$6,438	13.0%	31.8%
		Over $1 Million	255	26.0%	$79,015	63.1%	8.1%	108	26.7%					100	26.3%				
		Total Rev. available	781	79.6%	$99,642	79.6%	99.6%	306	75.7%					304	80.0%				
		Rev. Not Known	201	20.5%	$25,603	20.4%	0.4%	98	24.3%					76	20.0%				
		Total	*982*	*100.0%*	*$125,245*	*100.0%*	*100.0%*	*404*	*100.0%*					*380*	*100.0%*				
	Loan Size	$100,000 or Less	719	73.2%	$22,432	17.9%		285	70.5%	90.2%	$8,953	16.3%	30.9%	282	74.2%	90.7%	$8,892	18.0%	31.1%
		$100,001 - $250,000	108	11.0%	$18,075	14.4%		51	12.6%	4.9%	$8,421	15.3%	16.8%	38	10.0%	4.5%	$6,490	13.1%	15.9%
		$250,001 - $1 Million	155	15.8%	$84,738	67.7%		68	16.8%	4.9%	$37,660	68.4%	52.3%	60	15.8%	4.9%	$34,071	68.9%	53.0%
		Total	*982*	*100.0%*	*$125,245*	*100.0%*		*404*	*100.0%*	*100.0%*	*$55,034*	*100.0%*	*100.0%*	*380*	*100.0%*	*100.0%*	*$49,453*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	497	94.5%	$10,210	49.5%													
		$100,001 - $250,000	14	2.7%	$2,180	10.6%													
		$250,001 - $1 Million	15	2.9%	$8,237	39.9%													
		Total	*526*	*100.0%*	*$20,627*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	6	100.0%	$310	100.0%	99.4%	0	0.0%	23.8%	$0	0.0%	41.6%	4	100.0%	29.3%	$209	100.0%	35.2%
		Over $1 Million	0	0.0%	$0	0.0%	0.6%	0	0.0%					0	0.0%				
		Total Rev. available	6	100.0%	$310	100.0%	100.0%	0	0.0%					4	100.0%				
		Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total	*6*	*100.0%*	*$310*	*100.0%*	*100.0%*	*0*	*0.0%*					*4*	*100.0%*				
	Loan Size	$100,000 or Less	5	83.3%	$209	67.4%		0	0.0%	88.1%	$0	0.0%	31.9%	3	75.0%	89.1%	$108	51.7%	37.6%
		$100,001 - $250,000	1	16.7%	$101	32.6%		0	0.0%	7.1%	$0	0.0%	29.8%	1	25.0%	6.8%	$101	48.3%	29.0%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.8%	$0	0.0%	38.3%	0	0.0%	4.1%	$0	0.0%	33.4%
		Total	*6*	*100.0%*	*$310*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$209*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	5	83.3%	$209	67.4%													
		$100,001 - $250,000	1	16.7%	$101	32.6%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*6*	*100.0%*	*$310*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: Multi South Bend

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	2	0.7%	$244	0.6%	1.9%	2	1.4%	0.7%	$244	1.2%	0.4%	0	0.0%	0.6%	$0	0.0%	0.4%
	Moderate	52	18.1%	$4,993	12.1%	17.1%	25	17.6%	13.7%	$2,590	13.2%	8.9%	21	20.0%	13.6%	$2,028	12.8%	8.4%
	Middle	123	42.9%	$15,651	38.0%	47.9%	58	40.8%	46.1%	$6,971	35.5%	43.7%	47	44.8%	46.2%	$6,911	43.5%	44.4%
	Upper	110	38.3%	$20,290	49.3%	33.0%	57	40.1%	39.4%	$9,835	50.1%	46.9%	37	35.2%	39.6%	$6,949	43.7%	46.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*287*	*100.0%*	*$41,178*	*100.0%*	*100.0%*	*142*	*100.0%*	*100.0%*	*$19,640*	*100.0%*	*100.0%*	*105*	*100.0%*	*100.0%*	*$15,888*	*100.0%*	*100.0%*
REFINANCE	Low	4	0.9%	$188	0.4%	1.9%	2	1.1%	0.6%	$123	0.6%	0.3%	2	1.2%	0.5%	$65	0.3%	0.2%
	Moderate	60	14.0%	$4,827	9.4%	17.1%	23	12.9%	13.6%	$1,986	9.5%	8.8%	19	11.5%	11.3%	$1,500	7.0%	6.9%
	Middle	237	55.4%	$28,929	56.6%	47.9%	106	59.6%	47.7%	$13,282	63.7%	46.7%	88	53.3%	47.7%	$11,343	52.7%	47.9%
	Upper	127	29.7%	$17,142	33.6%	33.0%	47	26.4%	38.2%	$5,465	26.2%	44.2%	56	33.9%	40.5%	$8,624	40.1%	45.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*428*	*100.0%*	*$51,086*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$20,856*	*100.0%*	*100.0%*	*165*	*100.0%*	*100.0%*	*$21,532*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.9%	0	0.0%	1.3%	$0	0.0%	0.9%	0	0.0%	1.4%	$0	0.0%	0.7%
	Moderate	8	12.9%	$394	10.8%	17.1%	2	7.7%	13.2%	$77	5.7%	7.9%	5	20.8%	15.9%	$220	15.9%	8.3%
	Middle	40	64.5%	$2,061	56.4%	47.9%	20	76.9%	45.1%	$1,121	83.0%	40.7%	13	54.2%	45.5%	$640	46.4%	45.5%
	Upper	14	22.6%	$1,201	32.9%	33.0%	4	15.4%	40.4%	$152	11.3%	50.5%	6	25.0%	37.2%	$520	37.7%	45.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*62*	*100.0%*	*$3,656*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$1,350*	*100.0%*	*100.0%*	*24*	*100.0%*	*100.0%*	*$1,380*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	8.1%	0	0.0%	2.3%	$0	0.0%	0.6%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	35.6%	0	0.0%	41.9%	$0	0.0%	59.6%	0	0.0%	34.8%	$0	0.0%	34.1%
	Middle	0	0.0%	$0	0.0%	43.3%	0	0.0%	41.9%	$0	0.0%	22.0%	0	0.0%	30.4%	$0	0.0%	12.8%
	Upper	0	0.0%	$0	0.0%	13.0%	0	0.0%	14.0%	$0	0.0%	17.8%	0	0.0%	34.8%	$0	0.0%	53.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	6	0.8%	$432	0.5%	1.9%	4	1.2%	0.7%	$367	0.9%	0.4%	2	0.7%	0.6%	$65	0.2%	0.3%
	Moderate	120	15.4%	$10,214	10.6%	17.1%	50	14.5%	13.7%	$4,653	11.1%	11.6%	45	15.3%	12.9%	$3,748	9.7%	9.4%
	Middle	400	51.5%	$46,641	48.6%	47.9%	184	53.2%	46.6%	$21,374	51.1%	43.5%	148	50.3%	46.7%	$18,894	48.7%	43.8%
	Upper	251	32.3%	$38,633	40.3%	33.0%	108	31.2%	39.0%	$15,452	36.9%	44.5%	99	33.7%	39.8%	$16,093	41.5%	46.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*777*	*100.0%*	*$95,920*	*100.0%*	*100.0%*	*346*	*100.0%*	*100.0%*	*$41,846*	*100.0%*	*100.0%*	*294*	*100.0%*	*100.0%*	*$38,800*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: Multi South Bend

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	39	13.6%	$2,510	6.1%	20.0%	16	11.3%	7.8%	$1,027	5.2%	3.9%	16	15.2%	7.4%	$1,135	7.1%	3.6%
	Moderate	62	21.6%	$5,478	13.3%	18.6%	34	23.9%	22.3%	$2,879	14.7%	15.2%	21	20.0%	21.7%	$2,034	12.8%	14.4%
	Middle	61	21.3%	$7,697	18.7%	21.2%	28	19.7%	21.1%	$3,183	16.2%	19.1%	25	23.8%	22.8%	$3,601	22.7%	19.7%
	Upper	110	38.3%	$22,341	54.3%	40.2%	53	37.3%	32.9%	$10,431	53.1%	48.7%	40	38.1%	33.6%	$8,158	51.3%	49.6%
	Unknown	15	5.2%	$3,152	7.7%	0.0%	11	7.7%	15.9%	$2,120	10.8%	13.1%	3	2.9%	14.5%	$960	6.0%	12.7%
	Total	*287*	*100.0%*	*$41,178*	*100.0%*	*100.0%*	*142*	*100.0%*	*100.0%*	*$19,640*	*100.0%*	*100.0%*	*105*	*100.0%*	*100.0%*	*$15,888*	*100.0%*	*100.0%*
REFINANCE	Low	50	11.7%	$3,326	6.5%	20.0%	20	11.2%	7.4%	$1,353	6.5%	3.9%	15	9.1%	5.8%	$877	4.1%	2.8%
	Moderate	86	20.1%	$7,729	15.1%	18.6%	35	19.7%	15.9%	$3,103	14.9%	10.3%	35	21.2%	15.1%	$3,414	15.9%	9.1%
	Middle	109	25.5%	$10,183	19.9%	21.2%	48	27.0%	20.7%	$4,784	22.9%	16.7%	35	21.2%	20.5%	$3,202	14.9%	15.7%
	Upper	171	40.0%	$28,819	56.4%	40.2%	71	39.9%	37.4%	$11,352	54.4%	49.3%	73	44.2%	39.8%	$13,415	62.3%	53.9%
	Unknown	12	2.8%	$1,029	2.0%	0.0%	4	2.2%	18.6%	$264	1.3%	19.8%	7	4.2%	18.7%	$624	2.9%	18.4%
	Total	*428*	*100.0%*	*$51,086*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$20,856*	*100.0%*	*100.0%*	*165*	*100.0%*	*100.0%*	*$21,532*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	4	6.5%	$169	4.6%	20.0%	1	3.8%	8.7%	$3	0.2%	5.0%	1	4.2%	10.8%	$58	4.2%	4.1%
	Moderate	20	32.3%	$957	26.2%	18.6%	10	38.5%	18.5%	$616	45.6%	14.8%	8	33.3%	20.0%	$332	24.1%	13.5%
	Middle	13	21.0%	$682	18.7%	21.2%	5	19.2%	24.1%	$195	14.4%	18.8%	6	25.0%	22.7%	$312	22.6%	17.8%
	Upper	23	37.1%	$1,769	48.4%	40.2%	9	34.6%	40.8%	$531	39.3%	58.6%	8	33.3%	40.4%	$604	43.8%	58.7%
	Unknown	2	3.2%	$79	2.2%	0.0%	1	3.8%	7.9%	$5	0.4%	2.7%	1	4.2%	6.2%	$74	5.4%	5.9%
	Total	*62*	*100.0%*	*$3,656*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$1,350*	*100.0%*	*100.0%*	*24*	*100.0%*	*100.0%*	*$1,380*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	20.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	93	12.0%	$6,005	6.3%	20.0%	37	10.7%	7.7%	$2,383	5.7%	3.7%	32	10.9%	6.9%	$2,070	5.3%	3.1%
	Moderate	168	21.6%	$14,164	14.8%	18.6%	79	22.8%	19.7%	$6,598	15.8%	12.7%	64	21.8%	19.1%	$5,780	14.9%	11.5%
	Middle	183	23.6%	$18,562	19.4%	21.2%	81	23.4%	21.1%	$8,162	19.5%	17.3%	66	22.4%	21.9%	$7,115	18.3%	17.0%
	Upper	304	39.1%	$52,929	55.2%	40.2%	133	38.4%	35.0%	$22,314	53.3%	46.5%	121	41.2%	36.3%	$22,177	57.2%	48.5%
	Unknown	29	3.7%	$4,260	4.4%	0.0%	16	4.6%	16.5%	$2,389	5.7%	19.8%	11	3.7%	15.8%	$1,658	4.3%	19.9%
	Total	*777*	*100.0%*	*$95,920*	*100.0%*	*100.0%*	*346*	*100.0%*	*100.0%*	*$41,846*	*100.0%*	*100.0%*	*294*	*100.0%*	*100.0%*	*$38,800*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: Multi South Bend

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	27	6.5%	$7,659	12.0%	5.2%	12	6.6%	5.2%	$2,401	9.3%	6.7%	8	4.8%	5.1%	$2,063	8.2%	6.5%
	Moderate	64	15.4%	$10,860	17.0%	17.9%	24	13.1%	16.7%	$4,228	16.4%	18.2%	29	17.5%	18.0%	$5,536	21.9%	19.4%
	Middle	213	51.2%	$27,266	42.8%	44.8%	99	54.1%	44.0%	$12,953	50.4%	44.8%	84	50.6%	43.5%	$9,842	39.0%	44.9%
	Upper	112	26.9%	$17,934	28.1%	32.0%	48	26.2%	32.1%	$6,124	23.8%	29.4%	45	27.1%	31.6%	$7,820	31.0%	28.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.9%	$0	0.0%	0.8%	0	0.0%	1.8%	$0	0.0%	0.6%
	Total	*416*	*100.0%*	*$63,719*	*100.0%*	*100.0%*	*183*	*100.0%*	*100.0%*	*$25,706*	*100.0%*	*100.0%*	*166*	*100.0%*	*100.0%*	*$25,261*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	2	5.9%	$434	11.3%	5.7%	0	0.0%	0.8%	$0	0.0%	0.1%	1	7.7%	3.8%	$25	2.2%	2.2%
	Middle	28	82.4%	$3,008	78.1%	57.2%	10	83.3%	56.7%	$1,070	84.3%	54.9%	10	76.9%	57.0%	$905	79.4%	55.6%
	Upper	4	11.8%	$410	10.6%	36.8%	2	16.7%	40.6%	$200	15.7%	44.5%	2	15.4%	38.5%	$210	18.4%	41.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.9%	$0	0.0%	0.4%	0	0.0%	0.8%	$0	0.0%	0.3%
	Total	*34*	*100.0%*	*$3,852*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$1,270*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,140*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: Multi South Bend

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	191	45.9%	$9,819	15.4%	90.3%	78	42.6%	42.1%	$3,536	13.8%	31.7%	83	50.0%	45.1%	$4,665	18.5%	31.0%
		Over $1 Million	121	29.1%	$44,195	69.4%	9.0%	43	23.5%					52	31.3%				
		Total Rev. available	312	75.0%	$54,014	84.8%	99.3%	121	66.1%					135	81.3%				
		Rev. Not Known	104	25.0%	$9,705	15.2%	0.6%	62	33.9%					31	18.7%				
		Total	*416*	*100.0%*	*$63,719*	*100.0%*	*100.0%*	*183*	*100.0%*					*166*	*100.0%*				
	Loan Size	$100,000 or Less	285	68.5%	$8,983	14.1%		129	70.5%	85.9%	$3,761	14.6%	22.3%	115	69.3%	86.3%	$3,690	14.6%	23.3%
		$100,001 - $250,000	50	12.0%	$8,855	13.9%		22	12.0%	6.3%	$3,826	14.9%	16.1%	20	12.0%	6.2%	$3,529	14.0%	16.2%
		$250,001 - $1 Million	81	19.5%	$45,881	72.0%		32	17.5%	7.8%	$18,119	70.5%	61.6%	31	18.7%	7.5%	$18,042	71.4%	60.4%
		Total	*416*	*100.0%*	*$63,719*	*100.0%*		*183*	*100.0%*	*100.0%*	*$25,706*	*100.0%*	*100.0%*	*166*	*100.0%*	*100.0%*	*$25,261*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	170	89.0%	$3,491	35.6%													
		$100,001 - $250,000	11	5.8%	$2,062	21.0%													
		$250,001 - $1 Million	10	5.2%	$4,266	43.4%													
		Total	*191*	*100.0%*	*$9,819*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	17	50.0%	$1,003	26.0%	97.7%	5	41.7%	61.3%	$235	18.5%	68.7%	7	53.8%	60.0%	$485	42.5%	61.1%
		Over $1 Million	3	8.8%	$390	10.1%	2.3%	1	8.3%					2	15.4%				
		Total Rev. available	20	58.8%	$1,393	36.1%	100.0%	6	50.0%					9	69.2%				
		Not Known	14	41.2%	$2,459	63.8%	0.0%	6	50.0%					4	30.8%				
		Total	*34*	*100.0%*	*$3,852*	*100.0%*	*100.0%*	*12*	*100.0%*					*13*	*100.0%*				
	Loan Size	$100,000 or Less	20	58.8%	$818	21.2%		7	58.3%	70.5%	$270	21.3%	22.0%	9	69.2%	68.7%	$390	34.2%	22.5%
		$100,001 - $250,000	12	35.3%	$2,275	59.1%		5	41.7%	21.1%	$1,000	78.7%	42.8%	4	30.8%	21.9%	$750	65.8%	41.5%
		$250,001 - $500,000	2	5.9%	$759	19.7%		0	0.0%	8.4%	$0	0.0%	35.2%	0	0.0%	9.4%	$0	0.0%	35.9%
		Total	*34*	*100.0%*	*$3,852*	*100.0%*		*12*	*100.0%*	*100.0%*	*$1,270*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,140*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	13	76.5%	$378	37.7%													
		$100,001 - $250,000	4	23.5%	$625	62.3%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*17*	*100.0%*	*$1,003*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: FL Orlando

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Owner Occupied Units	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	12	1.0%	$1,707	0.8%	0.7%	1	0.3%	0.3%	$218	0.4%	0.2%	7	1.3%	0.3%	$1,003	1.1%	0.2%
	Moderate	268	22.5%	$34,200	15.9%	18.8%	47	14.6%	13.9%	$5,892	9.5%	9.7%	148	26.4%	14.4%	$19,039	20.1%	10.4%
	Middle	511	42.9%	$80,230	37.2%	46.3%	142	44.0%	46.4%	$22,939	37.1%	39.6%	229	40.9%	46.0%	$34,094	36.1%	40.2%
	Upper	399	33.5%	$99,437	46.1%	34.2%	133	41.2%	39.4%	$32,755	53.0%	50.6%	176	31.4%	39.3%	$40,407	42.7%	49.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,190*	*100.0%*	*$215,574*	*100.0%*	*100.0%*	*323*	*100.0%*	*100.0%*	*$61,804*	*100.0%*	*100.0%*	*560*	*100.0%*	*100.0%*	*$94,543*	*100.0%*	*100.0%*
REFINANCE	Low	5	0.8%	$654	0.6%	0.7%	1	0.5%	0.4%	$233	0.7%	0.3%	2	0.6%	0.4%	$182	0.3%	0.2%
	Moderate	125	18.9%	$14,447	12.7%	18.8%	17	9.3%	13.7%	$2,109	6.6%	9.7%	68	21.3%	12.7%	$6,905	12.9%	8.7%
	Middle	292	44.1%	$38,565	33.9%	46.3%	96	52.7%	44.1%	$12,885	40.3%	37.9%	132	41.3%	43.2%	$18,244	34.1%	37.1%
	Upper	240	36.3%	$60,155	52.9%	34.2%	68	37.4%	41.8%	$16,719	52.3%	52.1%	118	36.9%	43.8%	$28,107	52.6%	54.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*662*	*100.0%*	*$113,821*	*100.0%*	*100.0%*	*182*	*100.0%*	*100.0%*	*$31,946*	*100.0%*	*100.0%*	*320*	*100.0%*	*100.0%*	*$53,438*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	2.4%	$198	2.2%	0.7%	1	3.8%	0.8%	$60	2.5%	0.2%	1	2.2%	0.8%	$138	2.5%	0.6%
	Moderate	18	21.4%	$1,624	18.2%	18.8%	4	15.4%	16.2%	$250	10.4%	7.7%	13	28.9%	16.6%	$1,357	24.9%	9.4%
	Middle	40	47.6%	$3,596	40.2%	46.3%	15	57.7%	46.2%	$1,236	51.4%	36.4%	19	42.2%	42.9%	$1,873	34.4%	34.0%
	Upper	24	28.6%	$3,522	39.4%	34.2%	6	23.1%	36.7%	$861	35.8%	55.7%	12	26.7%	39.7%	$2,077	38.1%	56.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*84*	*100.0%*	*$8,940*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$2,407*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$5,445*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	2.9%	0	0.0%	6.3%	$0	0.0%	7.6%	0	0.0%	5.0%	$0	0.0%	3.1%
	Moderate	0	0.0%	$0	0.0%	39.1%	0	0.0%	42.0%	$0	0.0%	36.5%	0	0.0%	46.0%	$0	0.0%	39.1%
	Middle	0	0.0%	$0	0.0%	38.9%	0	0.0%	34.8%	$0	0.0%	38.8%	0	0.0%	27.3%	$0	0.0%	33.9%
	Upper	0	0.0%	$0	0.0%	19.2%	0	0.0%	17.0%	$0	0.0%	17.1%	0	0.0%	21.6%	$0	0.0%	24.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	19	1.0%	$2,559	0.8%	0.7%	3	0.6%	0.3%	$511	0.5%	0.9%	10	1.1%	0.3%	$1,323	0.9%	0.5%
	Moderate	411	21.2%	$50,271	14.9%	18.8%	68	12.8%	14.0%	$8,251	8.6%	12.2%	229	24.8%	14.0%	$27,301	17.8%	12.5%
	Middle	843	43.5%	$122,391	36.2%	46.3%	253	47.6%	45.7%	$37,060	38.5%	39.1%	380	41.1%	45.0%	$54,211	35.3%	38.7%
	Upper	663	34.2%	$163,114	48.2%	34.2%	207	39.0%	40.0%	$50,335	52.3%	47.8%	306	33.1%	40.7%	$70,591	46.0%	48.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,936*	*100.0%*	*$338,335*	*100.0%*	*100.0%*	*531*	*100.0%*	*100.0%*	*$96,157*	*100.0%*	*100.0%*	*925*	*100.0%*	*100.0%*	*$153,426*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: FL Orlando

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison					Bank & Aggregate Lending Comparison											
		1/1/2014-6/30/2016					2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	195	16.4%	$18,973	8.8%	20.1%	16	5.0%	3.4%	$1,350	2.2%	1.5%	119	21.3%	3.9%	$11,333	12.0%	1.8%
	Moderate	227	19.1%	$28,057	13.0%	18.5%	44	13.6%	14.1%	$4,991	8.1%	8.6%	118	21.1%	15.6%	$14,978	15.8%	10.2%
	Middle	192	16.1%	$29,134	13.5%	21.0%	61	18.9%	19.5%	$9,053	14.6%	15.8%	74	13.2%	20.3%	$11,402	12.1%	17.1%
	Upper	413	34.7%	$109,016	50.6%	40.5%	149	46.1%	46.1%	$36,073	58.4%	59.0%	150	26.8%	44.1%	$38,512	40.7%	56.1%
	Unknown	163	13.7%	$30,394	14.1%	0.0%	53	16.4%	16.8%	$10,337	16.7%	15.2%	99	17.7%	16.1%	$18,318	19.4%	14.8%
	Total	*1,190*	*100.0%*	*$215,574*	*100.0%*	*100.0%*	*323*	*100.0%*	*100.0%*	*$61,804*	*100.0%*	*100.0%*	*560*	*100.0%*	*100.0%*	*$94,543*	*100.0%*	*100.0%*
REFINANCE	Low	111	16.8%	$9,343	8.2%	20.1%	11	6.0%	6.2%	$780	2.4%	3.3%	64	20.0%	4.9%	$5,740	10.7%	2.6%
	Moderate	119	18.0%	$13,343	11.7%	18.5%	25	13.7%	11.8%	$2,536	7.9%	7.6%	69	21.6%	11.2%	$7,908	14.8%	7.1%
	Middle	118	17.8%	$14,616	12.8%	21.0%	38	20.9%	18.1%	$4,458	14.0%	14.2%	57	17.8%	16.4%	$7,130	13.3%	13.0%
	Upper	273	41.2%	$69,534	61.1%	40.5%	94	51.6%	43.9%	$21,742	68.1%	53.8%	110	34.4%	42.3%	$29,094	54.4%	51.9%
	Unknown	41	6.2%	$6,985	6.1%	0.0%	14	7.7%	20.0%	$2,430	7.6%	21.2%	20	6.3%	25.1%	$3,566	6.7%	25.4%
	Total	*662*	*100.0%*	*$113,821*	*100.0%*	*100.0%*	*182*	*100.0%*	*100.0%*	*$31,946*	*100.0%*	*100.0%*	*320*	*100.0%*	*100.0%*	*$53,438*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	12	14.3%	$952	10.6%	20.1%	1	3.8%	8.8%	$36	1.5%	2.2%	11	24.4%	8.1%	$916	16.8%	2.3%
	Moderate	20	23.8%	$1,608	18.0%	18.5%	8	30.8%	16.7%	$545	22.6%	8.5%	7	15.6%	15.8%	$766	14.1%	7.9%
	Middle	22	26.2%	$2,428	27.2%	21.0%	9	34.6%	20.9%	$897	37.3%	18.3%	9	20.0%	19.2%	$1,122	20.6%	16.1%
	Upper	29	34.5%	$3,688	41.3%	40.5%	7	26.9%	46.3%	$665	27.6%	64.5%	18	40.0%	52.0%	$2,641	48.5%	65.2%
	Unknown	1	1.2%	$264	3.0%	0.0%	1	3.8%	7.3%	$264	11.0%	6.6%	0	0.0%	5.0%	$0	0.0%	8.6%
	Total	*84*	*100.0%*	*$8,940*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$2,407*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$5,445*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	20.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	318	16.4%	$29,268	8.7%	20.1%	28	5.3%	4.4%	$2,166	2.3%	1.8%	194	21.0%	4.4%	$17,989	11.7%	1.9%
	Moderate	366	18.9%	$43,008	12.7%	18.5%	77	14.5%	13.5%	$8,072	8.4%	7.5%	194	21.0%	14.2%	$23,652	15.4%	8.4%
	Middle	332	17.1%	$46,178	13.6%	21.0%	108	20.3%	19.1%	$14,408	15.0%	13.9%	140	15.1%	19.0%	$19,654	12.8%	14.4%
	Upper	715	36.9%	$182,238	53.9%	40.5%	250	47.1%	45.4%	$58,480	60.8%	52.1%	278	30.1%	43.8%	$70,247	45.8%	50.0%
	Unknown	205	10.6%	$37,643	11.1%	0.0%	68	12.8%	17.5%	$13,031	13.6%	24.7%	119	12.9%	18.6%	$21,884	14.3%	25.4%
	Total	*1,936*	*100.0%*	*$338,335*	*100.0%*	*100.0%*	*531*	*100.0%*	*100.0%*	*$96,157*	*100.0%*	*100.0%*	*925*	*100.0%*	*100.0%*	*$153,426*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: FL Orlando

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	23	2.2%	$2,311	2.0%	1.1%	9	2.4%	1.1%	$1,046	2.2%	1.6%	10	2.3%	1.2%	$820	1.8%	1.3%
	Moderate	280	27.0%	$46,991	40.8%	21.8%	111	29.1%	21.3%	$18,791	39.0%	25.2%	111	25.9%	20.7%	$19,373	42.9%	26.0%
	Middle	364	35.1%	$34,198	29.7%	40.5%	128	33.6%	37.6%	$12,632	26.2%	36.7%	149	34.7%	37.8%	$11,776	26.1%	35.5%
	Upper	369	35.6%	$31,790	27.6%	36.6%	133	34.9%	38.7%	$15,678	32.6%	35.6%	159	37.1%	39.3%	$13,159	29.2%	36.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.9%	0	0.0%	1.0%	$0	0.0%	0.8%
	Total	*1,036*	*100.0%*	*$115,290*	*100.0%*	*100.0%*	*381*	*100.0%*	*100.0%*	*$48,147*	*100.0%*	*100.0%*	*429*	*100.0%*	*100.0%*	*$45,128*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.7%	$0	0.0%	0.2%
	Moderate	0	0.0%	$0	0.0%	11.5%	0	0.0%	13.1%	$0	0.0%	6.4%	0	0.0%	8.1%	$0	0.0%	5.5%
	Middle	2	66.7%	$10	11.8%	51.3%	0	0.0%	43.4%	$0	0.0%	45.0%	2	100.0%	50.7%	$10	100.0%	46.4%
	Upper	1	33.3%	$75	88.2%	36.7%	1	100.0%	40.2%	$75	100.0%	45.6%	0	0.0%	37.2%	$0	0.0%	45.7%
	Unknown	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.3%	$0	0.0%	3.0%	0	0.0%	3.4%	$0	0.0%	2.3%
	Total	*3*	*100.0%*	*$85*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$75*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: FL Orlando

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016: Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Total Businesses %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $ 000s	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $ 000s	2015 Dollar Bank $ %	2015 Dollar Agg $ %
Small Business	Revenue	$1 Million or Less	622	60.0%	$24,744	21.5%	95.1%	203	53.3%	48.8%	$8,790	18.3%	34.0%	258	60.1%	54.9%	$10,108	22.4%	37.5%
Small Business	Revenue	Over $1 Million	226	21.8%	$70,378	61.0%	4.8%	90	23.6%					89	20.7%				
Small Business	Revenue	*Total Rev. available*	848	81.8%	$95,122	82.5%	99.9%	293	76.9%					347	80.8%				
Small Business	Revenue	Rev. Not Known	188	18.1%	$20,168	17.5%	0.1%	88	23.1%					82	19.1%				
Small Business	Revenue	Total	*1,036*	*100.0%*	*$115,290*	*100.0%*	*100.0%*	*381*	*100.0%*					*429*	*100.0%*				
Small Business	Loan Size	$100,000 or Less	811	78.3%	$22,426	19.5%		282	74.0%	95.7%	$8,161	17.0%	41.5%	344	80.2%	95.9%	$9,301	20.6%	43.2%
Small Business	Loan Size	$100,001 - $250,000	91	8.8%	$17,341	15.0%		37	9.7%	2.1%	$7,015	14.6%	13.9%	38	8.9%	2.0%	$7,017	15.5%	12.7%
Small Business	Loan Size	$250,001 - $1 Million	134	12.9%	$75,523	65.5%		62	16.3%	2.2%	$32,971	68.5%	44.6%	47	11.0%	2.2%	$28,810	63.8%	44.1%
Small Business	Loan Size	Total	*1,036*	*100.0%*	*$115,290*	*100.0%*		*381*	*100.0%*	*100.0%*	*$48,147*	*100.0%*	*100.0%*	*429*	*100.0%*	*100.0%*	*$45,128*	*100.0%*	*100.0%*
Small Business	Loan Size & Rev $1 Mill or Less	$100,000 or Less	582	93.6%	$10,519	42.5%													
Small Business	Loan Size & Rev $1 Mill or Less	$100,001 - $250,000	17	2.7%	$2,843	11.5%													
Small Business	Loan Size & Rev $1 Mill or Less	$250,001 - $1 Million	23	3.7%	$11,382	46.0%													
Small Business	Loan Size & Rev $1 Mill or Less	*Total*	*622*	*100.0%*	*$24,744*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	2	66.7%	$10	11.8%	94.4%	0	0.0%	50.0%	$0	0.0%	25.5%	2	100.0%	60.8%	$10	100.0%	56.3%
Small Farm	Revenue	Over $1 Million	0	0.0%	$0	0.0%	5.6%	0	0.0%					0	0.0%				
Small Farm	Revenue	*Total Rev. available*	2	66.7%	$10	11.8%	100.0%	0	0.0%					2	100.0%				
Small Farm	Revenue	Not Known	1	33.3%	$75	88.2%	0.0%	1	100.0%					0	0.0%				
Small Farm	Revenue	Total	*3*	*100.0%*	*$85*	*100.0%*	*100.0%*	*1*	*100.0%*					*2*	*100.0%*				
Small Farm	Loan Size	$100,000 or Less	3	100.0%	$85	100.0%		1	100.0%	87.7%	$75	100.0%	33.4%	2	100.0%	84.5%	$10	100.0%	29.7%
Small Farm	Loan Size	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	7.4%	$0	0.0%	23.6%	0	0.0%	7.4%	$0	0.0%	18.6%
Small Farm	Loan Size	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.9%	$0	0.0%	43.0%	0	0.0%	8.1%	$0	0.0%	51.7%
Small Farm	Loan Size	Total	*3*	*100.0%*	*$85*	*100.0%*		*1*	*100.0%*	*100.0%*	*$75*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*
Small Farm	Loan Size & Rev $1 Mill or Less	$100,000 or Less	2	100.0%	$10	100.0%													
Small Farm	Loan Size & Rev $1 Mill or Less	$100,001 - $250,000	0	0.0%	$0	0.0%													
Small Farm	Loan Size & Rev $1 Mill or Less	$250,001 - $500,000	0	0.0%	$0	0.0%													
Small Farm	Loan Size & Rev $1 Mill or Less	*Total*	*2*	*100.0%*	*$10*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: FL Tampa

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	30	2.2%	$3,438	1.3%	1.9%	6	1.3%	1.0%	$820	0.9%	0.6%	18	3.0%	1.2%	$2,080	1.9%	0.8%
	Moderate	306	22.5%	$35,886	14.0%	21.4%	61	13.6%	13.5%	$6,849	7.7%	8.2%	170	28.0%	14.3%	$19,645	18.4%	9.0%
	Middle	478	35.2%	$73,530	28.6%	42.1%	153	34.2%	41.3%	$23,302	26.3%	34.3%	216	35.6%	41.0%	$31,146	29.1%	34.3%
	Upper	544	40.1%	$143,913	56.0%	34.6%	227	50.8%	44.2%	$57,629	65.0%	56.8%	203	33.4%	43.5%	$54,183	50.6%	55.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,358*	*100.0%*	*$256,767*	*100.0%*	*100.0%*	*447*	*100.0%*	*100.0%*	*$88,600*	*100.0%*	*100.0%*	*607*	*100.0%*	*100.0%*	*$107,054*	*100.0%*	*100.0%*
REFINANCE	Low	14	2.3%	$1,222	1.1%	1.9%	2	1.2%	1.4%	$111	0.4%	3.1%	6	2.1%	1.1%	$568	1.2%	0.6%
	Moderate	123	19.8%	$12,357	11.5%	21.4%	21	13.0%	13.5%	$1,900	6.5%	11.4%	57	19.7%	12.6%	$5,283	10.9%	8.1%
	Middle	232	37.4%	$30,232	28.1%	42.1%	65	40.1%	40.2%	$8,964	30.6%	32.9%	119	41.2%	39.6%	$14,977	30.9%	32.5%
	Upper	251	40.5%	$63,870	59.3%	34.6%	74	45.7%	44.9%	$18,294	62.5%	52.6%	107	37.0%	46.6%	$27,613	57.0%	58.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*620*	*100.0%*	*$107,681*	*100.0%*	*100.0%*	*162*	*100.0%*	*100.0%*	*$29,269*	*100.0%*	*100.0%*	*289*	*100.0%*	*100.0%*	*$48,441*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.9%	0	0.0%	1.4%	$0	0.0%	0.7%	0	0.0%	1.9%	$0	0.0%	0.9%
	Moderate	20	21.1%	$1,294	16.8%	21.4%	6	15.4%	19.0%	$235	7.5%	10.2%	11	29.7%	17.7%	$913	29.5%	8.1%
	Middle	38	40.0%	$2,869	37.3%	42.1%	17	43.6%	39.9%	$1,177	37.7%	33.2%	13	35.1%	40.4%	$1,129	36.5%	34.3%
	Upper	37	38.9%	$3,537	45.9%	34.6%	16	41.0%	39.8%	$1,710	54.8%	55.8%	13	35.1%	40.1%	$1,055	34.1%	56.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*95*	*100.0%*	*$7,700*	*100.0%*	*100.0%*	*39*	*100.0%*	*100.0%*	*$3,122*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,097*	*100.0%*	*100.0%*
						Multi-Family Units												
MULTI FAMILY	Low	0	0.0%	$0	0.0%	4.3%	0	0.0%	9.9%	$0	0.0%	5.1%	0	0.0%	6.1%	$0	0.0%	2.7%
	Moderate	0	0.0%	$0	0.0%	28.1%	0	0.0%	27.0%	$0	0.0%	29.6%	0	0.0%	27.2%	$0	0.0%	21.1%
	Middle	0	0.0%	$0	0.0%	37.2%	0	0.0%	31.6%	$0	0.0%	41.7%	0	0.0%	40.8%	$0	0.0%	37.6%
	Upper	0	0.0%	$0	0.0%	30.5%	0	0.0%	31.6%	$0	0.0%	23.6%	0	0.0%	25.8%	$0	0.0%	38.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	44	2.1%	$4,660	1.3%	1.9%	8	1.2%	1.1%	$931	0.8%	1.5%	24	2.6%	1.2%	$2,648	1.7%	0.9%
	Moderate	449	21.7%	$49,537	13.3%	21.4%	88	13.6%	13.8%	$8,984	7.4%	10.3%	238	25.5%	14.0%	$25,841	16.3%	9.8%
	Middle	748	36.1%	$106,631	28.7%	42.1%	235	36.3%	40.8%	$33,443	27.6%	34.3%	348	37.3%	40.5%	$47,252	29.8%	34.1%
	Upper	832	40.1%	$211,320	56.8%	34.6%	317	48.9%	44.2%	$77,633	64.2%	53.9%	323	34.6%	44.3%	$82,851	52.2%	55.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,073*	*100.0%*	*$372,148*	*100.0%*	*100.0%*	*648*	*100.0%*	*100.0%*	*$120,991*	*100.0%*	*100.0%*	*933*	*100.0%*	*100.0%*	*$158,592*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: FL Tampa

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	219	16.1%	$18,889	7.4%	20.6%	27	6.0%	4.0%	$1,940	2.2%	1.6%	136	22.4%	4.1%	$12,168	11.4%	1.7%
	Moderate	226	16.6%	$27,462	10.7%	18.2%	58	13.0%	14.5%	$6,973	7.9%	8.3%	129	21.3%	15.7%	$15,532	14.5%	9.4%
	Middle	251	18.5%	$36,502	14.2%	19.6%	93	20.8%	19.7%	$13,293	15.0%	15.5%	107	17.6%	19.4%	$15,540	14.5%	15.5%
	Upper	604	44.5%	$161,770	63.0%	41.6%	246	55.0%	46.4%	$60,926	68.8%	60.6%	207	34.1%	44.1%	$58,406	54.6%	58.4%
	Unknown	58	4.3%	$12,144	4.7%	0.0%	23	5.1%	15.4%	$5,468	6.2%	14.1%	28	4.6%	16.6%	$5,408	5.1%	15.0%
	Total	*1,358*	*100.0%*	*$256,767*	*100.0%*	*100.0%*	*447*	*100.0%*	*100.0%*	*$88,600*	*100.0%*	*100.0%*	*607*	*100.0%*	*100.0%*	*$107,054*	*100.0%*	*100.0%*
REFINANCE	Low	113	18.2%	$8,996	8.4%	20.6%	15	9.3%	6.0%	$1,253	4.3%	2.9%	66	22.8%	4.7%	$5,103	10.5%	2.2%
	Moderate	112	18.1%	$10,585	9.8%	18.2%	25	15.4%	11.3%	$2,122	7.2%	6.5%	60	20.8%	10.8%	$5,848	12.1%	6.4%
	Middle	107	17.3%	$14,150	13.1%	19.6%	28	17.3%	17.8%	$3,891	13.3%	12.6%	48	16.6%	16.2%	$5,817	12.0%	12.1%
	Upper	246	39.7%	$65,261	60.6%	41.6%	81	50.0%	43.4%	$19,689	67.3%	49.9%	93	32.2%	42.7%	$26,486	54.7%	53.2%
	Unknown	42	6.8%	$8,689	8.1%	0.0%	13	8.0%	21.6%	$2,314	7.9%	28.1%	22	7.6%	25.5%	$5,187	10.7%	26.1%
	Total	*620*	*100.0%*	*$107,681*	*100.0%*	*100.0%*	*162*	*100.0%*	*100.0%*	*$29,269*	*100.0%*	*100.0%*	*289*	*100.0%*	*100.0%*	*$48,441*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	18	18.9%	$1,133	14.7%	20.6%	3	7.7%	8.9%	$141	4.5%	2.4%	11	29.7%	7.5%	$815	26.3%	2.7%
	Moderate	20	21.1%	$1,331	17.3%	18.2%	10	25.6%	16.4%	$677	21.7%	9.3%	8	21.6%	16.1%	$571	18.4%	8.7%
	Middle	23	24.2%	$1,999	26.0%	19.6%	11	28.2%	19.5%	$1,064	34.1%	16.3%	8	21.6%	19.5%	$673	21.7%	15.2%
	Upper	33	34.7%	$3,096	40.2%	41.6%	14	35.9%	50.4%	$1,099	35.2%	65.2%	10	27.0%	52.1%	$1,038	33.5%	64.9%
	Unknown	1	1.1%	$141	1.8%	0.0%	1	2.6%	4.8%	$141	4.5%	6.7%	0	0.0%	4.8%	$0	0.0%	8.4%
	Total	*95*	*100.0%*	*$7,700*	*100.0%*	*100.0%*	*39*	*100.0%*	*100.0%*	*$3,122*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,097*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	20.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	19.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	350	16.9%	$29,018	7.8%	20.6%	45	6.9%	4.8%	$3,334	2.8%	1.9%	213	22.8%	4.4%	$18,086	11.4%	1.7%
	Moderate	358	17.3%	$39,378	10.6%	18.2%	93	14.4%	13.6%	$9,772	8.1%	7.4%	197	21.1%	14.2%	$21,951	13.8%	7.7%
	Middle	381	18.4%	$52,651	14.1%	19.6%	132	20.4%	19.1%	$18,248	15.1%	13.9%	163	17.5%	18.3%	$22,030	13.9%	13.3%
	Upper	883	42.6%	$230,127	61.8%	41.6%	341	52.6%	45.5%	$81,714	67.5%	54.4%	310	33.2%	43.9%	$85,930	54.2%	52.0%
	Unknown	101	4.9%	$20,974	5.6%	0.0%	37	5.7%	17.0%	$7,923	6.5%	22.4%	50	5.4%	19.1%	$10,595	6.7%	25.2%
	Total	*2,073*	*100.0%*	*$372,148*	*100.0%*	*100.0%*	*648*	*100.0%*	*100.0%*	*$120,991*	*100.0%*	*100.0%*	*933*	*100.0%*	*100.0%*	*$158,592*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: FL Tampa

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Small Businesses	Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	47	3.3%	$5,265	4.8%	2.7%	26	4.7%	3.2%	$3,506	8.5%	5.1%	16	2.7%	3.3%	$1,583	3.4%	4.4%
	Moderate	313	22.3%	$30,847	28.2%	20.2%	129	23.4%	19.7%	$10,801	26.3%	22.3%	111	19.1%	19.0%	$12,235	26.4%	22.1%
	Middle	488	34.8%	$44,248	40.5%	38.4%	182	33.0%	37.2%	$15,426	37.6%	39.1%	210	36.1%	37.9%	$19,978	43.2%	39.1%
	Upper	555	39.6%	$28,907	26.5%	38.7%	214	38.8%	38.7%	$11,294	27.5%	32.8%	245	42.1%	38.8%	$12,493	27.0%	33.7%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.7%	0	0.0%	1.0%	$0	0.0%	0.6%
	Total	*1,403*	*100.0%*	*$109,267*	*100.0%*	*100.0%*	*551*	*100.0%*	*100.0%*	*$41,027*	*100.0%*	*100.0%*	*582*	*100.0%*	*100.0%*	*$46,289*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	2.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	3.6%	$0	0.0%	1.1%
	Moderate	1	20.0%	$15	11.3%	20.1%	0	0.0%	17.9%	$0	0.0%	34.4%	1	50.0%	18.6%	$15	23.1%	18.7%
	Middle	1	20.0%	$5	3.8%	41.5%	0	0.0%	40.2%	$0	0.0%	40.6%	0	0.0%	27.9%	$0	0.0%	28.2%
	Upper	3	60.0%	$113	85.0%	36.1%	1	100.0%	38.5%	$50	100.0%	22.8%	1	50.0%	47.1%	$50	76.9%	49.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.4%	$0	0.0%	2.1%	0	0.0%	2.9%	$0	0.0%	2.4%
	Total	*5*	*100.0%*	*$133*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$50*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$65*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: FL Tampa

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	814	58.0%	$24,648	22.6%	94.6%	291	52.8%	48.2%	$7,874	19.2%	34.2%	325	55.8%	54.7%	$9,689	20.9%	36.9%
		Over $1 Million	243	17.3%	$54,811	50.2%	5.3%	77	14.0%					131	22.5%				
		Total Rev. available	1,057	75.3%	$79,459	72.8%	99.9%	368	66.8%					456	78.3%				
		Rev. Not Known	346	24.7%	$29,808	27.3%	0.1%	183	33.2%					126	21.6%				
		Total	*1,403*	*100.0%*	*$109,267*	*100.0%*	*100.0%*	*551*	*100.0%*					*582*	*100.0%*				
	Loan Size	$100,000 or Less	1,183	84.3%	$31,970	29.3%		472	85.7%	94.3%	$12,879	31.4%	36.5%	489	84.0%	94.6%	$12,839	27.7%	37.7%
		$100,001 - $250,000	113	8.1%	$20,932	19.2%		40	7.3%	2.7%	$7,674	18.7%	14.7%	49	8.4%	2.6%	$8,994	19.4%	14.3%
		$250,001 - $1 Million	107	7.6%	$56,365	51.6%		39	7.1%	3.0%	$20,474	49.9%	48.8%	44	7.6%	2.9%	$24,456	52.8%	48.0%
		Total	*1,403*	*100.0%*	*$109,267*	*100.0%*		*551*	*100.0%*	*100.0%*	*$41,027*	*100.0%*	*100.0%*	*582*	*100.0%*	*100.0%*	*$46,289*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	786	96.6%	$14,753	59.9%													
		$100,001 - $250,000	12	1.5%	$2,120	8.6%													
		$250,001 - $1 Million	16	2.0%	$7,775	31.5%													
		Total	*814*	*100.0%*	*$24,648*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	3	60.0%	$33	24.8%	95.1%	0	0.0%	44.4%	$0	0.0%	42.5%	1	50.0%	50.0%	$15	23.1%	63.8%
		Over $1 Million	0	0.0%	$0	0.0%	4.6%	0	0.0%					0	0.0%				
		Total Rev. available	3	60.0%	$33	24.8%	99.7%	0	0.0%					1	50.0%				
		Not Known	2	40.0%	$100	75.2%	0.2%	1	100.0%					1	50.0%				
		Total	*5*	*100.0%*	*$133*	*100.0%*	*100.0%*	*1*	*100.0%*					*2*	*100.0%*				
	Loan Size	$100,000 or Less	5	100.0%	$133	100.0%		1	100.0%	86.3%	$50	100.0%	31.6%	2	100.0%	87.1%	$65	100.0%	31.6%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	10.3%	$0	0.0%	43.3%	0	0.0%	9.3%	$0	0.0%	35.9%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	3.4%	$0	0.0%	25.1%	0	0.0%	3.6%	$0	0.0%	32.6%
		Total	*5*	*100.0%*	*$133*	*100.0%*		*1*	*100.0%*	*100.0%*	*$50*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$65*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	3	100.0%	$33	100.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*3*	*100.0%*	*$33*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: GA Atlanta

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Owner Occupied Units %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $ (000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $ (000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	17	1.7%	$1,868	0.7%	3.4%	4	1.4%	2.0%	$515	0.6%	1.3%	9	2.3%	2.0%	$959	0.9%	1.4%
	Moderate	95	9.8%	$14,128	5.2%	17.4%	29	10.0%	12.7%	$4,772	5.7%	8.4%	33	8.5%	13.4%	$3,900	3.7%	9.0%
	Middle	301	30.9%	$64,123	23.5%	37.5%	84	29.0%	35.6%	$17,128	20.6%	27.4%	120	31.0%	37.0%	$23,655	22.6%	29.3%
	Upper	561	57.6%	$192,216	70.6%	41.7%	173	59.7%	49.7%	$60,786	73.1%	62.9%	225	58.1%	47.6%	$75,985	72.7%	60.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*974*	*100.0%*	*$272,335*	*100.0%*	*100.0%*	*290*	*100.0%*	*100.0%*	*$83,201*	*100.0%*	*100.0%*	*387*	*100.0%*	*100.0%*	*$104,499*	*100.0%*	*100.0%*
REFINANCE	Low	11	1.5%	$1,894	0.9%	3.4%	1	0.5%	1.9%	$208	0.4%	1.3%	9	2.5%	1.8%	$1,583	1.6%	1.1%
	Moderate	49	6.8%	$6,379	3.2%	17.4%	18	8.9%	14.0%	$2,302	4.5%	9.2%	19	5.4%	11.4%	$2,574	2.5%	7.0%
	Middle	204	28.3%	$38,679	19.3%	37.5%	64	31.7%	35.7%	$11,707	22.9%	27.3%	94	26.6%	33.7%	$16,866	16.6%	25.7%
	Upper	457	63.4%	$153,477	76.6%	41.7%	119	58.9%	48.4%	$36,828	72.1%	62.2%	231	65.4%	53.2%	$80,780	79.3%	66.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*721*	*100.0%*	*$200,429*	*100.0%*	*100.0%*	*202*	*100.0%*	*100.0%*	*$51,045*	*100.0%*	*100.0%*	*353*	*100.0%*	*100.0%*	*$101,803*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	10.0%	$74	2.5%	3.4%	3	25.0%	3.1%	$74	8.0%	1.2%	0	0.0%	2.6%	$0	0.0%	1.2%
	Moderate	3	10.0%	$349	11.9%	17.4%	2	16.7%	14.1%	$245	26.5%	6.7%	1	12.5%	13.2%	$104	10.8%	6.5%
	Middle	7	23.3%	$662	22.6%	37.5%	2	16.7%	34.2%	$100	10.8%	21.1%	0	0.0%	34.9%	$0	0.0%	23.6%
	Upper	17	56.7%	$1,849	63.0%	41.7%	5	41.7%	48.6%	$505	54.7%	71.0%	7	87.5%	49.2%	$859	89.2%	68.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*30*	*100.0%*	*$2,934*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$924*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$963*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	17.9%	0	0.0%	18.6%	$0	0.0%	9.2%	0	0.0%	16.3%	$0	0.0%	9.4%
	Moderate	1	50.0%	$11,000	63.2%	33.9%	0	0.0%	33.9%	$0	0.0%	26.9%	1	50.0%	38.5%	$11,000	63.2%	31.2%
	Middle	1	50.0%	$6,400	36.8%	22.9%	0	0.0%	21.5%	$0	0.0%	30.5%	1	50.0%	20.9%	$6,400	36.8%	29.5%
	Upper	0	0.0%	$0	0.0%	25.2%	0	0.0%	26.0%	$0	0.0%	33.5%	0	0.0%	24.3%	$0	0.0%	29.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2*	*100.0%*	*$17,400*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$17,400*	*100.0%*	*100.0%*
HMDA TOTALS	Low	31	1.8%	$3,836	0.8%	3.4%	8	1.6%	2.0%	$797	0.6%	1.9%	18	2.4%	2.0%	$2,542	1.1%	1.8%
	Moderate	148	8.6%	$31,856	6.5%	17.4%	49	9.7%	13.3%	$7,319	5.4%	10.0%	54	7.2%	12.6%	$17,578	7.8%	9.7%
	Middle	513	29.7%	$109,864	22.3%	37.5%	150	29.8%	35.6%	$28,935	21.4%	27.6%	215	28.7%	35.6%	$46,921	20.9%	27.9%
	Upper	1,035	59.9%	$347,542	70.5%	41.7%	297	58.9%	49.2%	$98,119	72.6%	60.5%	463	61.7%	49.8%	$157,624	70.2%	60.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,727*	*100.0%*	*$493,098*	*100.0%*	*100.0%*	*504*	*100.0%*	*100.0%*	*$135,170*	*100.0%*	*100.0%*	*750*	*100.0%*	*100.0%*	*$224,665*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: GA Atlanta

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	36	3.7%	$3,398	1.2%	21.8%	12	4.1%	8.1%	$1,104	1.3%	3.7%	14	3.6%	7.4%	$1,343	1.3%	3.5%
	Moderate	78	8.0%	$10,748	3.9%	16.6%	21	7.2%	16.5%	$2,733	3.3%	10.5%	31	8.0%	16.9%	$4,378	4.2%	10.9%
	Middle	97	10.0%	$18,099	6.6%	18.7%	23	7.9%	17.1%	$4,436	5.3%	14.6%	25	6.5%	17.3%	$4,395	4.2%	14.7%
	Upper	475	48.8%	$177,138	65.0%	42.9%	149	51.4%	38.0%	$57,327	68.9%	53.6%	121	31.3%	37.6%	$51,202	49.0%	53.1%
	Unknown	288	29.6%	$62,952	23.1%	0.0%	85	29.3%	20.3%	$17,601	21.2%	17.6%	196	50.6%	20.8%	$43,181	41.3%	17.8%
	Total	*974*	*100.0%*	*$272,335*	*100.0%*	*100.0%*	*290*	*100.0%*	*100.0%*	*$83,201*	*100.0%*	*100.0%*	*387*	*100.0%*	*100.0%*	*$104,499*	*100.0%*	*100.0%*
REFINANCE	Low	31	4.3%	$3,216	1.6%	21.8%	8	4.0%	6.9%	$957	1.9%	3.4%	11	3.1%	5.0%	$1,123	1.1%	2.4%
	Moderate	49	6.8%	$6,728	3.4%	16.6%	18	8.9%	12.3%	$2,470	4.8%	7.4%	20	5.7%	10.7%	$2,806	2.8%	6.5%
	Middle	104	14.4%	$16,441	8.2%	18.7%	29	14.4%	15.7%	$4,250	8.3%	11.8%	44	12.5%	15.6%	$7,203	7.1%	12.1%
	Upper	342	47.4%	$132,216	66.0%	42.9%	90	44.6%	40.0%	$32,233	63.1%	50.8%	147	41.6%	42.5%	$62,486	61.4%	55.7%
	Unknown	195	27.0%	$41,828	20.9%	0.0%	57	28.2%	25.1%	$11,135	21.8%	26.6%	131	37.1%	26.2%	$28,185	27.7%	23.2%
	Total	*721*	*100.0%*	*$200,429*	*100.0%*	*100.0%*	*202*	*100.0%*	*100.0%*	*$51,045*	*100.0%*	*100.0%*	*353*	*100.0%*	*100.0%*	*$101,803*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	7	23.3%	$404	13.8%	21.8%	3	25.0%	8.6%	$136	14.7%	2.3%	2	25.0%	6.9%	$117	12.1%	2.0%
	Moderate	8	26.7%	$581	19.8%	16.6%	3	25.0%	17.9%	$255	27.6%	8.0%	2	25.0%	16.6%	$64	6.6%	8.1%
	Middle	7	23.3%	$739	25.2%	18.7%	3	25.0%	20.0%	$186	20.1%	13.6%	1	12.5%	19.9%	$104	10.8%	14.1%
	Upper	7	23.3%	$980	33.4%	42.9%	2	16.7%	44.6%	$117	12.7%	66.8%	3	37.5%	50.4%	$678	70.4%	66.5%
	Unknown	1	3.3%	$230	7.8%	0.0%	1	8.3%	8.9%	$230	24.9%	9.3%	0	0.0%	6.2%	$0	0.0%	9.3%
	Total	*30*	*100.0%*	*$2,934*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$924*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$963*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	18.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	42.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	2	100.0%	$17,400	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	2	100.0%	100.0%	$17,400	100.0%	100.0%
	Total	*2*	*100.0%*	*$17,400*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$17,400*	*100.0%*	*100.0%*
HMDA TOTALS	Low	74	4.3%	$7,018	1.4%	21.8%	23	4.6%	7.7%	$2,197	1.6%	3.3%	27	3.6%	6.4%	$2,583	1.1%	2.8%
	Moderate	135	7.8%	$18,057	3.7%	16.6%	42	8.3%	15.1%	$5,458	4.0%	8.7%	53	7.1%	14.5%	$7,248	3.2%	8.6%
	Middle	208	12.0%	$35,279	7.2%	18.7%	55	10.9%	16.7%	$8,872	6.6%	12.6%	70	9.3%	16.7%	$11,702	5.2%	12.8%
	Upper	824	47.7%	$310,334	62.9%	42.9%	241	47.8%	38.8%	$89,677	66.3%	48.6%	271	36.1%	39.8%	$114,366	50.9%	50.7%
	Unknown	486	28.1%	$122,410	24.8%	0.0%	143	28.4%	21.7%	$28,966	21.4%	26.8%	329	43.9%	22.6%	$88,766	39.5%	25.0%
	Total	*1,727*	*100.0%*	*$493,098*	*100.0%*	*100.0%*	*504*	*100.0%*	*100.0%*	*$135,170*	*100.0%*	*100.0%*	*750*	*100.0%*	*100.0%*	*$224,665*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: GA Atlanta

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	23	4.5%	$2,562	3.9%	5.0%	6	3.1%	4.6%	$531	1.9%	6.5%	10	4.9%	4.7%	$1,629	7.3%	6.3%
	Moderate	126	24.9%	$20,813	32.1%	20.0%	42	22.0%	17.6%	$9,046	32.3%	20.3%	53	25.7%	18.0%	$7,310	32.7%	20.0%
	Middle	132	26.0%	$10,985	16.9%	33.0%	54	28.3%	28.7%	$4,722	16.9%	28.0%	50	24.3%	28.9%	$3,597	16.1%	28.1%
	Upper	226	44.6%	$30,524	47.0%	42.0%	89	46.6%	48.0%	$13,677	48.9%	44.2%	93	45.1%	47.4%	$9,841	44.0%	44.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.9%	0	0.0%	0.9%	$0	0.0%	0.7%
	Total	*507*	*100.0%*	*$64,884*	*100.0%*	*100.0%*	*191*	*100.0%*	*100.0%*	*$27,976*	*100.0%*	*100.0%*	*206*	*100.0%*	*100.0%*	*$22,377*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	3.3%	0	0.0%	1.6%	$0	0.0%	3.2%	0	0.0%	1.7%	$0	0.0%	1.7%
	Moderate	0	0.0%	$0	0.0%	13.5%	0	0.0%	13.9%	$0	0.0%	5.0%	0	0.0%	10.7%	$0	0.0%	15.8%
	Middle	0	0.0%	$0	0.0%	37.9%	0	0.0%	37.7%	$0	0.0%	72.6%	0	0.0%	47.9%	$0	0.0%	64.5%
	Upper	0	0.0%	$0	0.0%	45.2%	0	0.0%	45.9%	$0	0.0%	19.1%	0	0.0%	38.8%	$0	0.0%	17.2%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	0.1%	0	0.0%	0.8%	$0	0.0%	0.8%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: GA Atlanta

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank				Total Businesses	Count			Dollar			Count			Dollar		
			Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	291	57.4%	$12,671	19.5%	93.2%	106	55.5%	51.9%	$6,163	22.0%	34.2%	118	57.3%	56.6%	$3,937	17.6%	36.6%
		Over $1 Million	152	30.0%	$43,126	66.5%	6.6%	56	29.3%					65	31.6%				
		Total Rev. available	443	87.4%	$55,797	86.0%	99.8%	162	84.8%					183	88.9%				
		Rev. Not Known	64	12.6%	$9,087	14.0%	0.2%	29	15.2%					23	11.2%				
		Total	*507*	*100.0%*	*$64,884*	*100.0%*	*100.0%*	*191*	*100.0%*					*206*	*100.0%*				
	Loan Size	$100,000 or Less	378	74.6%	$10,808	16.7%		134	70.2%	93.9%	$3,435	12.3%	35.0%	163	79.1%	94.4%	$5,065	22.6%	37.1%
		$100,001 - $250,000	61	12.0%	$11,223	17.3%		25	13.1%	2.8%	$4,891	17.5%	14.1%	23	11.2%	2.6%	$4,161	18.6%	13.4%
		$250,001 - $1 Million	68	13.4%	$42,853	66.0%		32	16.8%	3.3%	$19,650	70.2%	50.9%	20	9.7%	3.0%	$13,151	58.8%	49.5%
		Total	*507*	*100.0%*	*$64,884*	*100.0%*		*191*	*100.0%*	*100.0%*	*$27,976*	*100.0%*	*100.0%*	*206*	*100.0%*	*100.0%*	*$22,377*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	273	93.8%	$5,286	41.7%													
		$100,001 - $250,000	9	3.1%	$1,658	13.1%													
		$250,001 - $1 Million	9	3.1%	$5,727	45.2%													
		Total	*291*	*100.0%*	*$12,671*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	0	0.0%	$0	0.0%	98.2%	0	0.0%	46.7%	$0	0.0%	42.1%	0	0.0%	52.9%	$0	0.0%	42.9%
		Over $1 Million	0	0.0%	$0	0.0%	1.8%	0	0.0%					0	0.0%				
		Total Rev. available	0	0.0%	$0	0.0%	100.0%	0	0.0%					0	0.0%				
		Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
	Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	86.9%	$0	0.0%	37.0%	0	0.0%	88.4%	$0	0.0%	37.4%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	9.0%	$0	0.0%	30.6%	0	0.0%	7.4%	$0	0.0%	28.5%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.1%	$0	0.0%	32.4%	0	0.0%	4.1%	$0	0.0%	34.1%
		Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	0	0.0%	$0	0.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*0*	*0.0%*	*$0*	*0.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: IL Southern IL

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Owner Occupied Units	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	1	1.8%	$22	0.3%	0.8%	1	3.6%	0.5%	$22	0.6%	0.2%	0	0.0%	0.1%	$0	0.0%	0.0%
	Moderate	1	1.8%	$21	0.3%	6.7%	1	3.6%	4.9%	$21	0.6%	2.8%	0	0.0%	3.1%	$0	0.0%	1.4%
	Middle	35	62.5%	$4,394	63.2%	65.4%	18	64.3%	60.9%	$2,535	70.0%	59.6%	13	68.4%	63.4%	$1,520	63.8%	61.3%
	Upper	19	33.9%	$2,515	36.2%	27.1%	8	28.6%	33.7%	$1,044	28.8%	37.4%	6	31.6%	33.4%	$864	36.2%	37.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*56*	*100.0%*	*$6,952*	*100.0%*	*100.0%*	*28*	*100.0%*	*100.0%*	*$3,622*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$2,384*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.9%	$0	0.0%	0.4%
	Moderate	4	5.2%	$173	2.7%	6.7%	1	4.5%	3.9%	$62	3.0%	2.5%	2	5.1%	2.4%	$81	2.7%	1.5%
	Middle	47	61.0%	$3,596	56.1%	65.4%	13	59.1%	67.1%	$1,181	57.8%	60.3%	23	59.0%	64.8%	$1,526	50.6%	61.0%
	Upper	26	33.8%	$2,637	41.2%	27.1%	8	36.4%	29.1%	$801	39.2%	37.2%	14	35.9%	31.9%	$1,411	46.8%	37.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*77*	*100.0%*	*$6,406*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$2,044*	*100.0%*	*100.0%*	*39*	*100.0%*	*100.0%*	*$3,018*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	2	8.0%	$87	7.2%	6.7%	0	0.0%	6.9%	$0	0.0%	4.3%	1	7.1%	5.4%	$77	12.6%	2.7%
	Middle	15	60.0%	$638	52.9%	65.4%	3	60.0%	72.2%	$149	63.4%	64.0%	8	57.1%	75.7%	$236	38.5%	65.1%
	Upper	8	32.0%	$480	39.8%	27.1%	2	40.0%	20.8%	$86	36.6%	31.7%	5	35.7%	18.9%	$300	48.9%	32.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*25*	*100.0%*	*$1,205*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$235*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$613*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	8.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	1.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	75.6%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Upper	0	0.0%	$0	0.0%	13.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	1	0.6%	$22	0.2%	0.8%	1	1.8%	0.3%	$22	0.4%	0.1%	0	0.0%	0.4%	$0	0.0%	0.2%
	Moderate	7	4.4%	$281	1.9%	6.7%	2	3.6%	4.6%	$83	1.4%	2.6%	3	4.2%	3.0%	$158	2.6%	1.4%
	Middle	97	61.4%	$8,628	59.2%	65.4%	34	61.8%	63.8%	$3,865	65.5%	61.4%	44	61.1%	64.8%	$3,282	54.6%	63.9%
	Upper	53	33.5%	$5,632	38.7%	27.1%	18	32.7%	31.3%	$1,931	32.7%	35.9%	25	34.7%	31.8%	$2,575	42.8%	34.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*158*	*100.0%*	*$14,563*	*100.0%*	*100.0%*	*55*	*100.0%*	*100.0%*	*$5,901*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$6,015*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: IL Southern IL

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	Families by Family Income %	Bank & Aggregate Lending Comparison 2014 Count Bank #	%	Agg %	2014 Dollar Bank $(000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $(000s)	$ %	Agg $ %
HOME PURCHASE	Low	8	14.3%	$538	7.7%	19.4%	3	10.7%	6.9%	$205	5.7%	3.5%	4	21.1%	8.3%	$279	11.7%	4.4%
	Moderate	10	17.9%	$641	9.2%	16.6%	7	25.0%	22.8%	$454	12.5%	15.7%	2	10.5%	19.3%	$143	6.0%	14.4%
	Middle	20	35.7%	$2,374	34.1%	23.0%	10	35.7%	22.2%	$1,120	30.9%	21.7%	5	26.3%	21.4%	$652	27.3%	20.1%
	Upper	17	30.4%	$3,194	45.9%	41.0%	7	25.0%	24.3%	$1,638	45.2%	38.2%	8	42.1%	28.8%	$1,310	54.9%	40.7%
	Unknown	1	1.8%	$205	2.9%	0.0%	1	3.6%	23.8%	$205	5.7%	20.9%	0	0.0%	22.2%	$0	0.0%	20.4%
	Total	*56*	*100.0%*	*$6,952*	*100.0%*	*100.0%*	*28*	*100.0%*	*100.0%*	*$3,622*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$2,384*	*100.0%*	*100.0%*
REFINANCE	Low	9	11.7%	$445	6.9%	19.4%	3	13.6%	7.0%	$119	5.8%	3.2%	5	12.8%	7.3%	$267	8.8%	3.7%
	Moderate	20	26.0%	$1,235	19.3%	16.6%	4	18.2%	12.8%	$240	11.7%	8.0%	15	38.5%	17.3%	$965	32.0%	11.2%
	Middle	19	24.7%	$1,478	23.1%	23.0%	4	18.2%	24.5%	$470	23.0%	20.8%	10	25.6%	24.8%	$726	24.1%	21.6%
	Upper	27	35.1%	$3,013	47.0%	41.0%	11	50.0%	46.5%	$1,215	59.4%	60.5%	8	20.5%	39.8%	$960	31.8%	52.0%
	Unknown	2	2.6%	$235	3.7%	0.0%	0	0.0%	9.2%	$0	0.0%	7.5%	1	2.6%	10.8%	$100	3.3%	11.6%
	Total	*77*	*100.0%*	*$6,406*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$2,044*	*100.0%*	*100.0%*	*39*	*100.0%*	*100.0%*	*$3,018*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	8.0%	$9	0.7%	19.4%	0	0.0%	9.7%	$0	0.0%	4.4%	2	14.3%	12.2%	$9	1.5%	5.3%
	Moderate	7	28.0%	$201	16.7%	16.6%	2	40.0%	15.3%	$62	26.4%	19.7%	4	28.6%	24.3%	$129	21.0%	13.4%
	Middle	5	20.0%	$356	29.5%	23.0%	2	40.0%	34.7%	$131	55.7%	38.7%	1	7.1%	12.2%	$15	2.4%	8.7%
	Upper	11	44.0%	$639	53.0%	41.0%	1	20.0%	31.9%	$42	17.9%	36.3%	7	50.0%	41.9%	$460	75.0%	63.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	8.3%	$0	0.0%	0.8%	0	0.0%	9.5%	$0	0.0%	9.0%
	Total	*25*	*100.0%*	*$1,205*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$235*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$613*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	19.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	23.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	19	12.0%	$992	6.8%	19.4%	6	10.9%	7.1%	$324	5.5%	3.2%	11	15.3%	8.1%	$555	9.2%	3.9%
	Moderate	37	23.4%	$2,077	14.3%	16.6%	13	23.6%	19.0%	$756	12.8%	12.5%	21	29.2%	18.8%	$1,237	20.6%	12.2%
	Middle	44	27.8%	$4,208	28.9%	23.0%	16	29.1%	23.5%	$1,721	29.2%	20.9%	16	22.2%	22.0%	$1,393	23.2%	19.0%
	Upper	55	34.8%	$6,846	47.0%	41.0%	19	34.5%	31.8%	$2,895	49.1%	44.6%	23	31.9%	33.6%	$2,730	45.4%	42.7%
	Unknown	3	1.9%	$440	3.0%	0.0%	1	1.8%	18.6%	$205	3.5%	18.7%	1	1.4%	17.6%	$100	1.7%	22.2%
	Total	*158*	*100.0%*	*$14,563*	*100.0%*	*100.0%*	*55*	*100.0%*	*100.0%*	*$5,901*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$6,015*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: IL Southern IL

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	1	1.4%	$5	0.0%	6.0%	0	0.0%	5.8%	$0	0.0%	11.1%	0	0.0%	6.1%	$0	0.0%	4.7%
	Moderate	4	5.5%	$66	0.5%	5.0%	3	8.8%	6.2%	$53	1.0%	5.3%	0	0.0%	5.2%	$0	0.0%	2.6%
	Middle	50	68.5%	$10,292	83.2%	63.0%	23	67.6%	62.0%	$4,992	89.6%	63.2%	21	77.8%	63.9%	$5,095	90.3%	71.0%
	Upper	18	24.7%	$2,011	16.3%	26.0%	8	23.5%	20.4%	$526	9.4%	19.4%	6	22.2%	21.2%	$546	9.7%	20.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	5.6%	$0	0.0%	1.0%	0	0.0%	3.7%	$0	0.0%	0.8%
	Total	*73*	*100.0%*	*$12,374*	*100.0%*	*100.0%*	*34*	*100.0%*	*100.0%*	*$5,571*	*100.0%*	*100.0%*	*27*	*100.0%*	*100.0%*	*$5,641*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.6%	$0	0.0%	1.6%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	0.5%	0	0.0%	3.5%	$0	0.0%	2.2%	0	0.0%	2.9%	$0	0.0%	2.3%
	Middle	4	28.6%	$470	41.4%	70.8%	2	28.6%	74.6%	$370	59.2%	73.8%	1	20.0%	78.0%	$75	17.9%	82.5%
	Upper	10	71.4%	$665	58.6%	28.7%	5	71.4%	21.4%	$255	40.8%	22.4%	4	80.0%	18.5%	$345	82.1%	15.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.6%	$0	0.0%	0.2%
	Total	*14*	*100.0%*	*$1,135*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$625*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$420*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: IL Southern IL

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	20	27.4%	$1,063	8.6%	89.2%	9	26.5%	35.9%	$666	12.0%	29.5%	5	18.5%	39.8%	$319	5.7%	29.7%
		Over $1 Million	37	50.7%	$9,515	76.9%	9.4%	16	47.1%					16	59.3%				
		Total Rev. available	57	78.1%	$10,578	85.5%	98.6%	25	73.6%					21	77.8%				
		Rev. Not Known	16	21.9%	$1,796	14.5%	1.5%	9	26.5%					6	22.2%				
		Total	*73*	*100.0%*	*$12,374*	*100.0%*	*100.0%*	*34*	*100.0%*					*27*	*100.0%*				
	Loan Size	$100,000 or Less	41	56.2%	$1,210	9.8%		20	58.8%	89.2%	$690	12.4%	24.6%	11	40.7%	90.9%	$398	7.1%	28.3%
		$100,001 - $250,000	18	24.7%	$3,353	27.1%		8	23.5%	5.6%	$1,585	28.5%	17.9%	9	33.3%	4.0%	$1,618	28.7%	14.5%
		$250,001 - $1 Million	14	19.2%	$7,811	63.1%		6	17.6%	5.2%	$3,296	59.2%	57.5%	7	25.9%	5.1%	$3,625	64.3%	57.2%
		Total	*73*	*100.0%*	*$12,374*	*100.0%*		*34*	*100.0%*	*100.0%*	*$5,571*	*100.0%*	*100.0%*	*27*	*100.0%*	*100.0%*	*$5,641*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	18	90.0%	$404	38.0%													
		$100,001 - $250,000	1	5.0%	$188	17.7%													
		$250,001 - $1 Million	1	5.0%	$471	44.3%													
		Total	*20*	*100.0%*	*$1,063*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	6	42.9%	$550	48.5%	99.2%	3	42.9%	75.7%	$385	61.6%	72.6%	1	20.0%	74.0%	$75	17.9%	80.7%
		Over $1 Million	0	0.0%	$0	0.0%	0.8%	0	0.0%					0	0.0%				
		Total Rev. available	6	42.9%	$550	48.5%	100.0%	3	42.9%					1	20.0%				
		Not Known	8	57.1%	$585	51.5%	0.0%	4	57.1%					4	80.0%				
		Total	*14*	*100.0%*	*$1,135*	*100.0%*	*100.0%*	*7*	*100.0%*					*5*	*100.0%*				
	Loan Size	$100,000 or Less	11	78.6%	$465	41.0%		5	71.4%	75.1%	$175	28.0%	32.4%	4	80.0%	82.7%	$200	47.6%	42.7%
		$100,001 - $250,000	2	14.3%	$350	30.8%		1	14.3%	17.9%	$130	20.8%	35.5%	1	20.0%	12.7%	$220	52.4%	32.8%
		$250,001 - $500,000	1	7.1%	$320	28.2%		1	14.3%	6.9%	$320	51.2%	32.1%	0	0.0%	4.6%	$0	0.0%	24.6%
		Total	*14*	*100.0%*	*$1,135*	*100.0%*		*7*	*100.0%*	*100.0%*	*$625*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$420*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	5	83.3%	$230	41.8%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	1	16.7%	$320	58.2%													
		Total	*6*	*100.0%*	*$550*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: IN Indianapolis

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	106	4.1%	$9,496	2.2%	4.8%	10	1.3%	1.5%	$645	0.5%	0.8%	69	5.4%	1.8%	$6,160	3.1%	1.0%
	Moderate	519	20.3%	$54,298	12.8%	18.3%	64	8.5%	12.5%	$6,111	4.4%	7.4%	297	23.4%	13.4%	$31,312	15.9%	8.2%
	Middle	1,030	40.3%	$142,890	33.6%	43.7%	348	46.2%	42.7%	$51,203	36.5%	35.6%	498	39.2%	42.4%	$64,357	32.7%	36.2%
	Upper	901	35.3%	$219,057	51.5%	33.3%	331	44.0%	43.3%	$82,311	58.7%	56.2%	407	32.0%	42.4%	$94,896	48.2%	54.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,556*	*100.0%*	*$425,741*	*100.0%*	*100.0%*	*753*	*100.0%*	*100.0%*	*$140,270*	*100.0%*	*100.0%*	*1,271*	*100.0%*	*100.0%*	*$196,725*	*100.0%*	*100.0%*
REFINANCE	Low	76	3.4%	$5,059	1.6%	4.8%	9	1.4%	2.3%	$644	0.7%	2.6%	39	3.6%	1.6%	$2,313	1.5%	0.8%
	Moderate	379	17.1%	$32,355	10.2%	18.3%	84	13.4%	13.4%	$6,871	7.4%	17.9%	185	17.1%	11.2%	$15,497	10.1%	6.6%
	Middle	925	41.7%	$104,848	33.2%	43.7%	307	49.1%	44.3%	$33,892	36.5%	41.2%	429	39.5%	41.1%	$48,998	31.9%	33.9%
	Upper	839	37.8%	$173,943	55.0%	33.3%	225	36.0%	40.0%	$51,324	55.3%	38.4%	432	39.8%	46.1%	$86,834	56.5%	58.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,219*	*100.0%*	*$316,205*	*100.0%*	*100.0%*	*625*	*100.0%*	*100.0%*	*$92,731*	*100.0%*	*100.0%*	*1,085*	*100.0%*	*100.0%*	*$153,642*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	10	6.7%	$423	4.1%	4.8%	7	12.5%	2.4%	$317	10.2%	1.0%	3	4.5%	2.4%	$106	2.2%	1.4%
	Moderate	36	24.2%	$1,661	16.0%	18.3%	8	14.3%	13.4%	$273	8.8%	6.7%	19	28.8%	13.4%	$877	18.1%	6.1%
	Middle	60	40.3%	$3,637	35.0%	43.7%	27	48.2%	46.9%	$1,554	50.2%	37.2%	24	36.4%	44.4%	$1,465	30.2%	35.0%
	Upper	43	28.9%	$4,672	45.0%	33.3%	14	25.0%	37.2%	$953	30.8%	55.1%	20	30.3%	39.9%	$2,397	49.5%	57.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*149*	*100.0%*	*$10,393*	*100.0%*	*100.0%*	*56*	*100.0%*	*100.0%*	*$3,097*	*100.0%*	*100.0%*	*66*	*100.0%*	*100.0%*	*$4,845*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	12.2%	0	0.0%	10.2%	$0	0.0%	5.4%	0	0.0%	12.3%	$0	0.0%	8.7%
	Moderate	1	100.0%	$72	100.0%	41.1%	0	0.0%	37.8%	$0	0.0%	35.4%	1	100.0%	36.1%	$72	100.0%	32.8%
	Middle	0	0.0%	$0	0.0%	30.7%	0	0.0%	38.6%	$0	0.0%	29.2%	0	0.0%	37.7%	$0	0.0%	35.7%
	Upper	0	0.0%	$0	0.0%	16.0%	0	0.0%	13.4%	$0	0.0%	30.0%	0	0.0%	13.9%	$0	0.0%	22.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$72*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$72*	*100.0%*	*100.0%*
HMDA TOTALS	Low	192	3.9%	$14,978	2.0%	4.8%	26	1.8%	1.9%	$1,606	0.7%	1.8%	111	4.6%	1.8%	$8,579	2.4%	1.3%
	Moderate	935	19.0%	$88,386	11.7%	18.3%	156	10.9%	12.9%	$13,255	5.6%	13.2%	502	20.7%	12.6%	$47,758	13.4%	9.0%
	Middle	2,015	40.9%	$251,375	33.4%	43.7%	682	47.6%	43.4%	$86,649	36.7%	37.3%	951	39.2%	42.0%	$114,820	32.3%	35.3%
	Upper	1,783	36.2%	$397,672	52.9%	33.3%	570	39.7%	41.9%	$134,588	57.0%	47.7%	859	35.5%	43.7%	$184,127	51.8%	54.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*4,925*	*100.0%*	*$752,411*	*100.0%*	*100.0%*	*1,434*	*100.0%*	*100.0%*	*$236,098*	*100.0%*	*100.0%*	*2,423*	*100.0%*	*100.0%*	*$355,284*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: IN Indianapolis

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	565	22.1%	$50,799	11.9%	21.0%	73	9.7%	9.3%	$6,412	4.6%	4.9%	386	30.4%	10.5%	$34,849	17.7%	5.7%
	Moderate	538	21.0%	$61,304	14.4%	17.5%	155	20.6%	21.5%	$18,334	13.1%	15.3%	247	19.4%	21.4%	$28,332	14.4%	15.5%
	Middle	451	17.6%	$66,857	15.7%	20.9%	152	20.2%	19.5%	$22,755	16.2%	18.2%	202	15.9%	19.6%	$30,565	15.5%	18.1%
	Upper	802	31.4%	$212,945	50.0%	40.6%	313	41.6%	32.0%	$82,680	58.9%	46.6%	313	24.6%	31.6%	$82,270	41.8%	45.7%
	Unknown	200	7.8%	$33,836	7.9%	0.0%	60	8.0%	17.7%	$10,089	7.2%	15.0%	123	9.7%	16.9%	$20,709	10.5%	15.0%
	Total	*2,556*	*100.0%*	*$425,741*	*100.0%*	*100.0%*	*753*	*100.0%*	*100.0%*	*$140,270*	*100.0%*	*100.0%*	*1,271*	*100.0%*	*100.0%*	*$196,725*	*100.0%*	*100.0%*
REFINANCE	Low	397	17.9%	$31,215	9.9%	21.0%	90	14.4%	8.8%	$6,407	6.9%	3.2%	189	17.4%	6.8%	$14,962	9.7%	3.4%
	Moderate	462	20.8%	$42,480	13.4%	17.5%	130	20.8%	17.2%	$11,688	12.6%	7.9%	233	21.5%	14.7%	$21,917	14.3%	9.4%
	Middle	466	21.0%	$55,665	17.6%	20.9%	139	22.2%	19.5%	$16,966	18.3%	11.1%	222	20.5%	17.7%	$26,439	17.2%	14.7%
	Upper	758	34.2%	$166,718	52.7%	40.6%	224	35.8%	32.8%	$51,305	55.3%	30.3%	354	32.6%	35.4%	$77,398	50.4%	49.0%
	Unknown	136	6.1%	$20,127	6.4%	0.0%	42	6.7%	21.7%	$6,365	6.9%	47.5%	87	8.0%	25.3%	$12,926	8.4%	23.4%
	Total	*2,219*	*100.0%*	*$316,205*	*100.0%*	*100.0%*	*625*	*100.0%*	*100.0%*	*$92,731*	*100.0%*	*100.0%*	*1,085*	*100.0%*	*100.0%*	*$153,642*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	33	22.1%	$1,576	15.2%	21.0%	6	10.7%	8.7%	$239	7.7%	3.5%	22	33.3%	9.6%	$1,101	22.7%	4.2%
	Moderate	29	19.5%	$1,574	15.1%	17.5%	14	25.0%	19.5%	$576	18.6%	12.2%	11	16.7%	18.5%	$690	14.2%	10.0%
	Middle	37	24.8%	$2,297	22.1%	20.9%	14	25.0%	23.9%	$928	30.0%	18.9%	13	19.7%	23.7%	$711	14.7%	19.0%
	Upper	49	32.9%	$4,885	47.0%	40.6%	22	39.3%	43.3%	$1,354	43.7%	62.5%	19	28.8%	45.5%	$2,282	47.1%	64.0%
	Unknown	1	0.7%	$61	0.6%	0.0%	0	0.0%	4.5%	$0	0.0%	2.9%	1	1.5%	2.7%	$61	1.3%	2.9%
	Total	*149*	*100.0%*	*$10,393*	*100.0%*	*100.0%*	*56*	*100.0%*	*100.0%*	*$3,097*	*100.0%*	*100.0%*	*66*	*100.0%*	*100.0%*	*$4,845*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$72	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	1	100.0%	100.0%	$72	100.0%	100.0%
	Total	*1*	*100.0%*	*$72*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$72*	*100.0%*	*100.0%*
HMDA TOTALS	Low	995	20.2%	$83,590	11.1%	21.0%	169	11.8%	9.1%	$13,058	5.5%	3.9%	597	24.6%	9.1%	$50,912	14.3%	4.5%
	Moderate	1,029	20.9%	$105,358	14.0%	17.5%	299	20.9%	19.9%	$30,598	13.0%	11.4%	491	20.3%	18.7%	$50,939	14.3%	12.3%
	Middle	954	19.4%	$124,819	16.6%	20.9%	305	21.3%	19.7%	$40,649	17.2%	14.4%	437	18.0%	19.0%	$57,715	16.2%	15.9%
	Upper	1,609	32.7%	$384,548	51.1%	40.6%	559	39.0%	32.7%	$135,339	57.3%	37.7%	686	28.3%	33.6%	$161,950	45.6%	44.7%
	Unknown	338	6.9%	$54,096	7.2%	0.0%	102	7.1%	18.6%	$16,454	7.0%	32.7%	212	8.7%	19.7%	$33,768	9.5%	22.5%
	Total	*4,925*	*100.0%*	*$752,411*	*100.0%*	*100.0%*	*1,434*	*100.0%*	*100.0%*	*$236,098*	*100.0%*	*100.0%*	*2,423*	*100.0%*	*100.0%*	*$355,284*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: IN Indianapolis

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Small Businesses	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	57	4.2%	$9,026	4.8%	4.7%	17	3.0%	4.5%	$1,866	2.4%	5.6%	28	5.7%	5.1%	$5,768	8.0%	6.2%
	Moderate	224	16.5%	$37,795	20.1%	18.7%	100	17.5%	16.6%	$17,144	22.1%	19.4%	74	15.1%	16.9%	$12,863	17.7%	18.5%
	Middle	588	43.3%	$80,382	42.6%	41.2%	248	43.4%	39.9%	$33,631	43.3%	41.7%	211	43.1%	39.3%	$31,133	42.9%	39.4%
	Upper	489	36.0%	$61,258	32.5%	35.3%	205	35.9%	37.5%	$25,088	32.3%	32.5%	177	36.1%	37.6%	$22,745	31.4%	35.5%
	Unknown	1	0.1%	$20	0.0%	0.0%	1	0.2%	0.1%	$20	0.0%	0.4%	0	0.0%	0.0%	$0	0.0%	0.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	0.5%	0	0.0%	1.0%	$0	0.0%	0.2%
	Total	*1,359*	*100.0%*	*$188,481*	*100.0%*	*100.0%*	*571*	*100.0%*	*100.0%*	*$77,749*	*100.0%*	*100.0%*	*490*	*100.0%*	*100.0%*	*$72,509*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	0.9%	0	0.0%	0.6%	$0	0.0%	0.5%	0	0.0%	0.8%	$0	0.0%	0.6%
	Moderate	2	11.1%	$200	10.8%	4.8%	1	16.7%	3.2%	$100	20.4%	2.8%	1	11.1%	2.8%	$100	13.5%	3.3%
	Middle	11	61.1%	$1,086	58.6%	74.4%	4	66.7%	79.1%	$322	65.7%	77.2%	4	44.4%	78.3%	$139	18.8%	77.0%
	Upper	5	27.8%	$568	30.6%	19.9%	1	16.7%	16.3%	$68	13.9%	19.3%	4	44.4%	17.4%	$500	67.7%	19.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	0.1%	0	0.0%	0.8%	$0	0.0%	0.0%
	Total	*18*	*100.0%*	*$1,854*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$490*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$739*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: IN Indianapolis

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	704	51.8%	$33,811	17.9%	91.3%	284	49.7%	40.3%	$14,875	19.1%	33.7%	245	50.0%	41.9%	$11,842	16.3%	28.6%
		Over $1 Million	398	29.3%	$125,870	66.8%	8.2%	149	26.1%					162	33.1%				
		Total Rev. available	1,102	81.1%	$159,681	84.7%	99.5%	433	75.8%					407	83.1%				
		Rev. Not Known	257	18.9%	$28,800	15.3%	0.6%	138	24.2%					83	16.9%				
		Total	*1,359*	*100.0%*	*$188,481*	*100.0%*	*100.0%*	*571*	*100.0%*					*490*	*100.0%*				
	Loan Size	$100,000 or Less	964	70.9%	$34,583	18.3%		403	70.6%	89.1%	$14,069	18.1%	26.7%	344	70.2%	89.2%	$12,598	17.4%	26.7%
		$100,001 - $250,000	180	13.2%	$32,889	17.4%		78	13.7%	5.2%	$14,549	18.7%	16.7%	61	12.4%	5.0%	$10,790	14.9%	15.9%
		$250,001 - $1 Million	215	15.8%	$121,009	64.2%		90	15.8%	5.7%	$49,131	63.2%	56.6%	85	17.3%	5.8%	$49,121	67.7%	57.4%
		Total	*1,359*	*100.0%*	*$188,481*	*100.0%*		*571*	*100.0%*	*100.0%*	*$77,749*	*100.0%*	*100.0%*	*490*	*100.0%*	*100.0%*	*$72,509*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	639	90.8%	$15,395	45.5%													
		$100,001 - $250,000	41	5.8%	$7,009	20.7%													
		$250,001 - $1 Million	24	3.4%	$11,407	33.7%													
		Total	*704*	*100.0%*	*$33,811*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	8	44.4%	$350	18.9%	98.9%	2	33.3%	53.4%	$143	29.2%	56.4%	4	44.4%	50.6%	$82	11.1%	60.4%
		Over $1 Million	1	5.6%	$10	0.5%	1.1%	1	16.7%					0	0.0%				
		Total Rev. available	9	50.0%	$360	19.4%	100.0%	3	50.0%					4	44.4%				
		Not Known	9	50.0%	$1,494	80.6%	0.0%	3	50.0%					5	55.6%				
		Total	*18*	*100.0%*	*$1,854*	*100.0%*	*100.0%*	*6*	*100.0%*					*9*	*100.0%*				
	Loan Size	$100,000 or Less	15	83.3%	$817	44.1%		5	83.3%	69.9%	$303	61.8%	21.7%	8	88.9%	66.6%	$389	52.6%	18.6%
		$100,001 - $250,000	1	5.6%	$187	10.1%		1	16.7%	17.7%	$187	38.2%	32.3%	0	0.0%	18.5%	$0	0.0%	29.3%
		$250,001 - $500,000	2	11.1%	$850	45.8%		0	0.0%	12.4%	$0	0.0%	46.0%	1	11.1%	14.9%	$350	47.4%	52.0%
		Total	*18*	*100.0%*	*$1,854*	*100.0%*		*6*	*100.0%*	*100.0%*	*$490*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$739*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	8	100.0%	$350	100.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*8*	*100.0%*	*$350*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: IN Southern IN

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	53	10.3%	$4,611	7.8%	11.5%	29	11.9%	10.3%	$2,131	7.7%	7.2%	17	8.9%	10.8%	$1,689	7.6%	7.9%
	Middle	284	55.4%	$30,116	51.1%	66.5%	132	54.3%	65.8%	$13,969	50.6%	63.6%	113	59.2%	66.0%	$12,206	55.2%	64.7%
	Upper	176	34.3%	$24,202	41.1%	22.0%	82	33.7%	23.6%	$11,499	41.7%	28.7%	61	31.9%	23.1%	$8,227	37.2%	27.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.5%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*513*	*100.0%*	*$58,929*	*100.0%*	*100.0%*	*243*	*100.0%*	*100.0%*	*$27,599*	*100.0%*	*100.0%*	*191*	*100.0%*	*100.0%*	*$22,122*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	61	11.9%	$4,120	8.2%	11.5%	27	14.4%	11.9%	$1,577	9.5%	8.4%	24	9.9%	10.0%	$1,745	6.9%	6.7%
	Middle	328	63.9%	$30,885	61.2%	66.5%	117	62.6%	68.7%	$10,195	61.7%	68.1%	158	65.3%	67.3%	$15,546	61.2%	66.6%
	Upper	124	24.2%	$15,430	30.6%	22.0%	43	23.0%	19.0%	$4,755	28.8%	22.6%	60	24.8%	22.6%	$8,121	32.0%	26.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.4%	$0	0.0%	0.9%	0	0.0%	0.1%	$0	0.0%	0.0%
	Total	*513*	*100.0%*	*$50,435*	*100.0%*	*100.0%*	*187*	*100.0%*	*100.0%*	*$16,527*	*100.0%*	*100.0%*	*242*	*100.0%*	*100.0%*	*$25,412*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	18	18.0%	$593	13.8%	11.5%	6	16.2%	10.1%	$243	14.5%	8.0%	10	21.3%	12.9%	$312	16.3%	8.0%
	Middle	66	66.0%	$2,518	58.7%	66.5%	26	70.3%	73.3%	$1,100	65.6%	70.6%	30	63.8%	70.3%	$1,014	52.8%	66.8%
	Upper	16	16.0%	$1,178	27.5%	22.0%	5	13.5%	16.5%	$335	20.0%	20.0%	7	14.9%	16.7%	$593	30.9%	25.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.2%	$0	0.0%	1.4%	0	0.0%	0.1%	$0	0.0%	0.0%
	Total	*100*	*100.0%*	*$4,289*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$1,678*	*100.0%*	*100.0%*	*47*	*100.0%*	*100.0%*	*$1,919*	*100.0%*	*100.0%*
						Multi-Family Units												
MULTI FAMILY	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	22.9%	0	0.0%	45.5%	$0	0.0%	19.9%	0	0.0%	26.7%	$0	0.0%	17.9%
	Middle	0	0.0%	$0	0.0%	66.1%	0	0.0%	45.5%	$0	0.0%	80.1%	0	0.0%	66.7%	$0	0.0%	79.6%
	Upper	0	0.0%	$0	0.0%	11.0%	0	0.0%	9.1%	$0	0.0%	0.0%	0	0.0%	6.7%	$0	0.0%	2.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	132	11.7%	$9,324	8.2%	11.5%	62	13.3%	10.9%	$3,951	8.6%	7.9%	51	10.6%	10.7%	$3,746	7.6%	7.5%
	Middle	678	60.2%	$63,519	55.9%	66.5%	275	58.9%	67.6%	$25,264	55.2%	65.9%	301	62.7%	67.0%	$28,766	58.2%	65.7%
	Upper	316	28.1%	$40,810	35.9%	22.0%	130	27.8%	21.1%	$16,589	36.2%	25.6%	128	26.7%	22.2%	$16,941	34.3%	26.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.7%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*1,126*	*100.0%*	*$113,653*	*100.0%*	*100.0%*	*467*	*100.0%*	*100.0%*	*$45,804*	*100.0%*	*100.0%*	*480*	*100.0%*	*100.0%*	*$49,453*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: IN Southern IN

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	Families by Family Income %	2014 Count Bank #	%	Agg %	2014 Dollar Bank $(000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $(000s)	$ %	Agg $ %
HOME PURCHASE	Low	78	15.2%	$5,733	9.7%	17.6%	40	16.5%	7.7%	$2,723	9.9%	4.4%	30	15.7%	8.8%	$2,404	10.9%	5.0%
	Moderate	160	31.2%	$15,318	26.0%	17.7%	72	29.6%	21.1%	$6,759	24.5%	16.3%	62	32.5%	23.4%	$6,231	28.2%	18.2%
	Middle	136	26.5%	$16,018	27.2%	22.9%	66	27.2%	19.9%	$7,899	28.6%	18.8%	48	25.1%	21.2%	$5,543	25.1%	20.6%
	Upper	127	24.8%	$20,386	34.6%	41.8%	58	23.9%	28.4%	$9,413	34.1%	39.9%	48	25.1%	26.4%	$7,581	34.3%	37.1%
	Unknown	12	2.3%	$1,474	2.5%	0.0%	7	2.9%	22.9%	$805	2.9%	20.6%	3	1.6%	20.2%	$363	1.6%	19.0%
	Total	*513*	*100.0%*	*$58,929*	*100.0%*	*100.0%*	*243*	*100.0%*	*100.0%*	*$27,599*	*100.0%*	*100.0%*	*191*	*100.0%*	*100.0%*	*$22,122*	*100.0%*	*100.0%*
REFINANCE	Low	68	13.3%	$4,180	8.3%	17.6%	30	16.0%	9.7%	$1,689	10.2%	5.2%	31	12.8%	7.3%	$2,112	8.3%	3.9%
	Moderate	131	25.5%	$9,910	19.6%	17.7%	48	25.7%	17.0%	$3,283	19.9%	11.6%	61	25.2%	17.0%	$4,825	19.0%	11.1%
	Middle	122	23.8%	$11,301	22.4%	22.9%	51	27.3%	23.3%	$4,290	26.0%	19.1%	52	21.5%	20.7%	$5,188	20.4%	17.7%
	Upper	173	33.7%	$22,602	44.8%	41.8%	52	27.8%	32.6%	$6,427	38.9%	44.4%	86	35.5%	35.0%	$11,813	46.5%	45.1%
	Unknown	19	3.7%	$2,442	4.8%	0.0%	6	3.2%	17.3%	$838	5.1%	19.7%	12	5.0%	20.0%	$1,474	5.8%	22.2%
	Total	*513*	*100.0%*	*$50,435*	*100.0%*	*100.0%*	*187*	*100.0%*	*100.0%*	*$16,527*	*100.0%*	*100.0%*	*242*	*100.0%*	*100.0%*	*$25,412*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	16	16.0%	$567	13.2%	17.6%	8	21.6%	12.6%	$241	14.4%	6.4%	5	10.6%	12.3%	$225	11.7%	7.0%
	Moderate	31	31.0%	$1,076	25.1%	17.7%	10	27.0%	21.3%	$294	17.5%	13.9%	16	34.0%	20.2%	$614	32.0%	13.9%
	Middle	25	25.0%	$1,054	24.6%	22.9%	9	24.3%	26.9%	$540	32.2%	23.8%	13	27.7%	27.1%	$310	16.2%	19.5%
	Upper	27	27.0%	$1,587	37.0%	41.8%	9	24.3%	35.5%	$598	35.6%	49.7%	13	27.7%	37.5%	$770	40.1%	55.2%
	Unknown	1	1.0%	$5	0.1%	0.0%	1	2.7%	3.7%	$5	0.3%	6.3%	0	0.0%	3.0%	$0	0.0%	4.4%
	Total	*100*	*100.0%*	*$4,289*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$1,678*	*100.0%*	*100.0%*	*47*	*100.0%*	*100.0%*	*$1,919*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	17.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	162	14.4%	$10,480	9.2%	17.6%	78	16.7%	9.0%	$4,653	10.2%	4.7%	66	13.8%	8.5%	$4,741	9.6%	4.6%
	Moderate	322	28.6%	$26,304	23.1%	17.7%	130	27.8%	19.6%	$10,336	22.6%	14.2%	139	29.0%	20.5%	$11,670	23.6%	14.9%
	Middle	283	25.1%	$28,373	25.0%	22.9%	126	27.0%	21.8%	$12,729	27.8%	18.8%	113	23.5%	21.5%	$11,041	22.3%	19.2%
	Upper	327	29.0%	$44,575	39.2%	41.8%	119	25.5%	30.6%	$16,438	35.9%	41.2%	147	30.6%	30.8%	$20,164	40.8%	40.9%
	Unknown	32	2.8%	$3,921	3.4%	0.0%	14	3.0%	19.0%	$1,648	3.6%	21.2%	15	3.1%	18.6%	$1,837	3.7%	20.4%
	Total	*1,126*	*100.0%*	*$113,653*	*100.0%*	*100.0%*	*467*	*100.0%*	*100.0%*	*$45,804*	*100.0%*	*100.0%*	*480*	*100.0%*	*100.0%*	*$49,453*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: IN Southern IN

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	32	9.4%	$6,301	19.0%	14.2%	13	8.4%	12.2%	$2,487	19.4%	11.9%	14	10.8%	11.7%	$2,693	18.9%	11.9%
	Middle	188	55.5%	$18,635	56.3%	63.0%	89	57.4%	60.2%	$6,483	50.7%	58.9%	67	51.5%	60.6%	$8,429	59.1%	58.8%
	Upper	119	35.1%	$8,170	24.7%	22.8%	53	34.2%	24.1%	$3,821	29.9%	28.4%	49	37.7%	25.4%	$3,139	22.0%	28.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.4%	$0	0.0%	0.8%	0	0.0%	2.3%	$0	0.0%	0.6%
	Total	*339*	*100.0%*	*$33,106*	*100.0%*	*100.0%*	*155*	*100.0%*	*100.0%*	*$12,791*	*100.0%*	*100.0%*	*130*	*100.0%*	*100.0%*	*$14,261*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	3.3%	0	0.0%	3.1%	$0	0.0%	2.9%	0	0.0%	2.0%	$0	0.0%	2.3%
	Middle	38	82.6%	$2,699	80.4%	72.3%	17	85.0%	72.3%	$1,411	82.0%	73.5%	15	75.0%	72.5%	$913	72.4%	73.1%
	Upper	8	17.4%	$658	19.6%	24.4%	3	15.0%	24.2%	$310	18.0%	23.5%	5	25.0%	25.0%	$348	27.6%	24.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.4%	$0	0.0%	0.0%	0	0.0%	0.5%	$0	0.0%	0.1%
	Total	*46*	*100.0%*	*$3,357*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,721*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,261*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: IN Southern IN

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	207	61.1%	$6,028	18.2%	91.7%	99	63.9%	42.8%	$2,522	19.7%	31.2%	69	53.1%	46.9%	$1,910	13.4%	32.9%
		Over $1 Million	55	16.2%	$19,085	57.6%	6.6%	20	12.9%					26	20.0%				
		Total Rev. available	262	77.3%	$25,113	75.8%	98.3%	119	76.8%					95	73.1%				
		Rev. Not Known	77	22.7%	$7,993	24.1%	1.7%	36	23.2%					35	26.9%				
		Total	*339*	*100.0%*	*$33,106*	*100.0%*	*100.0%*	*155*	*100.0%*					*130*	*100.0%*				
	Loan Size	$100,000 or Less	273	80.5%	$8,301	25.1%		128	82.6%	88.2%	$3,512	27.5%	28.6%	103	79.2%	88.7%	$3,521	24.7%	30.7%
		$100,001 - $250,000	32	9.4%	$5,702	17.2%		13	8.4%	6.8%	$2,298	18.0%	21.4%	12	9.2%	6.7%	$2,118	14.9%	21.3%
		$250,001 - $1 Million	34	10.0%	$19,103	57.7%		14	9.0%	5.0%	$6,981	54.6%	49.9%	15	11.5%	4.7%	$8,622	60.5%	48.0%
		Total	*339*	*100.0%*	*$33,106*	*100.0%*		*155*	*100.0%*	*100.0%*	*$12,791*	*100.0%*	*100.0%*	*130*	*100.0%*	*100.0%*	*$14,261*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	199	96.1%	$4,267	70.8%													
		$100,001 - $250,000	6	2.9%	$1,171	19.4%													
		$250,001 - $1 Million	2	1.0%	$590	9.8%													
		Total	*207*	*100.0%*	*$6,028*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	19	41.3%	$926	27.6%	99.2%	3	15.0%	63.7%	$51	3.0%	64.8%	11	55.0%	62.6%	$550	43.6%	70.7%
		Over $1 Million	1	2.2%	$165	4.9%	0.8%	1	5.0%					0	0.0%				
		Total Rev. available	20	43.5%	$1,091	32.5%	100.0%	4	20.0%					11	55.0%				
		Not Known	26	56.5%	$2,266	67.5%	0.0%	16	80.0%					9	45.0%				
		Total	*46*	*100.0%*	*$3,357*	*100.0%*	*100.0%*	*20*	*100.0%*					*20*	*100.0%*				
	Loan Size	$100,000 or Less	37	80.4%	$1,726	51.4%		15	75.0%	66.4%	$766	44.5%	23.9%	17	85.0%	67.7%	$710	56.3%	23.4%
		$100,001 - $250,000	9	19.6%	$1,631	48.6%		5	25.0%	22.6%	$955	55.5%	38.0%	3	15.0%	19.8%	$551	43.7%	33.1%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	11.0%	$0	0.0%	38.1%	0	0.0%	12.5%	$0	0.0%	43.6%
		Total	*46*	*100.0%*	*$3,357*	*100.0%*		*20*	*100.0%*	*100.0%*	*$1,721*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,261*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	16	84.2%	$450	48.6%													
		$100,001 - $250,000	3	15.8%	$476	51.4%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*19*	*100.0%*	*$926*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: KY Lexington

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	13	2.1%	$1,300	1.2%	4.0%	4	1.7%	2.8%	$368	0.9%	2.2%	6	2.5%	3.3%	$647	1.5%	2.7%
	Moderate	88	14.4%	$9,543	8.4%	21.9%	46	19.2%	16.5%	$4,735	11.9%	11.1%	28	11.7%	16.5%	$3,223	7.2%	11.5%
	Middle	235	38.5%	$36,600	32.4%	40.5%	94	39.2%	41.1%	$14,432	36.2%	36.7%	94	39.2%	39.9%	$14,598	32.7%	35.7%
	Upper	275	45.0%	$65,530	58.0%	33.7%	96	40.0%	39.5%	$20,324	51.0%	49.9%	112	46.7%	40.3%	$26,129	58.6%	50.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*611*	*100.0%*	*$112,973*	*100.0%*	*100.0%*	*240*	*100.0%*	*100.0%*	*$39,859*	*100.0%*	*100.0%*	*240*	*100.0%*	*100.0%*	*$44,597*	*100.0%*	*100.0%*
REFINANCE	Low	18	3.2%	$1,777	2.0%	4.0%	9	4.9%	4.1%	$1,242	4.4%	2.6%	9	3.1%	3.2%	$535	1.2%	2.3%
	Moderate	103	18.1%	$10,512	11.7%	21.9%	38	20.8%	20.8%	$3,498	12.3%	15.6%	54	18.5%	17.8%	$5,697	13.1%	12.8%
	Middle	198	34.7%	$26,444	29.4%	40.5%	62	33.9%	38.9%	$8,365	29.4%	35.1%	103	35.3%	38.9%	$13,509	31.0%	34.9%
	Upper	251	44.0%	$51,365	57.0%	33.7%	74	40.4%	36.2%	$15,342	53.9%	46.6%	126	43.2%	40.1%	$23,870	54.7%	50.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*570*	*100.0%*	*$90,098*	*100.0%*	*100.0%*	*183*	*100.0%*	*100.0%*	*$28,447*	*100.0%*	*100.0%*	*292*	*100.0%*	*100.0%*	*$43,611*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	2.6%	$55	1.6%	4.0%	1	6.7%	5.2%	$55	4.1%	6.1%	0	0.0%	4.5%	$0	0.0%	2.3%
	Moderate	9	23.1%	$591	16.8%	21.9%	4	26.7%	24.2%	$264	19.8%	16.7%	4	21.1%	21.4%	$267	14.6%	12.4%
	Middle	18	46.2%	$1,243	35.4%	40.5%	6	40.0%	41.8%	$506	38.0%	36.9%	9	47.4%	38.9%	$596	32.6%	34.8%
	Upper	11	28.2%	$1,625	46.2%	33.7%	4	26.7%	28.9%	$505	38.0%	40.3%	6	31.6%	35.3%	$965	52.8%	50.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*39*	*100.0%*	*$3,514*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,330*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$1,828*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	15.2%	0	0.0%	17.6%	$0	0.0%	7.5%	0	0.0%	10.5%	$0	0.0%	25.5%
	Moderate	0	0.0%	$0	0.0%	40.3%	0	0.0%	44.0%	$0	0.0%	45.6%	0	0.0%	48.8%	$0	0.0%	28.6%
	Middle	0	0.0%	$0	0.0%	25.8%	0	0.0%	25.3%	$0	0.0%	41.6%	0	0.0%	27.9%	$0	0.0%	24.8%
	Upper	0	0.0%	$0	0.0%	18.7%	0	0.0%	13.2%	$0	0.0%	5.3%	0	0.0%	12.8%	$0	0.0%	21.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	32	2.6%	$3,132	1.5%	4.0%	14	3.2%	3.5%	$1,665	2.4%	2.8%	15	2.7%	3.4%	$1,182	1.3%	4.0%
	Moderate	200	16.4%	$20,646	10.0%	21.9%	88	20.1%	18.5%	$8,497	12.2%	14.9%	86	15.6%	17.3%	$9,187	10.2%	13.0%
	Middle	451	37.0%	$64,287	31.1%	40.5%	162	37.0%	40.3%	$23,303	33.5%	36.5%	206	37.4%	39.4%	$28,703	31.9%	34.7%
	Upper	537	44.0%	$118,520	57.4%	33.7%	174	39.7%	37.7%	$36,171	51.9%	45.8%	244	44.3%	39.9%	$50,964	56.6%	48.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,220*	*100.0%*	*$206,585*	*100.0%*	*100.0%*	*438*	*100.0%*	*100.0%*	*$69,636*	*100.0%*	*100.0%*	*551*	*100.0%*	*100.0%*	*$90,036*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: KY Lexington

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	83	13.6%	$8,043	7.1%	23.3%	39	16.3%	8.6%	$3,672	9.2%	4.9%	25	10.4%	8.4%	$2,661	6.0%	4.8%
	Moderate	146	23.9%	$19,240	17.0%	16.3%	62	25.8%	21.1%	$7,854	19.7%	15.6%	57	23.8%	20.6%	$7,118	16.0%	15.0%
	Middle	128	20.9%	$18,762	16.6%	20.1%	53	22.1%	20.4%	$7,387	18.5%	19.2%	47	19.6%	19.9%	$6,865	15.4%	18.0%
	Upper	239	39.1%	$63,771	56.4%	40.3%	79	32.9%	31.3%	$19,404	48.7%	42.0%	107	44.6%	32.2%	$27,047	60.6%	43.7%
	Unknown	15	2.5%	$3,157	2.8%	0.0%	7	2.9%	18.6%	$1,542	3.9%	18.3%	4	1.7%	19.0%	$906	2.0%	18.6%
	Total	*611*	*100.0%*	*$112,973*	*100.0%*	*100.0%*	*240*	*100.0%*	*100.0%*	*$39,859*	*100.0%*	*100.0%*	*240*	*100.0%*	*100.0%*	*$44,597*	*100.0%*	*100.0%*
REFINANCE	Low	78	13.7%	$6,687	7.4%	23.3%	27	14.8%	8.6%	$2,104	7.4%	4.7%	38	13.0%	8.3%	$3,324	7.6%	4.3%
	Moderate	122	21.4%	$11,827	13.1%	16.3%	36	19.7%	16.0%	$3,536	12.4%	10.6%	68	23.3%	15.2%	$6,420	14.7%	9.9%
	Middle	147	25.8%	$20,011	22.2%	20.1%	45	24.6%	19.9%	$5,745	20.2%	16.4%	82	28.1%	19.2%	$11,468	26.3%	15.7%
	Upper	197	34.6%	$47,001	52.2%	40.3%	66	36.1%	32.9%	$15,430	54.2%	43.6%	89	30.5%	35.4%	$19,636	45.0%	46.1%
	Unknown	26	4.6%	$4,572	5.1%	0.0%	9	4.9%	22.5%	$1,632	5.7%	24.7%	15	5.1%	22.0%	$2,763	6.3%	24.0%
	Total	*570*	*100.0%*	*$90,098*	*100.0%*	*100.0%*	*183*	*100.0%*	*100.0%*	*$28,447*	*100.0%*	*100.0%*	*292*	*100.0%*	*100.0%*	*$43,611*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	8	20.5%	$371	10.6%	23.3%	4	26.7%	10.9%	$174	13.1%	4.2%	3	15.8%	13.5%	$137	7.5%	6.0%
	Moderate	7	17.9%	$519	14.8%	16.3%	4	26.7%	16.6%	$161	12.1%	8.3%	2	10.5%	18.1%	$333	18.2%	9.4%
	Middle	10	25.6%	$712	20.3%	20.1%	4	26.7%	23.5%	$456	34.3%	18.3%	6	31.6%	21.4%	$256	14.0%	14.6%
	Upper	14	35.9%	$1,912	54.4%	40.3%	3	20.0%	37.6%	$539	40.5%	52.8%	8	42.1%	37.5%	$1,102	60.3%	53.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	11.4%	$0	0.0%	16.3%	0	0.0%	9.6%	$0	0.0%	16.2%
	Total	*39*	*100.0%*	*$3,514*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,330*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$1,828*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	23.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	169	13.9%	$15,101	7.3%	23.3%	70	16.0%	8.7%	$5,950	8.5%	4.5%	66	12.0%	8.5%	$6,122	6.8%	4.3%
	Moderate	275	22.5%	$31,586	15.3%	16.3%	102	23.3%	19.0%	$11,551	16.6%	12.9%	127	23.0%	18.4%	$13,871	15.4%	12.2%
	Middle	285	23.4%	$39,485	19.1%	20.1%	102	23.3%	20.3%	$13,588	19.5%	17.0%	135	24.5%	19.6%	$18,589	20.6%	16.0%
	Upper	450	36.9%	$112,684	54.5%	40.3%	148	33.8%	31.9%	$35,373	50.8%	40.0%	204	37.0%	33.4%	$47,785	53.1%	42.0%
	Unknown	41	3.4%	$7,729	3.7%	0.0%	16	3.7%	20.1%	$3,174	4.6%	25.6%	19	3.4%	20.1%	$3,669	4.1%	25.5%
	Total	*1,220*	*100.0%*	*$206,585*	*100.0%*	*100.0%*	*438*	*100.0%*	*100.0%*	*$69,636*	*100.0%*	*100.0%*	*551*	*100.0%*	*100.0%*	*$90,036*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: KY Lexington

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	31	7.0%	$4,488	8.1%	5.8%	13	6.6%	7.5%	$1,693	7.3%	8.2%	15	9.1%	7.4%	$2,422	10.7%	7.8%
	Moderate	106	24.0%	$18,269	32.9%	23.7%	52	26.3%	20.3%	$7,623	32.8%	20.4%	30	18.3%	20.3%	$5,601	24.8%	21.8%
	Middle	149	33.8%	$18,679	33.6%	38.1%	70	35.4%	37.9%	$7,842	33.8%	40.6%	56	34.1%	37.9%	$7,437	33.0%	39.4%
	Upper	155	35.1%	$14,091	25.4%	32.3%	63	31.8%	33.2%	$6,061	26.1%	30.6%	63	38.4%	33.3%	$7,098	31.5%	30.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.2%	0	0.0%	1.1%	$0	0.0%	0.3%
	Total	*441*	*100.0%*	*$55,527*	*100.0%*	*100.0%*	*198*	*100.0%*	*100.0%*	*$23,219*	*100.0%*	*100.0%*	*164*	*100.0%*	*100.0%*	*$22,558*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	1.0%	0	0.0%	0.7%	$0	0.0%	0.5%	0	0.0%	1.1%	$0	0.0%	0.4%
	Moderate	5	14.7%	$1,375	26.7%	16.0%	3	20.0%	14.0%	$855	35.6%	12.7%	1	7.7%	14.7%	$500	19.3%	10.5%
	Middle	19	55.9%	$2,269	44.0%	47.7%	7	46.7%	51.4%	$902	37.5%	45.9%	7	53.8%	46.2%	$1,230	47.4%	46.1%
	Upper	10	29.4%	$1,511	29.3%	35.3%	5	33.3%	33.8%	$646	26.9%	40.9%	5	38.5%	36.2%	$865	33.3%	42.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	1.8%	$0	0.0%	0.4%
	Total	*34*	*100.0%*	*$5,155*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$2,403*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$2,595*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: KY Lexington

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	257	58.3%	$11,578	20.9%	92.6%	112	56.6%	47.2%	$3,575	15.4%	42.0%	96	58.5%	49.9%	$5,346	23.7%	42.6%
		Over $1 Million	111	25.2%	$35,367	63.7%	7.2%	49	24.7%					41	25.0%				
		Total Rev. available	368	83.5%	$46,945	84.6%	99.8%	161	81.3%					137	83.5%				
		Rev. Not Known	73	16.6%	$8,582	15.5%	0.3%	37	18.7%					27	16.5%				
		Total	*441*	*100.0%*	*$55,527*	*100.0%*	*100.0%*	*198*	*100.0%*					*164*	*100.0%*				
	Loan Size	$100,000 or Less	317	71.9%	$8,834	15.9%		147	74.2%	91.0%	$3,737	16.1%	30.3%	113	68.9%	91.6%	$3,495	15.5%	33.1%
		$100,001 - $250,000	56	12.7%	$10,531	19.0%		24	12.1%	4.7%	$4,544	19.6%	18.3%	23	14.0%	4.4%	$4,257	18.9%	18.1%
		$250,001 - $1 Million	68	15.4%	$36,162	65.1%		27	13.6%	4.4%	$14,938	64.3%	51.4%	28	17.1%	4.0%	$14,806	65.6%	48.8%
		Total	*441*	*100.0%*	*$55,527*	*100.0%*		*198*	*100.0%*	*100.0%*	*$23,219*	*100.0%*	*100.0%*	*164*	*100.0%*	*100.0%*	*$22,558*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	230	89.5%	$4,409	38.1%													
		$100,001 - $250,000	20	7.8%	$3,496	30.2%													
		$250,001 - $1 Million	7	2.7%	$3,673	31.7%													
		Total	*257*	*100.0%*	*$11,578*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	21	61.8%	$2,606	50.6%	96.2%	9	60.0%	68.7%	$1,178	49.0%	79.0%	8	61.5%	64.9%	$1,342	51.7%	64.5%
		Over $1 Million	11	32.4%	$2,462	47.8%	3.8%	5	33.3%					4	30.8%				
		Total Rev. available	32	94.2%	$5,068	98.4%	100.0%	14	93.3%					12	92.3%				
		Not Known	2	5.9%	$87	1.7%	0.0%	1	6.7%					1	7.7%				
		Total	*34*	*100.0%*	*$5,155*	*100.0%*	*100.0%*	*15*	*100.0%*					*13*	*100.0%*				
	Loan Size	$100,000 or Less	20	58.8%	$992	19.2%		8	53.3%	78.8%	$561	23.3%	30.6%	6	46.2%	81.0%	$274	10.6%	31.6%
		$100,001 - $250,000	7	20.6%	$1,240	24.1%		4	26.7%	14.4%	$642	26.7%	35.5%	3	23.1%	11.5%	$598	23.0%	29.6%
		$250,001 - $500,000	7	20.6%	$2,923	56.7%		3	20.0%	6.8%	$1,200	49.9%	33.9%	4	30.8%	7.5%	$1,723	66.4%	38.9%
		Total	*34*	*100.0%*	*$5,155*	*100.0%*		*15*	*100.0%*	*100.0%*	*$2,403*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$2,595*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	14	66.7%	$753	28.9%													
		$100,001 - $250,000	4	19.0%	$653	25.1%													
		$250,001 - $500,000	3	14.3%	$1,200	46.0%													
		Total	*21*	*100.0%*	*$2,606*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: MI Detroit

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	154	3.2%	$14,980	1.9%	4.5%	20	1.4%	1.2%	$1,343	0.5%	0.7%	80	3.4%	1.2%	$8,763	2.3%	0.8%
	Moderate	930	19.4%	$100,515	12.8%	18.9%	131	8.9%	10.8%	$12,292	4.6%	6.7%	524	22.0%	12.1%	$57,789	15.4%	7.5%
	Middle	2,043	42.6%	$279,728	35.5%	42.0%	655	44.3%	44.5%	$91,992	34.3%	37.8%	1,049	44.0%	44.4%	$143,176	38.1%	38.5%
	Upper	1,671	34.8%	$391,764	49.8%	34.6%	673	45.5%	43.4%	$162,812	60.7%	54.9%	732	30.7%	42.2%	$165,593	44.1%	53.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*4,798*	*100.0%*	*$786,987*	*100.0%*	*100.0%*	*1,479*	*100.0%*	*100.0%*	*$268,439*	*100.0%*	*100.0%*	*2,385*	*100.0%*	*100.0%*	*$375,321*	*100.0%*	*100.0%*
REFINANCE	Low	73	1.7%	$6,887	1.0%	4.5%	14	1.2%	1.2%	$1,003	0.5%	0.8%	32	1.6%	0.9%	$3,381	1.0%	0.5%
	Moderate	750	17.9%	$79,587	11.7%	18.9%	125	10.7%	10.1%	$11,864	6.3%	6.3%	382	18.8%	8.6%	$40,709	11.9%	5.3%
	Middle	1,701	40.7%	$223,464	32.9%	42.0%	492	42.2%	42.5%	$63,888	33.9%	36.2%	830	40.9%	42.0%	$110,053	32.2%	35.3%
	Upper	1,656	39.6%	$368,712	54.3%	34.6%	536	45.9%	46.1%	$111,623	59.3%	56.7%	783	38.6%	48.5%	$187,472	54.9%	58.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*4,180*	*100.0%*	*$678,650*	*100.0%*	*100.0%*	*1,167*	*100.0%*	*100.0%*	*$188,378*	*100.0%*	*100.0%*	*2,027*	*100.0%*	*100.0%*	*$341,615*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	8	1.8%	$482	1.3%	4.5%	2	1.6%	2.4%	$63	0.7%	0.7%	6	2.4%	2.5%	$419	1.8%	0.7%
	Moderate	103	22.6%	$6,839	17.8%	18.9%	18	14.1%	14.3%	$584	6.3%	5.9%	67	26.6%	12.6%	$5,385	22.9%	5.3%
	Middle	206	45.2%	$15,275	39.8%	42.0%	61	47.7%	42.8%	$3,901	41.9%	35.1%	105	41.7%	42.8%	$8,778	37.4%	32.2%
	Upper	139	30.5%	$15,789	41.1%	34.6%	47	36.7%	40.4%	$4,754	51.1%	58.2%	74	29.4%	42.1%	$8,894	37.9%	61.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*456*	*100.0%*	*$38,385*	*100.0%*	*100.0%*	*128*	*100.0%*	*100.0%*	*$9,302*	*100.0%*	*100.0%*	*252*	*100.0%*	*100.0%*	*$23,476*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	16.7%	0	0.0%	12.0%	$0	0.0%	15.3%	0	0.0%	11.8%	$0	0.0%	12.3%
	Moderate	0	0.0%	$0	0.0%	27.7%	0	0.0%	24.4%	$0	0.0%	17.8%	0	0.0%	17.1%	$0	0.0%	10.6%
	Middle	1	100.0%	$2,000	100.0%	37.7%	0	0.0%	43.3%	$0	0.0%	44.9%	1	100.0%	47.1%	$2,000	100.0%	54.9%
	Upper	0	0.0%	$0	0.0%	17.8%	0	0.0%	20.3%	$0	0.0%	22.0%	0	0.0%	23.6%	$0	0.0%	21.7%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.4%	$0	0.0%	0.5%
	Total	*1*	*100.0%*	*$2,000*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$2,000*	*100.0%*	*100.0%*
HMDA TOTALS	Low	235	2.5%	$22,349	1.5%	4.5%	36	1.3%	1.3%	$2,409	0.5%	1.3%	118	2.5%	1.2%	$12,563	1.7%	1.0%
	Moderate	1,783	18.9%	$186,941	12.4%	18.9%	274	9.9%	10.7%	$24,740	5.3%	7.0%	973	20.9%	10.6%	$103,883	14.0%	6.5%
	Middle	3,951	41.9%	$520,467	34.6%	42.0%	1,208	43.5%	43.6%	$159,781	34.3%	37.4%	1,985	42.6%	43.2%	$264,007	35.6%	37.3%
	Upper	3,466	36.7%	$776,265	51.5%	34.6%	1,256	45.3%	44.4%	$279,189	59.9%	54.2%	1,589	34.1%	45.0%	$361,959	48.8%	55.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*9,435*	*100.0%*	*$1,506,022*	*100.0%*	*100.0%*	*2,774*	*100.0%*	*100.0%*	*$466,119*	*100.0%*	*100.0%*	*4,665*	*100.0%*	*100.0%*	*$742,412*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: MI Detroit

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	1,058	22.1%	$97,768	12.4%	21.9%	144	9.7%	8.8%	$10,687	4.0%	4.2%	644	27.0%	9.6%	$62,392	16.6%	4.9%
	Moderate	1,197	24.9%	$143,336	18.2%	17.2%	334	22.6%	20.5%	$38,400	14.3%	14.0%	645	27.0%	20.7%	$80,916	21.6%	14.6%
	Middle	918	19.1%	$136,710	17.4%	20.1%	339	22.9%	21.9%	$51,566	19.2%	19.9%	383	16.1%	22.5%	$57,367	15.3%	20.6%
	Upper	1,364	28.4%	$356,417	45.3%	40.9%	561	37.9%	34.4%	$145,475	54.2%	48.7%	566	23.7%	32.6%	$146,023	38.9%	46.4%
	Unknown	261	5.4%	$52,756	6.7%	0.0%	101	6.8%	14.4%	$22,311	8.3%	13.2%	147	6.2%	14.6%	$28,623	7.6%	13.5%
	Total	*4,798*	*100.0%*	*$786,987*	*100.0%*	*100.0%*	*1,479*	*100.0%*	*100.0%*	*$268,439*	*100.0%*	*100.0%*	*2,385*	*100.0%*	*100.0%*	*$375,321*	*100.0%*	*100.0%*
REFINANCE	Low	698	16.7%	$62,862	9.3%	21.9%	108	9.3%	7.6%	$8,619	4.6%	4.1%	357	17.6%	6.1%	$32,164	9.4%	3.1%
	Moderate	757	18.1%	$78,318	11.5%	17.2%	205	17.6%	15.0%	$20,257	10.8%	10.1%	376	18.5%	14.0%	$39,548	11.6%	9.3%
	Middle	838	20.0%	$108,315	16.0%	20.1%	249	21.3%	20.3%	$29,877	15.9%	16.9%	374	18.5%	20.3%	$49,535	14.5%	17.0%
	Upper	1,506	36.0%	$352,482	51.9%	40.9%	497	42.6%	41.9%	$108,267	57.5%	53.3%	687	33.9%	40.5%	$170,921	50.0%	51.8%
	Unknown	381	9.1%	$76,673	11.3%	0.0%	108	9.3%	15.2%	$21,358	11.3%	15.5%	233	11.5%	19.0%	$49,447	14.5%	18.8%
	Total	*4,180*	*100.0%*	*$678,650*	*100.0%*	*100.0%*	*1,167*	*100.0%*	*100.0%*	*$188,378*	*100.0%*	*100.0%*	*2,027*	*100.0%*	*100.0%*	*$341,615*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	92	20.2%	$5,954	15.5%	21.9%	25	19.5%	10.2%	$792	8.5%	4.0%	61	24.2%	10.5%	$4,873	20.8%	4.5%
	Moderate	120	26.3%	$7,721	20.1%	17.2%	31	24.2%	19.4%	$1,645	17.7%	12.7%	61	24.2%	20.0%	$4,771	20.3%	11.9%
	Middle	106	23.2%	$8,400	21.9%	20.1%	34	26.6%	23.7%	$2,258	24.3%	21.3%	55	21.8%	25.4%	$4,983	21.2%	20.6%
	Upper	134	29.4%	$15,793	41.1%	40.9%	38	29.7%	41.0%	$4,607	49.5%	56.6%	72	28.6%	40.8%	$8,373	35.7%	58.0%
	Unknown	4	0.9%	$517	1.3%	0.0%	0	0.0%	5.8%	$0	0.0%	5.5%	3	1.2%	3.3%	$476	2.0%	5.0%
	Total	*456*	*100.0%*	*$38,385*	*100.0%*	*100.0%*	*128*	*100.0%*	*100.0%*	*$9,302*	*100.0%*	*100.0%*	*252*	*100.0%*	*100.0%*	*$23,476*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$2,000	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	1	100.0%	100.0%	$2,000	100.0%	100.0%
	Total	*1*	*100.0%*	*$2,000*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$2,000*	*100.0%*	*100.0%*
HMDA TOTALS	Low	1,848	19.6%	$166,584	11.1%	21.9%	277	10.0%	8.3%	$20,098	4.3%	4.0%	1,062	22.8%	8.1%	$99,429	13.4%	3.9%
	Moderate	2,074	22.0%	$229,375	15.2%	17.2%	570	20.5%	18.1%	$60,302	12.9%	11.8%	1,082	23.2%	17.6%	$125,235	16.9%	11.7%
	Middle	1,862	19.7%	$253,425	16.8%	20.1%	622	22.4%	21.3%	$83,701	18.0%	17.8%	812	17.4%	21.6%	$111,885	15.1%	18.4%
	Upper	3,004	31.8%	$724,692	48.1%	40.9%	1,096	39.5%	37.8%	$258,349	55.4%	48.5%	1,325	28.4%	36.6%	$325,317	43.8%	47.9%
	Unknown	647	6.9%	$131,946	8.8%	0.0%	209	7.5%	14.5%	$43,669	9.4%	17.9%	384	8.2%	16.2%	$80,546	10.8%	18.0%
	Total	*9,435*	*100.0%*	*$1,506,022*	*100.0%*	*100.0%*	*2,774*	*100.0%*	*100.0%*	*$466,119*	*100.0%*	*100.0%*	*4,665*	*100.0%*	*100.0%*	*$742,412*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: MI Detroit

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	226	6.2%	$57,342	9.2%	5.8%	84	5.8%	5.1%	$24,728	9.7%	7.3%	96	6.5%	5.2%	$22,673	9.2%	7.0%
	Moderate	657	18.0%	$144,150	23.2%	17.3%	258	17.8%	16.2%	$60,949	23.9%	19.5%	259	17.7%	16.8%	$56,585	22.9%	19.9%
	Middle	1,420	38.8%	$201,273	32.4%	39.2%	596	41.2%	37.3%	$87,247	34.2%	36.8%	531	36.2%	37.0%	$74,093	30.0%	36.9%
	Upper	1,335	36.5%	$211,953	34.1%	37.4%	500	34.5%	39.9%	$79,818	31.3%	34.8%	572	39.0%	39.7%	$91,551	37.0%	34.7%
	Unknown	21	0.6%	$6,064	1.0%	0.3%	10	0.7%	0.5%	$2,513	1.0%	1.3%	8	0.5%	0.5%	$2,201	0.9%	1.2%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.0%	$0	0.0%	0.4%	0	0.0%	0.8%	$0	0.0%	0.3%
	Total	*3,659*	*100.0%*	*$620,782*	*100.0%*	*100.0%*	*1,448*	*100.0%*	*100.0%*	*$255,255*	*100.0%*	*100.0%*	*1,466*	*100.0%*	*100.0%*	*$247,103*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	1.5%	0	0.0%	0.9%	$0	0.0%	0.2%	0	0.0%	1.2%	$0	0.0%	0.8%
	Moderate	1	5.9%	$25	4.4%	8.9%	1	16.7%	6.3%	$25	18.2%	3.8%	0	0.0%	6.6%	$0	0.0%	6.0%
	Middle	11	64.7%	$247	43.6%	64.1%	4	66.7%	70.6%	$103	75.2%	84.9%	4	57.1%	70.0%	$68	19.7%	82.2%
	Upper	5	29.4%	$294	51.9%	25.5%	1	16.7%	20.3%	$9	6.6%	10.1%	3	42.9%	21.0%	$277	80.3%	10.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.6%	$0	0.0%	0.7%	0	0.0%	0.3%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.4%	0	0.0%	0.9%	$0	0.0%	0.3%
	Total	*17*	*100.0%*	*$566*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$137*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$345*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: MI Detroit

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
			Bank Count		Bank Dollar		Total Businesses	Count			Dollar			Count			Dollar		
								Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	1,768	48.3%	$130,075	21.0%	91.5%	669	46.2%	40.7%	$60,300	23.6%	26.6%	697	47.5%	46.3%	$47,134	19.1%	27.5%
		Over $1 Million	1,211	33.1%	$401,552	64.7%	8.2%	452	31.2%					515	35.1%				
		Total Rev. available	2,979	81.4%	$531,627	85.7%	99.7%	1,121	77.4%					1,212	82.6%				
		Rev. Not Known	680	18.6%	$89,155	14.4%	0.3%	327	22.6%					254	17.3%				
		Total	*3,659*	*100.0%*	*$620,782*	*100.0%*	*100.0%*	*1,448*	*100.0%*					*1,466*	*100.0%*				
	Loan Size	$100,000 or Less	2,304	63.0%	$77,074	12.4%		893	61.7%	91.4%	$29,842	11.7%	26.8%	931	63.5%	92.1%	$31,262	12.7%	29.1%
		$100,001 - $250,000	568	15.5%	$102,873	16.6%		235	16.2%	3.9%	$41,880	16.4%	15.2%	223	15.2%	3.6%	$40,889	16.5%	14.7%
		$250,001 - $1 Million	787	21.5%	$440,835	71.0%		320	22.1%	4.7%	$183,533	71.9%	58.0%	312	21.3%	4.3%	$174,952	70.8%	56.1%
		Total	*3,659*	*100.0%*	*$620,782*	*100.0%*		*1,448*	*100.0%*	*100.0%*	*$255,255*	*100.0%*	*100.0%*	*1,466*	*100.0%*	*100.0%*	*$247,103*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	1,504	85.1%	$33,855	26.0%													
		$100,001 - $250,000	118	6.7%	$19,952	15.3%													
		$250,001 - $1 Million	146	8.3%	$76,268	58.6%													
		Total	*1,768*	*100.0%*	*$130,075*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	16	94.1%	$524	92.6%	98.2%	5	83.3%	49.1%	$95	69.3%	78.0%	7	100.0%	50.8%	$345	100.0%	67.5%
		Over $1 Million	0	0.0%	$0	0.0%	1.8%	0	0.0%					0	0.0%				
		Total Rev. available	16	94.1%	$524	92.6%	100.0%	5	83.3%					7	100.0%				
		Not Known	1	5.9%	$42	7.4%	0.0%	1	16.7%					0	0.0%				
		Total	*17*	*100.0%*	*$566*	*100.0%*	*100.0%*	*6*	*100.0%*					*7*	*100.0%*				
	Loan Size	$100,000 or Less	16	94.1%	$329	58.1%		6	100.0%	83.9%	$137	100.0%	29.7%	6	85.7%	85.0%	$108	31.3%	33.7%
		$100,001 - $250,000	1	5.9%	$237	41.9%		0	0.0%	12.0%	$0	0.0%	43.6%	1	14.3%	9.0%	$237	68.7%	29.0%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.1%	$0	0.0%	26.7%	0	0.0%	6.0%	$0	0.0%	37.3%
		Total	*17*	*100.0%*	*$566*	*100.0%*		*6*	*100.0%*	*100.0%*	*$137*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$345*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	15	93.8%	$287	54.8%													
		$100,001 - $250,000	1	6.3%	$237	45.2%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*16*	*100.0%*	*$524*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: MI Grand Rapids

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	74	2.1%	$6,484	1.3%	2.0%	18	1.3%	1.2%	$1,415	0.7%	0.8%	37	2.5%	1.6%	$3,677	1.7%	1.0%
	Moderate	573	16.6%	$52,493	10.4%	16.4%	194	14.5%	14.6%	$16,776	8.8%	9.4%	265	18.0%	14.8%	$24,545	11.4%	9.5%
	Middle	1,801	52.2%	$243,504	48.4%	54.6%	696	52.2%	53.9%	$90,895	47.9%	49.5%	787	53.4%	54.3%	$107,744	50.3%	49.7%
	Upper	999	29.0%	$200,316	39.8%	27.0%	426	31.9%	30.3%	$80,526	42.5%	40.3%	385	26.1%	29.4%	$78,424	36.6%	39.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3,447*	*100.0%*	*$502,797*	*100.0%*	*100.0%*	*1,334*	*100.0%*	*100.0%*	*$189,612*	*100.0%*	*100.0%*	*1,474*	*100.0%*	*100.0%*	*$214,390*	*100.0%*	*100.0%*
REFINANCE	Low	59	1.6%	$3,835	0.8%	2.0%	11	1.1%	1.3%	$646	0.5%	0.9%	19	1.0%	1.1%	$1,143	0.5%	0.6%
	Moderate	522	14.1%	$45,423	9.4%	16.4%	124	12.4%	12.9%	$11,040	8.8%	9.1%	247	13.6%	11.3%	$21,683	9.1%	7.4%
	Middle	1,925	52.1%	$229,120	47.6%	54.6%	555	55.4%	53.1%	$62,151	49.7%	47.9%	943	52.1%	51.9%	$115,177	48.3%	46.3%
	Upper	1,188	32.2%	$203,412	42.2%	27.0%	311	31.1%	32.6%	$51,208	41.0%	42.1%	601	33.2%	35.7%	$100,422	42.1%	45.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3,694*	*100.0%*	*$481,790*	*100.0%*	*100.0%*	*1,001*	*100.0%*	*100.0%*	*$125,045*	*100.0%*	*100.0%*	*1,810*	*100.0%*	*100.0%*	*$238,425*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	1.0%	$131	0.6%	2.0%	3	2.9%	1.2%	$131	2.0%	0.6%	0	0.0%	0.9%	$0	0.0%	0.5%
	Moderate	76	24.9%	$3,843	18.7%	16.4%	21	20.6%	15.7%	$1,196	18.4%	10.7%	37	26.6%	15.9%	$1,869	20.6%	11.8%
	Middle	140	45.9%	$9,416	45.7%	54.6%	40	39.2%	53.9%	$2,251	34.6%	47.3%	74	53.2%	52.5%	$5,393	59.4%	45.4%
	Upper	86	28.2%	$7,215	35.0%	27.0%	38	37.3%	29.2%	$2,933	45.0%	41.4%	28	20.1%	30.7%	$1,820	20.0%	42.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*305*	*100.0%*	*$20,605*	*100.0%*	*100.0%*	*102*	*100.0%*	*100.0%*	*$6,511*	*100.0%*	*100.0%*	*139*	*100.0%*	*100.0%*	*$9,082*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	1	33.3%	$83	27.0%	5.3%	0	0.0%	8.5%	$0	0.0%	13.4%	0	0.0%	8.0%	$0	0.0%	7.9%
	Moderate	2	66.7%	$224	73.0%	34.9%	0	0.0%	40.2%	$0	0.0%	13.0%	1	100.0%	45.3%	$145	100.0%	36.6%
	Middle	0	0.0%	$0	0.0%	50.1%	0	0.0%	43.9%	$0	0.0%	65.8%	0	0.0%	36.0%	$0	0.0%	36.6%
	Upper	0	0.0%	$0	0.0%	9.7%	0	0.0%	7.3%	$0	0.0%	7.9%	0	0.0%	10.7%	$0	0.0%	18.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3*	*100.0%*	*$307*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$145*	*100.0%*	*100.0%*
HMDA TOTALS	Low	137	1.8%	$10,533	1.0%	2.0%	32	1.3%	1.2%	$2,192	0.7%	1.6%	56	1.6%	1.3%	$4,820	1.0%	1.1%
	Moderate	1,173	15.7%	$101,983	10.1%	16.4%	339	13.9%	14.2%	$29,012	9.0%	9.5%	550	16.1%	13.5%	$48,242	10.4%	9.7%
	Middle	3,866	51.9%	$482,040	47.9%	54.6%	1,291	53.0%	53.6%	$155,297	48.4%	50.0%	1,804	52.7%	53.2%	$228,314	49.4%	47.8%
	Upper	2,273	30.5%	$410,943	40.9%	27.0%	775	31.8%	31.0%	$134,667	41.9%	38.9%	1,014	29.6%	31.9%	$180,666	39.1%	41.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*7,449*	*100.0%*	*$1,005,499*	*100.0%*	*100.0%*	*2,437*	*100.0%*	*100.0%*	*$321,168*	*100.0%*	*100.0%*	*3,424*	*100.0%*	*100.0%*	*$462,042*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: MI Grand Rapids

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	629	18.2%	$51,941	10.3%	19.8%	229	17.2%	10.8%	$18,186	9.6%	5.8%	286	19.4%	10.0%	$24,183	11.3%	5.4%
	Moderate	882	25.6%	$99,041	19.7%	18.3%	357	26.8%	21.9%	$37,516	19.8%	15.9%	377	25.6%	23.8%	$43,465	20.3%	17.2%
	Middle	654	19.0%	$91,837	18.3%	22.3%	249	18.7%	21.5%	$33,967	17.9%	20.3%	268	18.2%	21.0%	$38,064	17.8%	19.7%
	Upper	1,015	29.4%	$217,654	43.3%	39.5%	411	30.8%	28.4%	$84,252	44.4%	41.8%	395	26.8%	28.6%	$87,427	40.8%	41.7%
	Unknown	267	7.7%	$42,324	8.4%	0.0%	88	6.6%	17.4%	$15,691	8.3%	16.2%	148	10.0%	16.6%	$21,251	9.9%	15.9%
	Total	*3,447*	*100.0%*	*$502,797*	*100.0%*	*100.0%*	*1,334*	*100.0%*	*100.0%*	*$189,612*	*100.0%*	*100.0%*	*1,474*	*100.0%*	*100.0%*	*$214,390*	*100.0%*	*100.0%*
REFINANCE	Low	507	13.7%	$38,948	8.1%	19.8%	142	14.2%	8.7%	$11,054	8.8%	5.0%	242	13.4%	6.7%	$18,915	7.9%	3.6%
	Moderate	826	22.4%	$76,816	15.9%	18.3%	203	20.3%	17.8%	$18,123	14.5%	12.5%	418	23.1%	17.6%	$39,925	16.7%	12.1%
	Middle	878	23.8%	$97,911	20.3%	22.3%	248	24.8%	21.2%	$26,208	21.0%	18.1%	435	24.0%	20.7%	$49,562	20.8%	17.4%
	Upper	1,271	34.4%	$234,591	48.7%	39.5%	353	35.3%	32.7%	$62,587	50.1%	43.9%	596	32.9%	33.9%	$110,185	46.2%	45.3%
	Unknown	212	5.7%	$33,524	7.0%	0.0%	55	5.5%	19.6%	$7,073	5.7%	20.6%	119	6.6%	21.0%	$19,838	8.3%	21.7%
	Total	*3,694*	*100.0%*	*$481,790*	*100.0%*	*100.0%*	*1,001*	*100.0%*	*100.0%*	*$125,045*	*100.0%*	*100.0%*	*1,810*	*100.0%*	*100.0%*	*$238,425*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	48	15.7%	$2,330	11.3%	19.8%	15	14.7%	10.9%	$561	8.6%	5.5%	25	18.0%	10.0%	$1,441	15.9%	5.3%
	Moderate	91	29.8%	$4,877	23.7%	18.3%	28	27.5%	22.1%	$1,048	16.1%	14.9%	42	30.2%	21.5%	$2,456	27.0%	15.7%
	Middle	86	28.2%	$4,502	21.8%	22.3%	29	28.4%	26.8%	$1,695	26.0%	22.6%	42	30.2%	24.9%	$1,766	19.4%	20.4%
	Upper	73	23.9%	$8,243	40.0%	39.5%	27	26.5%	35.6%	$2,931	45.0%	50.3%	28	20.1%	40.9%	$3,197	35.2%	54.2%
	Unknown	7	2.3%	$653	3.2%	0.0%	3	2.9%	4.6%	$276	4.2%	6.6%	2	1.4%	2.7%	$222	2.4%	4.4%
	Total	*305*	*100.0%*	*$20,605*	*100.0%*	*100.0%*	*102*	*100.0%*	*100.0%*	*$6,511*	*100.0%*	*100.0%*	*139*	*100.0%*	*100.0%*	*$9,082*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	19.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	3	100.0%	$307	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	1	100.0%	100.0%	$145	100.0%	100.0%
	Total	*3*	*100.0%*	*$307*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$145*	*100.0%*	*100.0%*
HMDA TOTALS	Low	1,184	15.9%	$93,219	9.3%	19.8%	386	15.8%	10.0%	$29,801	9.3%	5.2%	553	16.2%	8.7%	$44,539	9.6%	4.5%
	Moderate	1,799	24.2%	$180,734	18.0%	18.3%	588	24.1%	20.4%	$56,687	17.7%	13.8%	837	24.4%	21.2%	$85,846	18.6%	14.6%
	Middle	1,618	21.7%	$194,250	19.3%	22.3%	526	21.6%	21.6%	$61,870	19.3%	18.4%	745	21.8%	21.1%	$89,392	19.3%	18.1%
	Upper	2,359	31.7%	$460,488	45.8%	39.5%	791	32.5%	30.2%	$149,770	46.6%	40.0%	1,019	29.8%	31.3%	$200,809	43.5%	41.9%
	Unknown	489	6.6%	$76,808	7.6%	0.0%	146	6.0%	17.7%	$23,040	7.2%	22.6%	270	7.9%	17.8%	$41,456	9.0%	20.9%
	Total	*7,449*	*100.0%*	*$1,005,499*	*100.0%*	*100.0%*	*2,437*	*100.0%*	*100.0%*	*$321,168*	*100.0%*	*100.0%*	*3,424*	*100.0%*	*100.0%*	*$462,042*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: MI Grand Rapids

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	176	6.5%	$36,893	9.5%	3.6%	70	5.9%	4.5%	$14,561	9.8%	7.1%	70	6.9%	4.5%	$13,996	8.8%	7.2%
	Moderate	502	18.5%	$70,430	18.2%	18.3%	230	19.4%	17.4%	$27,744	18.8%	18.4%	192	18.8%	17.2%	$29,614	18.5%	19.1%
	Middle	1,197	44.2%	$174,108	44.9%	49.4%	535	45.1%	45.8%	$68,265	46.2%	45.1%	442	43.4%	46.2%	$69,590	43.6%	44.7%
	Upper	833	30.8%	$105,966	27.4%	28.7%	351	29.6%	31.0%	$37,283	25.2%	29.1%	315	30.9%	31.1%	$46,504	29.1%	28.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.3%	0	0.0%	0.9%	$0	0.0%	0.1%
	Total	*2,708*	*100.0%*	*$387,397*	*100.0%*	*100.0%*	*1,186*	*100.0%*	*100.0%*	*$147,853*	*100.0%*	*100.0%*	*1,019*	*100.0%*	*100.0%*	*$159,704*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.6%	$0	0.0%	0.2%
	Moderate	0	0.0%	$0	0.0%	9.2%	0	0.0%	12.7%	$0	0.0%	9.7%	0	0.0%	14.0%	$0	0.0%	13.6%
	Middle	18	75.0%	$2,636	94.2%	69.7%	10	83.3%	68.3%	$2,322	97.4%	69.6%	4	66.7%	65.6%	$168	85.7%	63.3%
	Upper	6	25.0%	$161	5.8%	20.9%	2	16.7%	18.4%	$63	2.6%	20.7%	2	33.3%	19.8%	$28	14.3%	22.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.5%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*24*	*100.0%*	*$2,797*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$2,385*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$196*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: MI Grand Rapids

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	1,339	49.4%	$61,465	15.9%	89.7%	594	50.1%	39.5%	$22,966	15.5%	28.1%	469	46.0%	41.7%	$24,548	15.4%	28.0%
		Over $1 Million	808	29.8%	$261,989	67.6%	9.8%	296	25.0%					350	34.3%				
		Total Rev. available	2,147	79.2%	$323,454	83.5%	99.5%	890	75.1%					819	80.3%				
		Rev. Not Known	561	20.7%	$63,943	16.5%	0.5%	296	25.0%					200	19.6%				
		Total	*2,708*	*100.0%*	*$387,397*	*100.0%*	*100.0%*	*1,186*	*100.0%*					*1,019*	*100.0%*				
	Loan Size	$100,000 or Less	1,887	69.7%	$59,270	15.3%		869	73.3%	84.2%	$25,487	17.2%	19.7%	676	66.3%	83.6%	$22,184	13.9%	19.8%
		$100,001 - $250,000	359	13.3%	$63,875	16.5%		142	12.0%	7.1%	$24,484	16.6%	16.9%	152	14.9%	7.5%	$27,224	17.0%	17.0%
		$250,001 - $1 Million	462	17.1%	$264,252	68.2%		175	14.8%	8.6%	$97,882	66.2%	63.3%	191	18.7%	8.9%	$110,296	69.1%	63.2%
		Total	*2,708*	*100.0%*	*$387,397*	*100.0%*		*1,186*	*100.0%*	*100.0%*	*$147,853*	*100.0%*	*100.0%*	*1,019*	*100.0%*	*100.0%*	*$159,704*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	1,225	91.5%	$25,778	41.9%													
		$100,001 - $250,000	69	5.2%	$11,603	18.9%													
		$250,001 - $1 Million	45	3.4%	$24,084	39.2%													
		Total	*1,339*	*100.0%*	*$61,465*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	12	50.0%	$330	11.8%	95.2%	2	16.7%	46.3%	$48	2.0%	49.3%	4	66.7%	44.1%	$66	33.7%	58.2%
		Over $1 Million	8	33.3%	$2,217	79.3%	4.7%	8	66.7%					0	0.0%				
		Total Rev. available	20	83.3%	$2,547	91.1%	99.9%	10	83.4%					4	66.7%				
		Not Known	4	16.7%	$250	8.9%	0.1%	2	16.7%					2	33.3%				
		Total	*24*	*100.0%*	*$2,797*	*100.0%*	*100.0%*	*12*	*100.0%*					*6*	*100.0%*				
	Loan Size	$100,000 or Less	18	75.0%	$647	23.1%		6	50.0%	72.6%	$235	9.9%	22.5%	6	100.0%	77.9%	$196	100.0%	24.8%
		$100,001 - $250,000	2	8.3%	$350	12.5%		2	16.7%	17.1%	$350	14.7%	33.6%	0	0.0%	13.2%	$0	0.0%	29.6%
		$250,001 - $500,000	4	16.7%	$1,800	64.4%		4	33.3%	10.3%	$1,800	75.5%	44.0%	0	0.0%	8.9%	$0	0.0%	45.5%
		Total	*24*	*100.0%*	*$2,797*	*100.0%*		*12*	*100.0%*	*100.0%*	*$2,385*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$196*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	12	100.0%	$330	100.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*12*	*100.0%*	*$330*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: MO St Louis

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	4	1.1%	$785	0.7%	5.1%	2	1.1%	1.9%	$549	1.0%	1.0%	2	1.3%	2.1%	$236	0.6%	1.3%
	Moderate	30	8.1%	$5,684	5.4%	16.4%	11	5.9%	10.6%	$2,243	4.0%	6.3%	15	10.0%	10.0%	$2,454	5.9%	6.2%
	Middle	116	31.4%	$23,390	22.1%	32.7%	61	32.4%	32.9%	$12,081	21.6%	25.3%	49	32.7%	34.5%	$10,466	25.2%	26.8%
	Upper	220	59.5%	$76,215	71.9%	45.9%	114	60.6%	54.6%	$40,940	73.4%	67.4%	84	56.0%	53.3%	$28,308	68.3%	65.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*370*	*100.0%*	*$106,074*	*100.0%*	*100.0%*	*188*	*100.0%*	*100.0%*	*$55,813*	*100.0%*	*100.0%*	*150*	*100.0%*	*100.0%*	*$41,464*	*100.0%*	*100.0%*
REFINANCE	Low	7	2.2%	$800	1.0%	5.1%	1	0.9%	2.4%	$31	0.1%	1.3%	6	3.6%	1.6%	$769	1.8%	0.9%
	Moderate	24	7.5%	$2,295	2.8%	16.4%	13	11.9%	11.6%	$1,279	5.3%	6.7%	8	4.8%	8.8%	$767	1.8%	5.0%
	Middle	66	20.7%	$9,921	12.2%	32.7%	34	31.2%	32.2%	$5,074	21.2%	24.3%	24	14.5%	30.1%	$3,568	8.3%	22.2%
	Upper	222	69.6%	$68,433	84.0%	45.9%	61	56.0%	53.8%	$17,560	73.3%	67.7%	127	77.0%	59.5%	$37,911	88.1%	71.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*319*	*100.0%*	*$81,449*	*100.0%*	*100.0%*	*109*	*100.0%*	*100.0%*	*$23,944*	*100.0%*	*100.0%*	*165*	*100.0%*	*100.0%*	*$43,015*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	8.3%	$6	0.9%	5.1%	0	0.0%	5.2%	$0	0.0%	1.6%	1	16.7%	5.3%	$6	2.9%	1.3%
	Moderate	3	25.0%	$133	20.8%	16.4%	2	33.3%	15.4%	$111	25.9%	6.4%	1	16.7%	15.1%	$22	10.5%	7.1%
	Middle	1	8.3%	$60	9.4%	32.7%	1	16.7%	28.0%	$60	14.0%	18.3%	0	0.0%	27.4%	$0	0.0%	20.4%
	Upper	7	58.3%	$440	68.9%	45.9%	3	50.0%	51.5%	$258	60.1%	73.7%	4	66.7%	52.2%	$182	86.7%	71.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*12*	*100.0%*	*$639*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$429*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$210*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	1	100.0%	$314	100.0%	12.9%	1	100.0%	16.9%	$314	100.0%	7.8%	0	0.0%	19.2%	$0	0.0%	13.3%
	Moderate	0	0.0%	$0	0.0%	18.9%	0	0.0%	31.9%	$0	0.0%	12.4%	0	0.0%	31.6%	$0	0.0%	19.6%
	Middle	0	0.0%	$0	0.0%	35.2%	0	0.0%	23.7%	$0	0.0%	23.4%	0	0.0%	24.8%	$0	0.0%	15.0%
	Upper	0	0.0%	$0	0.0%	32.6%	0	0.0%	27.5%	$0	0.0%	56.4%	0	0.0%	24.4%	$0	0.0%	52.1%
	Unknown	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$314*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$314*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	13	1.9%	$1,905	1.0%	5.1%	4	1.3%	2.3%	$894	1.1%	1.6%	9	2.8%	2.1%	$1,011	1.2%	1.6%
	Moderate	57	8.1%	$8,112	4.3%	16.4%	26	8.6%	11.2%	$3,633	4.5%	6.8%	24	7.5%	9.7%	$3,243	3.8%	6.2%
	Middle	183	26.1%	$33,371	17.7%	32.7%	96	31.6%	32.4%	$17,215	21.4%	24.7%	73	22.7%	32.2%	$14,034	16.6%	24.0%
	Upper	449	64.0%	$145,088	77.0%	45.9%	178	58.6%	54.1%	$58,758	73.0%	66.9%	215	67.0%	56.1%	$66,401	78.4%	68.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*702*	*100.0%*	*$188,476*	*100.0%*	*100.0%*	*304*	*100.0%*	*100.0%*	*$80,500*	*100.0%*	*100.0%*	*321*	*100.0%*	*100.0%*	*$84,689*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: MO St Louis

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	17	4.6%	$1,377	1.3%	20.1%	9	4.8%	8.7%	$762	1.4%	4.1%	7	4.7%	8.8%	$536	1.3%	4.2%
	Moderate	81	21.9%	$13,610	12.8%	16.2%	35	18.6%	18.0%	$5,650	10.1%	12.0%	36	24.0%	16.9%	$6,191	14.9%	11.3%
	Middle	46	12.4%	$7,842	7.4%	19.9%	30	16.0%	18.0%	$5,422	9.7%	15.8%	13	8.7%	17.7%	$1,996	4.8%	15.7%
	Upper	209	56.5%	$79,935	75.4%	43.8%	105	55.9%	32.1%	$42,165	75.5%	46.3%	86	57.3%	31.5%	$31,245	75.4%	44.9%
	Unknown	17	4.6%	$3,310	3.1%	0.0%	9	4.8%	23.2%	$1,814	3.3%	21.8%	8	5.3%	25.1%	$1,496	3.6%	23.8%
	Total	*370*	*100.0%*	*$106,074*	*100.0%*	*100.0%*	*188*	*100.0%*	*100.0%*	*$55,813*	*100.0%*	*100.0%*	*150*	*100.0%*	*100.0%*	*$41,464*	*100.0%*	*100.0%*
REFINANCE	Low	19	6.0%	$1,803	2.2%	20.1%	10	9.2%	7.0%	$889	3.7%	3.3%	6	3.6%	5.2%	$664	1.5%	2.3%
	Moderate	36	11.3%	$4,298	5.3%	16.2%	11	10.1%	13.4%	$1,359	5.7%	8.4%	23	13.9%	11.6%	$2,741	6.4%	7.1%
	Middle	65	20.4%	$9,950	12.2%	19.9%	25	22.9%	18.2%	$3,652	15.3%	14.4%	35	21.2%	16.4%	$5,438	12.6%	12.8%
	Upper	175	54.9%	$61,016	74.9%	43.8%	50	45.9%	35.8%	$15,528	64.9%	49.6%	92	55.8%	36.1%	$32,789	76.2%	48.9%
	Unknown	24	7.5%	$4,382	5.4%	0.0%	13	11.9%	25.5%	$2,516	10.5%	24.3%	9	5.5%	30.8%	$1,383	3.2%	28.9%
	Total	*319*	*100.0%*	*$81,449*	*100.0%*	*100.0%*	*109*	*100.0%*	*100.0%*	*$23,944*	*100.0%*	*100.0%*	*165*	*100.0%*	*100.0%*	*$43,015*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	16.7%	$107	16.7%	20.1%	1	16.7%	9.1%	$53	12.4%	2.5%	1	16.7%	8.7%	$54	25.7%	2.9%
	Moderate	3	25.0%	$51	8.0%	16.2%	1	16.7%	17.7%	$23	5.4%	7.7%	2	33.3%	15.1%	$28	13.3%	8.2%
	Middle	3	25.0%	$120	18.8%	19.9%	2	33.3%	20.0%	$118	27.5%	14.8%	1	16.7%	19.2%	$2	1.0%	14.7%
	Upper	4	33.3%	$361	56.5%	43.8%	2	33.3%	41.4%	$235	54.8%	56.3%	2	33.3%	43.6%	$126	60.0%	57.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	11.9%	$0	0.0%	18.7%	0	0.0%	13.4%	$0	0.0%	17.0%
	Total	*12*	*100.0%*	*$639*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$429*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$210*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	20.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	19.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	43.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$314	100.0%	0.0%	1	100.0%	100.0%	$314	100.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*1*	*100.0%*	*$314*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$314*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	38	5.4%	$3,287	1.7%	20.1%	20	6.6%	8.0%	$1,704	2.1%	3.5%	14	4.4%	7.0%	$1,254	1.5%	3.1%
	Moderate	120	17.1%	$17,959	9.5%	16.2%	47	15.5%	16.1%	$7,032	8.7%	9.8%	61	19.0%	14.3%	$8,960	10.6%	8.8%
	Middle	114	16.2%	$17,912	9.5%	19.9%	57	18.8%	18.1%	$9,192	11.4%	14.2%	49	15.3%	17.0%	$7,436	8.8%	13.6%
	Upper	388	55.3%	$141,312	75.0%	43.8%	157	51.6%	33.8%	$57,928	72.0%	44.6%	180	56.1%	33.9%	$64,160	75.8%	44.9%
	Unknown	42	6.0%	$8,006	4.2%	0.0%	23	7.6%	24.1%	$4,644	5.8%	27.9%	17	5.3%	27.7%	$2,879	3.4%	29.6%
	Total	*702*	*100.0%*	*$188,476*	*100.0%*	*100.0%*	*304*	*100.0%*	*100.0%*	*$80,500*	*100.0%*	*100.0%*	*321*	*100.0%*	*100.0%*	*$84,689*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: MO St Louis

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	33	11.1%	$9,522	19.9%	6.2%	11	7.2%	5.3%	$2,967	13.1%	7.1%	18	13.6%	5.5%	$5,494	25.4%	6.9%
	Moderate	45	15.1%	$5,928	12.4%	14.7%	25	16.3%	13.9%	$3,170	14.0%	16.3%	19	14.4%	14.4%	$2,608	12.0%	16.6%
	Middle	90	30.2%	$12,943	27.0%	28.6%	45	29.4%	27.8%	$6,455	28.5%	26.4%	43	32.6%	27.7%	$6,225	28.8%	26.6%
	Upper	130	43.6%	$19,504	40.7%	50.5%	72	47.1%	52.2%	$10,095	44.5%	49.7%	52	39.4%	51.7%	$7,319	33.8%	49.4%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.3%	0	0.0%	0.1%	$0	0.0%	0.2%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.7%	$0	0.0%	0.1%	0	0.0%	0.6%	$0	0.0%	0.2%
	Total	*298*	*100.0%*	*$47,897*	*100.0%*	*100.0%*	*153*	*100.0%*	*100.0%*	*$22,687*	*100.0%*	*100.0%*	*132*	*100.0%*	*100.0%*	*$21,646*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.7%	$0	0.0%	0.1%	0	0.0%	2.0%	$0	0.0%	2.6%
	Moderate	0	0.0%	$0	0.0%	8.0%	0	0.0%	4.4%	$0	0.0%	3.7%	0	0.0%	4.7%	$0	0.0%	0.6%
	Middle	0	0.0%	$0	0.0%	30.1%	0	0.0%	31.4%	$0	0.0%	33.9%	0	0.0%	36.2%	$0	0.0%	27.4%
	Upper	0	0.0%	$0	0.0%	60.4%	0	0.0%	62.8%	$0	0.0%	62.3%	0	0.0%	57.0%	$0	0.0%	69.3%
	Unknown	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.7%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: MO St Louis

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	116	38.9%	$4,635	9.7%	89.8%	64	41.8%	43.2%	$1,667	7.3%	30.3%	49	37.1%	45.4%	$2,865	13.2%	29.6%
		Over $1 Million	105	35.2%	$32,526	67.9%	9.8%	50	32.7%					49	37.1%				
		Total Rev. available	221	74.1%	$37,161	77.6%	99.6%	114	74.5%					98	74.2%				
		Rev. Not Known	77	25.8%	$10,736	22.4%	0.3%	39	25.5%					34	25.8%				
		Total	*298*	*100.0%*	*$47,897*	*100.0%*	*100.0%*	*153*	*100.0%*					*132*	*100.0%*				
	Loan Size	$100,000 or Less	191	64.1%	$7,012	14.6%		101	66.0%	90.6%	$3,293	14.5%	24.7%	85	64.4%	91.1%	$3,466	16.0%	27.0%
		$100,001 - $250,000	49	16.4%	$9,194	19.2%		25	16.3%	4.3%	$4,814	21.2%	16.0%	21	15.9%	4.0%	$3,862	17.8%	15.4%
		$250,001 - $1 Million	58	19.5%	$31,691	66.2%		27	17.6%	5.1%	$14,580	64.3%	59.2%	26	19.7%	4.9%	$14,318	66.1%	57.6%
		Total	*298*	*100.0%*	*$47,897*	*100.0%*		*153*	*100.0%*	*100.0%*	*$22,687*	*100.0%*	*100.0%*	*132*	*100.0%*	*100.0%*	*$21,646*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	112	96.6%	$3,079	66.4%													
		$100,001 - $250,000	2	1.7%	$418	9.0%													
		$250,001 - $1 Million	2	1.7%	$1,138	24.6%													
		Total	*116*	*100.0%*	*$4,635*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	0	0.0%	$0	0.0%	97.4%	0	0.0%	56.9%	$0	0.0%	66.4%	0	0.0%	50.3%	$0	0.0%	60.7%
		Over $1 Million	0	0.0%	$0	0.0%	2.6%	0	0.0%					0	0.0%				
		Total Rev. available	0	0.0%	$0	0.0%	100.0%	0	0.0%					0	0.0%				
		Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
	Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	83.9%	$0	0.0%	25.8%	0	0.0%	78.5%	$0	0.0%	22.8%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	10.2%	$0	0.0%	34.3%	0	0.0%	14.1%	$0	0.0%	33.4%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	5.8%	$0	0.0%	39.9%	0	0.0%	7.4%	$0	0.0%	43.8%
		Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	0	0.0%	$0	0.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*0*	*0.0%*	*$0*	*0.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: NC Charlotte

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	Owner Occupied Units %	2014 Count Bank #	%	Agg %	2014 Dollar Bank $ (000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $ (000s)	$ %	Agg $ %
HOME PURCHASE	Low	69	4.6%	$9,233	3.3%	3.4%	20	3.3%	2.1%	$2,304	2.0%	1.5%	42	6.8%	2.8%	$6,228	5.8%	2.2%
	Moderate	267	17.9%	$30,984	11.2%	18.4%	103	17.1%	12.8%	$11,314	10.0%	7.8%	123	20.0%	13.4%	$14,522	13.5%	8.3%
	Middle	547	36.6%	$78,478	28.4%	39.9%	224	37.1%	34.4%	$32,009	28.3%	25.8%	219	35.6%	35.2%	$29,912	27.8%	27.2%
	Upper	610	40.8%	$156,885	56.9%	38.3%	257	42.5%	50.5%	$67,506	59.7%	64.8%	232	37.7%	48.6%	$57,060	53.0%	62.3%
	Unknown	1	0.1%	$268	0.1%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*1,494*	*100.0%*	*$275,848*	*100.0%*	*100.0%*	*604*	*100.0%*	*100.0%*	*$113,133*	*100.0%*	*100.0%*	*616*	*100.0%*	*100.0%*	*$107,722*	*100.0%*	*100.0%*
REFINANCE	Low	45	2.9%	$5,539	2.2%	3.4%	7	1.9%	2.6%	$499	0.9%	6.9%	22	3.0%	1.8%	$2,735	2.3%	1.1%
	Moderate	256	16.7%	$27,511	11.0%	18.4%	38	10.1%	13.5%	$4,113	7.2%	15.3%	126	17.2%	11.6%	$13,193	11.1%	6.8%
	Middle	570	37.1%	$71,780	28.7%	39.9%	170	45.3%	37.5%	$19,467	33.9%	31.9%	261	35.6%	33.8%	$33,815	28.3%	24.6%
	Upper	663	43.2%	$144,611	57.9%	38.3%	159	42.4%	46.3%	$33,034	57.6%	45.9%	324	44.2%	52.8%	$69,548	58.3%	67.4%
	Unknown	2	0.1%	$340	0.1%	0.0%	1	0.3%	0.0%	$235	0.4%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,536*	*100.0%*	*$249,781*	*100.0%*	*100.0%*	*375*	*100.0%*	*100.0%*	*$57,348*	*100.0%*	*100.0%*	*733*	*100.0%*	*100.0%*	*$119,291*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	4	2.3%	$203	1.4%	3.4%	1	1.7%	3.6%	$52	1.1%	1.4%	2	2.6%	2.4%	$53	0.9%	1.3%
	Moderate	31	18.1%	$2,042	14.5%	18.4%	6	10.2%	17.2%	$182	3.7%	8.5%	22	28.6%	16.5%	$1,701	29.3%	7.3%
	Middle	79	46.2%	$5,457	38.7%	39.9%	31	52.5%	36.7%	$2,259	46.2%	24.4%	34	44.2%	35.9%	$2,110	36.4%	21.5%
	Upper	57	33.3%	$6,415	45.4%	38.3%	21	35.6%	42.5%	$2,396	49.0%	65.7%	19	24.7%	45.2%	$1,938	33.4%	69.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*171*	*100.0%*	*$14,117*	*100.0%*	*100.0%*	*59*	*100.0%*	*100.0%*	*$4,889*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$5,802*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	14.0%	0	0.0%	22.5%	$0	0.0%	10.9%	0	0.0%	20.0%	$0	0.0%	13.9%
	Moderate	0	0.0%	$0	0.0%	29.7%	0	0.0%	23.6%	$0	0.0%	13.9%	0	0.0%	29.2%	$0	0.0%	25.8%
	Middle	0	0.0%	$0	0.0%	23.1%	0	0.0%	22.5%	$0	0.0%	20.8%	0	0.0%	26.9%	$0	0.0%	27.8%
	Upper	0	0.0%	$0	0.0%	33.0%	0	0.0%	31.5%	$0	0.0%	54.4%	0	0.0%	23.8%	$0	0.0%	32.5%
	Unknown	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	118	3.7%	$14,975	2.8%	3.4%	28	2.7%	2.4%	$2,855	1.6%	3.9%	66	4.6%	2.4%	$9,016	3.9%	2.6%
	Moderate	554	17.3%	$60,537	11.2%	18.4%	147	14.2%	13.2%	$15,609	8.9%	10.8%	271	19.0%	12.8%	$29,416	12.6%	8.9%
	Middle	1,196	37.4%	$155,715	28.8%	39.9%	425	40.9%	35.5%	$53,735	30.6%	27.8%	514	36.0%	34.7%	$65,837	28.3%	26.3%
	Upper	1,330	41.5%	$307,911	57.0%	38.3%	437	42.1%	48.9%	$102,936	58.7%	57.5%	575	40.3%	50.0%	$128,546	55.2%	62.2%
	Unknown	3	0.1%	$608	0.1%	0.0%	1	0.1%	0.1%	$235	0.1%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*3,201*	*100.0%*	*$539,746*	*100.0%*	*100.0%*	*1,038*	*100.0%*	*100.0%*	*$175,370*	*100.0%*	*100.0%*	*1,426*	*100.0%*	*100.0%*	*$232,815*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: NC Charlotte

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count		Bank Dollar		Families by Family Income	Bank & Aggregate Lending Comparison 2014 Count Bank		Count Agg	Dollar Bank		Dollar Agg	2015 Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	307	20.5%	$28,568	10.4%	21.0%	127	21.0%	6.3%	$10,969	9.7%	2.8%	151	24.5%	6.1%	$14,743	13.7%	2.8%
	Moderate	348	23.3%	$42,904	15.6%	17.3%	138	22.8%	17.6%	$16,030	14.2%	10.6%	151	24.5%	18.5%	$19,575	18.2%	11.3%
	Middle	223	14.9%	$35,809	13.0%	20.4%	80	13.2%	17.7%	$12,832	11.3%	14.3%	93	15.1%	18.8%	$14,701	13.6%	15.4%
	Upper	494	33.1%	$137,275	49.8%	41.4%	216	35.8%	38.5%	$60,368	53.4%	54.0%	157	25.5%	38.7%	$43,473	40.4%	53.6%
	Unknown	122	8.2%	$31,292	11.3%	0.0%	43	7.1%	19.8%	$12,934	11.4%	18.2%	64	10.4%	17.9%	$15,230	14.1%	17.0%
	Total	*1,494*	*100.0%*	*$275,848*	*100.0%*	*100.0%*	*604*	*100.0%*	*100.0%*	*$113,133*	*100.0%*	*100.0%*	*616*	*100.0%*	*100.0%*	*$107,722*	*100.0%*	*100.0%*
REFINANCE	Low	189	12.3%	$17,095	6.8%	21.0%	48	12.8%	6.7%	$3,999	7.0%	2.3%	86	11.7%	5.0%	$7,790	6.5%	2.2%
	Moderate	303	19.7%	$31,157	12.5%	17.3%	76	20.3%	13.9%	$7,500	13.1%	6.1%	150	20.5%	11.9%	$14,940	12.5%	6.8%
	Middle	314	20.4%	$39,038	15.6%	20.4%	84	22.4%	17.0%	$9,962	17.4%	9.3%	137	18.7%	16.5%	$17,116	14.3%	12.1%
	Upper	581	37.8%	$131,831	52.8%	41.4%	135	36.0%	37.7%	$30,669	53.5%	37.3%	257	35.1%	41.0%	$57,534	48.2%	55.2%
	Unknown	149	9.7%	$30,660	12.3%	0.0%	32	8.5%	24.7%	$5,218	9.1%	45.0%	103	14.1%	25.7%	$21,911	18.4%	23.8%
	Total	*1,536*	*100.0%*	*$249,781*	*100.0%*	*100.0%*	*375*	*100.0%*	*100.0%*	*$57,348*	*100.0%*	*100.0%*	*733*	*100.0%*	*100.0%*	*$119,291*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	37	21.6%	$1,746	12.4%	21.0%	14	23.7%	9.7%	$501	10.2%	2.7%	19	24.7%	7.6%	$1,138	19.6%	2.2%
	Moderate	42	24.6%	$2,375	16.8%	17.3%	17	28.8%	17.1%	$1,151	23.5%	6.7%	17	22.1%	16.3%	$918	15.8%	7.0%
	Middle	42	24.6%	$3,628	25.7%	20.4%	16	27.1%	20.3%	$1,705	34.9%	13.9%	18	23.4%	19.9%	$1,328	22.9%	12.0%
	Upper	50	29.2%	$6,368	45.1%	41.4%	12	20.3%	43.8%	$1,532	31.3%	67.5%	23	29.9%	47.8%	$2,418	41.7%	66.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	9.1%	$0	0.0%	9.3%	0	0.0%	8.4%	$0	0.0%	12.5%
	Total	*171*	*100.0%*	*$14,117*	*100.0%*	*100.0%*	*59*	*100.0%*	*100.0%*	*$4,889*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$5,802*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	533	16.7%	$47,409	8.8%	21.0%	189	18.2%	6.5%	$15,469	8.8%	2.5%	256	18.0%	5.7%	$23,671	10.2%	2.4%
	Moderate	693	21.6%	$76,436	14.2%	17.3%	231	22.3%	16.3%	$24,681	14.1%	8.5%	318	22.3%	15.9%	$35,433	15.2%	8.9%
	Middle	579	18.1%	$78,475	14.5%	20.4%	180	17.3%	17.5%	$24,499	14.0%	11.9%	248	17.4%	17.9%	$33,145	14.2%	13.1%
	Upper	1,125	35.1%	$275,474	51.0%	41.4%	363	35.0%	38.4%	$92,569	52.8%	45.9%	437	30.6%	39.8%	$103,425	44.4%	50.7%
	Unknown	271	8.5%	$61,952	11.5%	0.0%	75	7.2%	21.3%	$18,152	10.4%	31.3%	167	11.7%	20.7%	$37,141	16.0%	24.9%
	Total	*3,201*	*100.0%*	*$539,746*	*100.0%*	*100.0%*	*1,038*	*100.0%*	*100.0%*	*$175,370*	*100.0%*	*100.0%*	*1,426*	*100.0%*	*100.0%*	*$232,815*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: NC Charlotte

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Small Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	100	6.6%	$15,611	10.8%	6.9%	49	8.2%	8.2%	$8,387	14.7%	10.9%	34	6.0%	8.4%	$5,580	10.6%	11.7%
	Moderate	238	15.7%	$27,462	19.1%	17.5%	87	14.6%	14.8%	$9,471	16.6%	15.8%	95	16.8%	14.8%	$9,972	18.9%	15.8%
	Middle	530	34.9%	$46,344	32.2%	33.5%	202	34.0%	31.6%	$16,389	28.7%	32.1%	198	35.0%	31.7%	$17,636	33.5%	30.9%
	Upper	637	41.9%	$50,777	35.2%	41.4%	248	41.8%	42.7%	$20,483	35.9%	37.7%	234	41.4%	42.6%	$18,401	34.9%	38.6%
	Unknown	15	1.0%	$3,876	2.7%	0.7%	8	1.3%	0.9%	$2,368	4.1%	2.5%	4	0.7%	1.0%	$1,114	2.1%	2.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.7%	$0	0.0%	1.0%	0	0.0%	1.5%	$0	0.0%	0.9%
	Total	*1,520*	*100.0%*	*$144,070*	*100.0%*	*100.0%*	*594*	*100.0%*	*100.0%*	*$57,098*	*100.0%*	*100.0%*	*565*	*100.0%*	*100.0%*	*$52,703*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	1.4%	0	0.0%	1.6%	$0	0.0%	1.4%	0	0.0%	1.4%	$0	0.0%	0.1%
	Moderate	2	12.5%	$354	20.3%	18.3%	1	20.0%	18.0%	$154	24.8%	15.2%	1	14.3%	18.1%	$200	33.6%	13.9%
	Middle	11	68.8%	$1,298	74.3%	57.7%	4	80.0%	65.2%	$468	75.2%	72.5%	3	42.9%	62.5%	$300	50.4%	74.1%
	Upper	3	18.8%	$95	5.4%	22.3%	0	0.0%	14.8%	$0	0.0%	10.4%	3	42.9%	16.7%	$95	16.0%	11.0%
	Unknown	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.2%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.4%	$0	0.0%	0.5%	0	0.0%	1.0%	$0	0.0%	0.7%
	Total	*16*	*100.0%*	*$1,747*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$622*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$595*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: NC Charlotte

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count			Dollar			Count			Dollar		
								Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	955	62.8%	$41,508	28.8%	92.3%	346	58.2%	47.0%	$19,415	34.0%	35.0%	339	60.0%	52.3%	$12,620	23.9%	37.9%
		Over $1 Million	251	16.5%	$72,786	50.5%	7.4%	88	14.8%					109	19.3%				
		Total Rev. available	1,206	79.3%	$114,294	79.3%	99.7%	434	73.0%					448	79.3%				
		Rev. Not Known	314	20.7%	$29,776	20.7%	0.3%	160	26.9%					117	20.7%				
		Total	*1,520*	*100.0%*	*$144,070*	*100.0%*	*100.0%*	*594*	*100.0%*					*565*	*100.0%*				
	Loan Size	$100,000 or Less	1,232	81.1%	$36,700	25.5%		477	80.3%	91.9%	$14,307	25.1%	32.4%	453	80.2%	91.2%	$13,982	26.5%	31.9%
		$100,001 - $250,000	146	9.6%	$25,432	17.7%		59	9.9%	3.8%	$10,295	18.0%	15.2%	64	11.3%	4.1%	$11,112	21.1%	15.7%
		$250,001 - $1 Million	142	9.3%	$81,938	56.9%		58	9.8%	4.3%	$32,496	56.9%	52.3%	48	8.5%	4.7%	$27,609	52.4%	52.5%
		Total	*1,520*	*100.0%*	*$144,070*	*100.0%*		*594*	*100.0%*	*100.0%*	*$57,098*	*100.0%*	*100.0%*	*565*	*100.0%*	*100.0%*	*$52,703*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	889	93.1%	$18,809	45.3%													
		$100,001 - $250,000	38	4.0%	$6,386	15.4%													
		$250,001 - $1 Million	28	2.9%	$16,313	39.3%													
		Total	*955*	*100.0%*	*$41,508*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	8	50.0%	$749	42.9%	98.5%	1	20.0%	44.5%	$154	24.8%	47.0%	4	57.1%	46.8%	$245	41.2%	66.9%
		Over $1 Million	1	6.3%	$38	2.2%	1.5%	1	20.0%					0	0.0%				
		Total Rev. available	9	56.3%	$787	45.1%	100.0%	2	40.0%					4	57.1%				
		Not Known	7	43.8%	$960	55.0%	0.0%	3	60.0%					3	42.9%				
		Total	*16*	*100.0%*	*$1,747*	*100.0%*	*100.0%*	*5*	*100.0%*					*7*	*100.0%*				
	Loan Size	$100,000 or Less	9	56.3%	$553	31.7%		2	40.0%	88.3%	$138	22.2%	39.3%	5	71.4%	85.7%	$215	36.1%	35.8%
		$100,001 - $250,000	7	43.8%	$1,194	68.3%		3	60.0%	8.6%	$484	77.8%	35.1%	2	28.6%	9.2%	$380	63.9%	31.7%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	3.1%	$0	0.0%	25.6%	0	0.0%	5.1%	$0	0.0%	32.5%
		Total	*16*	*100.0%*	*$1,747*	*100.0%*		*5*	*100.0%*	*100.0%*	*$622*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$595*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	5	62.5%	$265	35.4%													
		$100,001 - $250,000	3	37.5%	$484	64.6%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*8*	*100.0%*	*$749*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: OH Cleveland

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Dollar $ (000s)	$ %	Owner Occupied Units %	Bank & Aggregate Lending Comparison 2014 Count Bank #	%	Agg %	2014 Dollar Bank $ (000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $ (000s)	$ %	Agg $ %
HOME PURCHASE	Low	136	2.7%	$10,611	1.5%	5.2%	23	1.3%	1.6%	$1,505	0.6%	1.0%	72	3.4%	2.0%	$5,612	1.9%	1.1%
	Moderate	703	14.0%	$57,239	8.1%	14.4%	153	8.5%	9.5%	$11,375	4.3%	5.4%	327	15.4%	10.2%	$26,667	9.0%	5.9%
	Middle	2,072	41.4%	$231,144	32.6%	44.0%	782	43.3%	44.4%	$88,801	33.9%	35.0%	862	40.6%	44.0%	$93,594	31.5%	35.0%
	Upper	2,097	41.9%	$410,751	57.9%	36.4%	847	46.9%	44.5%	$160,075	61.2%	58.6%	862	40.6%	43.9%	$171,190	57.6%	58.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5,008*	*100.0%*	*$709,745*	*100.0%*	*100.0%*	*1,805*	*100.0%*	*100.0%*	*$261,756*	*100.0%*	*100.0%*	*2,123*	*100.0%*	*100.0%*	*$297,063*	*100.0%*	*100.0%*
REFINANCE	Low	89	3.0%	$6,075	1.6%	5.2%	10	1.2%	2.1%	$644	0.6%	1.1%	49	3.6%	1.8%	$3,605	2.1%	1.0%
	Moderate	394	13.3%	$28,416	7.6%	14.4%	101	12.0%	10.1%	$7,214	6.6%	7.6%	185	13.6%	8.9%	$13,861	8.0%	5.2%
	Middle	1,228	41.6%	$124,780	33.4%	44.0%	369	43.8%	44.8%	$36,807	33.6%	40.0%	568	41.7%	42.4%	$58,023	33.6%	34.4%
	Upper	1,242	42.1%	$214,735	57.4%	36.4%	363	43.1%	43.0%	$64,995	59.3%	51.4%	560	41.1%	46.9%	$97,136	56.3%	59.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,953*	*100.0%*	*$374,006*	*100.0%*	*100.0%*	*843*	*100.0%*	*100.0%*	*$109,660*	*100.0%*	*100.0%*	*1,362*	*100.0%*	*100.0%*	*$172,625*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	5	1.4%	$420	1.6%	5.2%	1	1.0%	5.6%	$9	0.1%	2.1%	2	1.1%	4.4%	$98	0.7%	2.2%
	Moderate	42	11.5%	$1,854	7.0%	14.4%	12	11.7%	14.7%	$400	5.9%	6.9%	25	14.1%	14.3%	$1,267	9.5%	7.0%
	Middle	166	45.4%	$9,744	36.5%	44.0%	50	48.5%	43.3%	$2,533	37.3%	34.4%	80	45.2%	42.2%	$5,002	37.5%	33.3%
	Upper	153	41.8%	$14,646	54.9%	36.4%	40	38.8%	36.4%	$3,856	56.7%	56.7%	70	39.5%	39.1%	$6,956	52.2%	57.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*366*	*100.0%*	*$26,664*	*100.0%*	*100.0%*	*103*	*100.0%*	*100.0%*	*$6,798*	*100.0%*	*100.0%*	*177*	*100.0%*	*100.0%*	*$13,323*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	2	40.0%	$142	52.8%	14.9%	0	0.0%	11.6%	$0	0.0%	21.1%	2	40.0%	13.0%	$142	52.8%	6.6%
	Moderate	3	60.0%	$127	47.2%	25.5%	0	0.0%	26.7%	$0	0.0%	15.3%	3	60.0%	22.5%	$127	47.2%	12.9%
	Middle	0	0.0%	$0	0.0%	38.7%	0	0.0%	42.2%	$0	0.0%	33.5%	0	0.0%	43.7%	$0	0.0%	43.4%
	Upper	0	0.0%	$0	0.0%	20.9%	0	0.0%	19.4%	$0	0.0%	30.1%	0	0.0%	20.8%	$0	0.0%	37.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5*	*100.0%*	*$269*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$269*	*100.0%*	*100.0%*
HMDA TOTALS	Low	232	2.8%	$17,248	1.6%	5.2%	34	1.2%	2.0%	$2,158	0.6%	2.3%	125	3.4%	2.1%	$9,457	2.0%	1.5%
	Moderate	1,142	13.7%	$87,636	7.9%	14.4%	266	9.7%	10.0%	$18,989	5.0%	6.9%	540	14.7%	9.9%	$41,922	8.7%	6.2%
	Middle	3,466	41.6%	$365,668	32.9%	44.0%	1,201	43.7%	44.5%	$128,141	33.9%	36.7%	1,510	41.2%	43.3%	$156,619	32.4%	35.4%
	Upper	3,492	41.9%	$640,132	57.6%	36.4%	1,250	45.4%	43.4%	$228,926	60.5%	54.1%	1,492	40.7%	44.7%	$275,282	57.0%	56.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*8,332*	*100.0%*	*$1,110,684*	*100.0%*	*100.0%*	*2,751*	*100.0%*	*100.0%*	*$378,214*	*100.0%*	*100.0%*	*3,667*	*100.0%*	*100.0%*	*$483,280*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: OH Cleveland

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	908	18.1%	$65,723	9.3%	21.2%	200	11.1%	7.6%	$13,422	5.1%	3.5%	453	21.3%	9.2%	$33,827	11.4%	4.4%
	Moderate	1,209	24.1%	$119,326	16.8%	17.6%	466	25.8%	21.0%	$45,523	17.4%	13.5%	514	24.2%	20.8%	$50,888	17.1%	14.2%
	Middle	1,152	23.0%	$150,619	21.2%	21.1%	450	24.9%	21.3%	$60,155	23.0%	18.5%	478	22.5%	21.5%	$61,327	20.6%	19.6%
	Upper	1,665	33.2%	$361,253	50.9%	40.1%	668	37.0%	35.3%	$139,220	53.2%	50.8%	644	30.3%	32.1%	$145,227	48.9%	47.2%
	Unknown	74	1.5%	$12,824	1.8%	0.0%	21	1.2%	14.9%	$3,436	1.3%	13.7%	34	1.6%	16.4%	$5,794	2.0%	14.6%
	Total	*5,008*	*100.0%*	*$709,745*	*100.0%*	*100.0%*	*1,805*	*100.0%*	*100.0%*	*$261,756*	*100.0%*	*100.0%*	*2,123*	*100.0%*	*100.0%*	*$297,063*	*100.0%*	*100.0%*
REFINANCE	Low	428	14.5%	$31,812	8.5%	21.2%	79	9.4%	7.0%	$5,297	4.8%	3.6%	211	15.5%	6.6%	$15,952	9.2%	3.5%
	Moderate	560	19.0%	$49,167	13.1%	17.6%	158	18.7%	15.4%	$13,298	12.1%	9.4%	271	19.9%	14.3%	$24,778	14.4%	9.4%
	Middle	772	26.1%	$82,271	22.0%	21.1%	219	26.0%	21.5%	$22,817	20.8%	15.9%	351	25.8%	20.3%	$36,792	21.3%	16.7%
	Upper	1,077	36.5%	$193,673	51.8%	40.1%	350	41.5%	41.3%	$62,274	56.8%	46.8%	479	35.2%	38.4%	$87,956	51.0%	49.3%
	Unknown	116	3.9%	$17,083	4.6%	0.0%	37	4.4%	14.7%	$5,974	5.4%	24.3%	50	3.7%	20.4%	$7,147	4.1%	21.1%
	Total	*2,953*	*100.0%*	*$374,006*	*100.0%*	*100.0%*	*843*	*100.0%*	*100.0%*	*$109,660*	*100.0%*	*100.0%*	*1,362*	*100.0%*	*100.0%*	*$172,625*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	50	13.7%	$2,616	9.8%	21.2%	14	13.6%	10.1%	$411	6.0%	4.5%	31	17.5%	11.2%	$1,851	13.9%	4.7%
	Moderate	74	20.2%	$3,730	14.0%	17.6%	22	21.4%	20.4%	$1,083	15.9%	12.1%	30	16.9%	19.7%	$1,756	13.2%	10.5%
	Middle	102	27.9%	$5,418	20.3%	21.1%	31	30.1%	23.3%	$1,499	22.1%	17.5%	50	28.2%	22.8%	$2,698	20.3%	18.4%
	Upper	138	37.7%	$14,558	54.6%	40.1%	34	33.0%	41.1%	$3,463	50.9%	58.2%	66	37.3%	42.4%	$7,018	52.7%	59.7%
	Unknown	2	0.5%	$342	1.3%	0.0%	2	1.9%	5.0%	$342	5.0%	7.7%	0	0.0%	3.9%	$0	0.0%	6.6%
	Total	*366*	*100.0%*	*$26,664*	*100.0%*	*100.0%*	*103*	*100.0%*	*100.0%*	*$6,798*	*100.0%*	*100.0%*	*177*	*100.0%*	*100.0%*	*$13,323*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	5	100.0%	$269	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	5	100.0%	100.0%	$269	100.0%	100.0%
	Total	*5*	*100.0%*	*$269*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$269*	*100.0%*	*100.0%*
HMDA TOTALS	Low	1,386	16.6%	$100,151	9.0%	21.2%	293	10.7%	7.5%	$19,130	5.1%	3.3%	695	19.0%	8.3%	$51,630	10.7%	3.7%
	Moderate	1,843	22.1%	$172,223	15.5%	17.6%	646	23.5%	18.8%	$59,904	15.8%	11.2%	815	22.2%	18.2%	$77,422	16.0%	11.3%
	Middle	2,026	24.3%	$238,308	21.5%	21.1%	700	25.4%	21.4%	$84,471	22.3%	16.4%	879	24.0%	21.0%	$100,817	20.9%	17.0%
	Upper	2,880	34.6%	$569,484	51.3%	40.1%	1,052	38.2%	37.8%	$204,957	54.2%	46.2%	1,189	32.4%	35.0%	$240,201	49.7%	44.6%
	Unknown	197	2.4%	$30,518	2.7%	0.0%	60	2.2%	14.6%	$9,752	2.6%	23.0%	89	2.4%	17.6%	$13,210	2.7%	23.3%
	Total	*8,332*	*100.0%*	*$1,110,684*	*100.0%*	*100.0%*	*2,751*	*100.0%*	*100.0%*	*$378,214*	*100.0%*	*100.0%*	*3,667*	*100.0%*	*100.0%*	*$483,280*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: OH Cleveland

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	Small Businesses %	Bank & Aggregate Lending Comparison 2014 Count Bank #	%	Agg %	2014 Dollar Bank $ 000s	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $ 000s	$ %	Agg $ %
SMALL BUSINESSES	Low	163	7.1%	$31,989	9.2%	6.9%	64	6.8%	6.0%	$10,482	7.6%	7.3%	63	7.4%	6.4%	$13,422	9.6%	7.4%
	Moderate	217	9.5%	$45,028	12.9%	12.6%	88	9.4%	11.7%	$19,823	14.3%	13.8%	81	9.5%	11.7%	$15,582	11.2%	13.5%
	Middle	856	37.3%	$138,042	39.6%	39.8%	340	36.2%	38.0%	$54,614	39.4%	38.8%	324	37.9%	37.9%	$56,242	40.4%	37.0%
	Upper	1,058	46.1%	$133,518	38.3%	40.5%	446	47.4%	43.1%	$53,705	38.7%	39.4%	388	45.3%	43.0%	$54,063	38.8%	41.5%
	Unknown	2	0.1%	$70	0.0%	0.1%	2	0.2%	0.1%	$70	0.1%	0.2%	0	0.0%	0.1%	$0	0.0%	0.2%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.5%	0	0.0%	1.0%	$0	0.0%	0.4%
	Total	*2,296*	*100.0%*	*$348,647*	*100.0%*	*100.0%*	*940*	*100.0%*	*100.0%*	*$138,694*	*100.0%*	*100.0%*	*856*	*100.0%*	*100.0%*	*$139,309*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	1.0%	0	0.0%	0.5%	$0	0.0%	0.1%	0	0.0%	2.3%	$0	0.0%	0.6%
	Moderate	0	0.0%	$0	0.0%	4.7%	0	0.0%	5.4%	$0	0.0%	2.2%	0	0.0%	4.0%	$0	0.0%	3.3%
	Middle	6	60.0%	$263	86.5%	58.2%	0	0.0%	54.8%	$0	0.0%	42.7%	4	66.7%	58.9%	$200	88.5%	47.0%
	Upper	4	40.0%	$41	13.5%	36.1%	1	100.0%	37.6%	$5	100.0%	54.6%	2	33.3%	34.3%	$26	11.5%	48.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.6%	$0	0.0%	0.4%	0	0.0%	0.6%	$0	0.0%	0.6%
	Total	*10*	*100.0%*	*$304*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$5*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$226*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: OH Cleveland

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	1,204	52.4%	$53,763	15.4%	90.6%	485	51.6%	41.5%	$22,210	16.0%	26.8%	415	48.5%	45.5%	$19,796	14.2%	27.7%
		Over $1 Million	710	30.9%	$236,885	67.9%	9.0%	266	28.3%					318	37.1%				
		Total Rev. available	1,914	83.3%	$290,648	83.3%	99.6%	751	79.9%					733	85.6%				
		Rev. Not Known	382	16.6%	$57,999	16.6%	0.4%	189	20.1%					123	14.4%				
		Total	*2,296*	*100.0%*	*$348,647*	*100.0%*	*100.0%*	*940*	*100.0%*					*856*	*100.0%*				
	Loan Size	$100,000 or Less	1,555	67.7%	$48,955	14.0%		643	68.4%	91.6%	$18,683	13.5%	31.2%	553	64.6%	91.7%	$19,408	13.9%	32.5%
		$100,001 - $250,000	286	12.5%	$51,487	14.8%		117	12.4%	3.9%	$20,825	15.0%	14.9%	123	14.4%	4.0%	$22,285	16.0%	15.2%
		$250,001 - $1 Million	455	19.8%	$248,205	71.2%		180	19.1%	4.5%	$99,186	71.5%	53.9%	180	21.0%	4.4%	$97,616	70.1%	52.2%
		Total	*2,296*	*100.0%*	*$348,647*	*100.0%*		*940*	*100.0%*	*100.0%*	*$138,694*	*100.0%*	*100.0%*	*856*	*100.0%*	*100.0%*	*$139,309*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	1,110	92.2%	$23,117	43.0%													
		$100,001 - $250,000	47	3.9%	$7,485	13.9%													
		$250,001 - $1 Million	47	3.9%	$23,161	43.1%													
		Total	*1,204*	*100.0%*	*$53,763*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	9	90.0%	$204	67.1%	98.4%	1	100.0%	45.2%	$5	100.0%	57.3%	5	83.3%	44.6%	$126	55.8%	55.9%
		Over $1 Million	0	0.0%	$0	0.0%	1.6%	0	0.0%					0	0.0%				
		Total Rev. available	9	90.0%	$204	67.1%	100.0%	1	100.0%					5	83.3%				
		Not Known	1	10.0%	$100	32.9%	0.0%	0	0.0%					1	16.7%				
		Total	*10*	*100.0%*	*$304*	*100.0%*	*100.0%*	*1*	*100.0%*					*6*	*100.0%*				
	Loan Size	$100,000 or Less	10	100.0%	$304	100.0%		1	100.0%	93.5%	$5	100.0%	55.5%	6	100.0%	93.1%	$226	100.0%	58.3%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	4.8%	$0	0.0%	25.0%	0	0.0%	5.1%	$0	0.0%	23.2%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	1.6%	$0	0.0%	19.6%	0	0.0%	1.7%	$0	0.0%	18.5%
		Total	*10*	*100.0%*	*$304*	*100.0%*		*1*	*100.0%*	*100.0%*	*$5*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$226*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	9	100.0%	$204	100.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*9*	*100.0%*	*$204*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: OH Columbus

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	171	6.0%	$16,879	3.4%	5.1%	12	1.3%	2.6%	$1,421	0.8%	1.5%	140	10.5%	2.9%	$14,306	6.6%	1.8%
	Moderate	539	18.9%	$56,506	11.3%	17.1%	112	12.2%	12.8%	$12,770	7.2%	7.6%	270	20.2%	13.3%	$27,099	12.6%	8.1%
	Middle	905	31.7%	$126,607	25.3%	37.2%	303	32.9%	35.9%	$44,516	25.1%	29.3%	423	31.6%	35.6%	$55,523	25.8%	29.3%
	Upper	1,238	43.4%	$300,905	60.1%	40.7%	493	53.6%	48.8%	$118,675	66.9%	61.6%	506	37.8%	48.2%	$118,307	55.0%	60.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,853*	*100.0%*	*$500,897*	*100.0%*	*100.0%*	*920*	*100.0%*	*100.0%*	*$177,382*	*100.0%*	*100.0%*	*1,339*	*100.0%*	*100.0%*	*$215,235*	*100.0%*	*100.0%*
REFINANCE	Low	138	5.9%	$10,688	2.9%	5.1%	35	4.7%	3.5%	$2,286	2.1%	3.0%	76	6.8%	2.5%	$6,145	3.4%	1.4%
	Moderate	381	16.3%	$35,316	9.6%	17.1%	116	15.6%	14.2%	$9,099	8.5%	13.9%	169	15.0%	11.6%	$16,637	9.2%	6.9%
	Middle	740	31.6%	$89,584	24.3%	37.2%	233	31.4%	36.8%	$26,628	24.9%	29.8%	358	31.8%	34.1%	$44,027	24.4%	27.7%
	Upper	1,080	46.2%	$232,577	63.2%	40.7%	359	48.3%	45.5%	$69,139	64.5%	53.2%	522	46.4%	51.9%	$113,290	62.9%	64.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,339*	*100.0%*	*$368,165*	*100.0%*	*100.0%*	*743*	*100.0%*	*100.0%*	*$107,152*	*100.0%*	*100.0%*	*1,125*	*100.0%*	*100.0%*	*$180,099*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	14	7.2%	$458	2.5%	5.1%	4	6.9%	4.0%	$114	2.0%	3.4%	4	3.8%	3.6%	$112	1.2%	2.6%
	Moderate	33	16.9%	$1,594	8.8%	17.1%	9	15.5%	14.9%	$278	5.0%	6.8%	21	19.8%	15.3%	$1,145	12.1%	8.1%
	Middle	68	34.9%	$4,848	26.8%	37.2%	17	29.3%	38.5%	$1,191	21.3%	32.2%	43	40.6%	37.5%	$3,085	32.7%	28.3%
	Upper	80	41.0%	$11,160	61.8%	40.7%	28	48.3%	42.6%	$4,012	71.7%	57.5%	38	35.8%	43.6%	$5,097	54.0%	61.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*195*	*100.0%*	*$18,060*	*100.0%*	*100.0%*	*58*	*100.0%*	*100.0%*	*$5,595*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$9,439*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	21.9%	0	0.0%	19.1%	$0	0.0%	7.4%	0	0.0%	22.4%	$0	0.0%	8.3%
	Moderate	2	50.0%	$12,300	87.5%	27.2%	2	66.7%	22.4%	$12,300	87.9%	19.2%	0	0.0%	21.5%	$0	0.0%	19.1%
	Middle	2	50.0%	$1,756	12.5%	32.0%	1	33.3%	36.6%	$1,700	12.1%	39.5%	1	100.0%	35.0%	$56	100.0%	33.8%
	Upper	0	0.0%	$0	0.0%	18.9%	0	0.0%	21.9%	$0	0.0%	33.8%	0	0.0%	21.1%	$0	0.0%	38.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*4*	*100.0%*	*$14,056*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$14,000*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$56*	*100.0%*	*100.0%*
HMDA TOTALS	Low	323	6.0%	$28,025	3.1%	5.1%	51	3.0%	3.0%	$3,821	1.3%	2.4%	220	8.6%	2.8%	$20,563	5.1%	2.2%
	Moderate	955	17.7%	$105,716	11.7%	17.1%	239	13.9%	13.4%	$34,447	11.3%	10.4%	460	17.9%	12.8%	$44,881	11.1%	8.6%
	Middle	1,715	31.8%	$222,795	24.7%	37.2%	554	32.1%	36.3%	$74,035	24.3%	30.3%	825	32.1%	35.1%	$102,691	25.4%	29.1%
	Upper	2,398	44.5%	$544,642	60.4%	40.7%	880	51.0%	47.4%	$191,826	63.1%	56.9%	1,066	41.5%	49.3%	$236,694	58.5%	60.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5,391*	*100.0%*	*$901,178*	*100.0%*	*100.0%*	*1,724*	*100.0%*	*100.0%*	*$304,129*	*100.0%*	*100.0%*	*2,571*	*100.0%*	*100.0%*	*$404,829*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: OH Columbus

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	577	20.2%	$51,103	10.2%	21.0%	81	8.8%	7.0%	$6,699	3.8%	3.2%	392	29.3%	8.2%	$34,905	16.2%	3.9%
	Moderate	628	22.0%	$75,298	15.0%	16.9%	185	20.1%	18.7%	$22,971	13.0%	12.5%	300	22.4%	18.8%	$35,585	16.5%	13.0%
	Middle	515	18.1%	$79,403	15.9%	20.4%	188	20.4%	19.6%	$28,946	16.3%	17.2%	230	17.2%	20.4%	$35,566	16.5%	18.6%
	Upper	1,024	35.9%	$276,286	55.2%	41.7%	408	44.3%	34.2%	$108,446	61.1%	47.5%	389	29.1%	33.9%	$103,847	48.2%	47.8%
	Unknown	109	3.8%	$18,807	3.8%	0.0%	58	6.3%	20.5%	$10,320	5.8%	19.5%	28	2.1%	18.6%	$5,332	2.5%	16.7%
	Total	*2,853*	*100.0%*	*$500,897*	*100.0%*	*100.0%*	*920*	*100.0%*	*100.0%*	*$177,382*	*100.0%*	*100.0%*	*1,339*	*100.0%*	*100.0%*	*$215,235*	*100.0%*	*100.0%*
REFINANCE	Low	322	13.8%	$28,360	7.7%	21.0%	78	10.5%	7.4%	$6,632	6.2%	3.5%	163	14.5%	5.6%	$14,794	8.2%	2.8%
	Moderate	445	19.0%	$43,854	11.9%	16.9%	145	19.5%	15.1%	$13,232	12.3%	9.1%	219	19.5%	12.6%	$21,855	12.1%	7.9%
	Middle	516	22.1%	$63,690	17.3%	20.4%	164	22.1%	19.3%	$19,585	18.3%	14.5%	250	22.2%	18.9%	$31,612	17.6%	15.2%
	Upper	953	40.7%	$213,531	58.0%	41.7%	306	41.2%	38.2%	$59,333	55.4%	44.6%	456	40.5%	39.3%	$104,190	57.9%	50.5%
	Unknown	103	4.4%	$18,730	5.1%	0.0%	50	6.7%	20.0%	$8,370	7.8%	28.3%	37	3.3%	23.7%	$7,648	4.2%	23.7%
	Total	*2,339*	*100.0%*	*$368,165*	*100.0%*	*100.0%*	*743*	*100.0%*	*100.0%*	*$107,152*	*100.0%*	*100.0%*	*1,125*	*100.0%*	*100.0%*	*$180,099*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	37	19.0%	$2,378	13.2%	21.0%	9	15.5%	9.9%	$472	8.4%	3.2%	21	19.8%	8.6%	$1,454	15.4%	3.1%
	Moderate	47	24.1%	$2,304	12.8%	16.9%	17	29.3%	18.8%	$696	12.4%	10.0%	24	22.6%	18.2%	$1,224	13.0%	9.9%
	Middle	43	22.1%	$3,372	18.7%	20.4%	12	20.7%	20.5%	$919	16.4%	14.8%	25	23.6%	20.7%	$1,989	21.1%	15.8%
	Upper	67	34.4%	$9,868	54.6%	41.7%	20	34.5%	44.2%	$3,508	62.7%	58.3%	35	33.0%	45.0%	$4,634	49.1%	62.3%
	Unknown	1	0.5%	$138	0.8%	0.0%	0	0.0%	6.7%	$0	0.0%	13.7%	1	0.9%	7.5%	$138	1.5%	8.9%
	Total	*195*	*100.0%*	*$18,060*	*100.0%*	*100.0%*	*58*	*100.0%*	*100.0%*	*$5,595*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$9,439*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	4	100.0%	$14,056	100.0%	0.0%	3	100.0%	100.0%	$14,000	100.0%	100.0%	1	100.0%	100.0%	$56	100.0%	100.0%
	Total	*4*	*100.0%*	*$14,056*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$14,000*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$56*	*100.0%*	*100.0%*
HMDA TOTALS	Low	936	17.4%	$81,841	9.1%	21.0%	168	9.7%	7.2%	$13,803	4.5%	3.0%	576	22.4%	7.2%	$51,153	12.6%	3.2%
	Moderate	1,120	20.8%	$121,456	13.5%	16.9%	347	20.1%	17.4%	$36,899	12.1%	10.5%	543	21.1%	16.4%	$58,664	14.5%	10.1%
	Middle	1,074	19.9%	$146,465	16.3%	20.4%	364	21.1%	19.4%	$49,450	16.3%	15.1%	505	19.6%	19.8%	$69,167	17.1%	15.9%
	Upper	2,044	37.9%	$499,685	55.4%	41.7%	734	42.6%	35.8%	$171,287	56.3%	43.2%	880	34.2%	36.3%	$212,671	52.5%	45.1%
	Unknown	217	4.0%	$51,731	5.7%	0.0%	111	6.4%	20.1%	$32,690	10.7%	28.2%	67	2.6%	20.4%	$13,174	3.3%	25.7%
	Total	*5,391*	*100.0%*	*$901,178*	*100.0%*	*100.0%*	*1,724*	*100.0%*	*100.0%*	*$304,129*	*100.0%*	*100.0%*	*2,571*	*100.0%*	*100.0%*	*$404,829*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: OH Columbus

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Small Businesses	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	117	7.3%	$19,577	12.5%	7.6%	50	7.9%	6.8%	$8,460	13.5%	8.7%	39	6.4%	7.5%	$7,174	11.7%	8.9%
	Moderate	196	12.3%	$31,553	20.1%	17.9%	72	11.4%	21.6%	$13,811	22.0%	28.3%	82	13.5%	22.8%	$12,714	20.8%	27.2%
	Middle	442	27.7%	$45,303	28.8%	32.3%	171	27.1%	28.0%	$15,149	24.1%	23.9%	173	28.5%	27.5%	$18,966	31.1%	24.7%
	Upper	835	52.4%	$60,404	38.5%	42.1%	338	53.5%	42.4%	$25,329	40.3%	38.3%	311	51.2%	41.0%	$22,103	36.2%	38.5%
	Unknown	3	0.2%	$215	0.1%	0.2%	1	0.2%	0.2%	$100	0.2%	0.3%	2	0.3%	0.2%	$115	0.2%	0.5%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.4%	0	0.0%	1.0%	$0	0.0%	0.3%
	Total	*1,593*	*100.0%*	*$157,052*	*100.0%*	*100.0%*	*632*	*100.0%*	*100.0%*	*$62,849*	*100.0%*	*100.0%*	*607*	*100.0%*	*100.0%*	*$61,072*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	1	8.3%	$20	1.6%	1.2%	0	0.0%	0.6%	$0	0.0%	1.3%	0	0.0%	0.3%	$0	0.0%	1.0%
	Moderate	1	8.3%	$71	5.7%	8.6%	1	14.3%	6.9%	$71	8.7%	6.7%	0	0.0%	6.4%	$0	0.0%	8.4%
	Middle	5	41.7%	$1,043	84.0%	59.0%	2	28.6%	59.3%	$673	82.1%	60.1%	2	100.0%	57.8%	$195	100.0%	66.2%
	Upper	5	41.7%	$108	8.7%	31.2%	4	57.1%	32.6%	$76	9.3%	31.1%	0	0.0%	35.0%	$0	0.0%	22.9%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.6%	$0	0.0%	0.9%	0	0.0%	0.6%	$0	0.0%	1.5%
	Total	*12*	*100.0%*	*$1,242*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$820*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$195*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: OH Columbus

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank				Total Businesses	Count			Dollar			Count			Dollar		
			Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	1,002	62.9%	$39,603	25.2%	91.9%	365	57.8%	36.4%	$13,408	21.3%	26.9%	362	59.6%	39.5%	$13,137	21.5%	27.1%
		Over $1 Million	286	18.0%	$82,555	52.6%	7.5%	123	19.5%					108	17.8%				
		Total Rev. available	1,288	80.9%	$122,158	77.8%	99.4%	488	77.3%					470	77.4%				
		Rev. Not Known	305	19.1%	$34,894	22.2%	0.6%	144	22.8%					137	22.6%				
		Total	*1,593*	*100.0%*	*$157,052*	*100.0%*	*100.0%*	*632*	*100.0%*					*607*	*100.0%*				
	Loan Size	$100,000 or Less	1,258	79.0%	$34,429	21.9%		500	79.1%	90.1%	$13,479	21.4%	30.8%	479	78.9%	90.3%	$13,990	22.9%	31.7%
		$100,001 - $250,000	164	10.3%	$30,315	19.3%		64	10.1%	5.1%	$11,822	18.8%	18.0%	60	9.9%	5.2%	$11,207	18.4%	18.5%
		$250,001 - $1 Million	171	10.7%	$92,308	58.8%		68	10.8%	4.7%	$37,548	59.7%	51.3%	68	11.2%	4.5%	$35,875	58.7%	49.8%
		Total	*1,593*	*100.0%*	*$157,052*	*100.0%*		*632*	*100.0%*	*100.0%*	*$62,849*	*100.0%*	*100.0%*	*607*	*100.0%*	*100.0%*	*$61,072*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	938	93.6%	$17,923	45.3%													
		$100,001 - $250,000	30	3.0%	$4,909	12.4%													
		$250,001 - $1 Million	34	3.4%	$16,771	42.3%													
		Total	*1,002*	*100.0%*	*$39,603*	*100.0%*													
							Total Farms												
Small Farm	Revenue	$1 Million or Less	10	83.3%	$892	71.8%	98.8%	6	85.7%	47.6%	$645	78.7%	52.0%	1	50.0%	44.5%	$20	10.3%	51.0%
		Over $1 Million	0	0.0%	$0	0.0%	1.2%	0	0.0%					0	0.0%				
		Total Rev. available	10	83.3%	$892	71.8%	100.0%	6	85.7%					1	50.0%				
		Not Known	2	16.7%	$350	28.2%	0.0%	1	14.3%					1	50.0%				
		Total	*12*	*100.0%*	*$1,242*	*100.0%*	*100.0%*	*7*	*100.0%*					*2*	*100.0%*				
	Loan Size	$100,000 or Less	8	66.7%	$219	17.6%		5	71.4%	77.2%	$147	17.9%	23.0%	1	50.0%	80.1%	$20	10.3%	26.9%
		$100,001 - $250,000	3	25.0%	$525	42.3%		1	14.3%	12.3%	$175	21.3%	26.1%	1	50.0%	11.8%	$175	89.7%	28.1%
		$250,001 - $500,000	1	8.3%	$498	40.1%		1	14.3%	10.5%	$498	60.7%	50.9%	0	0.0%	8.1%	$0	0.0%	45.0%
		Total	*12*	*100.0%*	*$1,242*	*100.0%*		*7*	*100.0%*	*100.0%*	*$820*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$195*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	8	80.0%	$219	24.6%													
		$100,001 - $250,000	1	10.0%	$175	19.6%													
		$250,001 - $500,000	1	10.0%	$498	55.8%													
		Total	*10*	*100.0%*	*$892*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: PA Pittsburgh

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Owner Occupied Units %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $ (000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $ (000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	5	1.7%	$1,280	1.8%	2.7%	3	2.6%	1.4%	$732	2.8%	1.1%	2	1.8%	1.3%	$548	1.7%	1.1%
	Moderate	31	10.7%	$3,616	5.0%	15.8%	10	8.8%	10.1%	$949	3.6%	5.7%	11	9.7%	9.9%	$1,692	5.3%	5.5%
	Middle	94	32.5%	$16,009	22.3%	42.5%	31	27.2%	40.3%	$5,070	19.2%	30.3%	37	32.7%	40.0%	$6,804	21.1%	29.4%
	Upper	159	55.0%	$50,821	70.9%	39.0%	70	61.4%	48.2%	$19,604	74.4%	62.9%	63	55.8%	48.7%	$23,156	71.9%	64.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*289*	*100.0%*	*$71,726*	*100.0%*	*100.0%*	*114*	*100.0%*	*100.0%*	*$26,355*	*100.0%*	*100.0%*	*113*	*100.0%*	*100.0%*	*$32,200*	*100.0%*	*100.0%*
REFINANCE	Low	1	0.6%	$43	0.2%	2.7%	1	1.7%	1.3%	$43	0.5%	0.9%	0	0.0%	1.3%	$0	0.0%	1.0%
	Moderate	15	9.7%	$1,002	4.3%	15.8%	10	16.7%	11.1%	$633	8.0%	6.4%	3	3.8%	9.1%	$179	1.4%	4.8%
	Middle	66	42.9%	$6,812	29.0%	42.5%	22	36.7%	40.9%	$1,829	23.1%	31.4%	40	50.0%	38.9%	$4,598	36.3%	29.2%
	Upper	72	46.8%	$15,605	66.5%	39.0%	27	45.0%	46.6%	$5,407	68.3%	61.4%	37	46.3%	50.7%	$7,881	62.3%	64.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*154*	*100.0%*	*$23,462*	*100.0%*	*100.0%*	*60*	*100.0%*	*100.0%*	*$7,912*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$12,658*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	2.7%	0	0.0%	3.1%	$0	0.0%	2.6%	0	0.0%	3.0%	$0	0.0%	2.4%
	Moderate	2	14.3%	$59	8.3%	15.8%	1	20.0%	16.1%	$8	7.2%	10.1%	1	11.1%	13.7%	$51	8.5%	8.2%
	Middle	4	28.6%	$103	14.5%	42.5%	4	80.0%	41.7%	$103	92.8%	32.8%	0	0.0%	42.8%	$0	0.0%	35.3%
	Upper	8	57.1%	$550	77.2%	39.0%	0	0.0%	39.1%	$0	0.0%	54.4%	8	88.9%	40.4%	$550	91.5%	54.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*14*	*100.0%*	*$712*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$111*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$601*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	9.4%	0	0.0%	10.8%	$0	0.0%	39.8%	0	0.0%	10.2%	$0	0.0%	16.5%
	Moderate	0	0.0%	$0	0.0%	20.0%	0	0.0%	27.4%	$0	0.0%	10.9%	0	0.0%	29.8%	$0	0.0%	24.9%
	Middle	1	100.0%	$4,450	100.0%	42.7%	0	0.0%	38.9%	$0	0.0%	27.3%	1	100.0%	32.7%	$4,450	100.0%	22.9%
	Upper	0	0.0%	$0	0.0%	27.6%	0	0.0%	22.9%	$0	0.0%	22.1%	0	0.0%	27.3%	$0	0.0%	35.7%
	Unknown	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$4,450*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$4,450*	*100.0%*	*100.0%*
HMDA TOTALS	Low	6	1.3%	$1,323	1.3%	2.7%	4	2.2%	1.6%	$775	2.3%	4.7%	2	1.0%	1.5%	$548	1.1%	2.1%
	Moderate	48	10.5%	$4,677	4.7%	15.8%	21	11.7%	11.2%	$1,590	4.6%	6.6%	15	7.4%	10.2%	$1,922	3.9%	6.6%
	Middle	165	36.0%	$27,374	27.3%	42.5%	57	31.8%	40.7%	$7,002	20.4%	30.4%	78	38.4%	39.9%	$15,852	31.8%	29.1%
	Upper	239	52.2%	$66,976	66.7%	39.0%	97	54.2%	46.5%	$25,011	72.8%	58.3%	108	53.2%	48.4%	$31,587	63.3%	62.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*458*	*100.0%*	*$100,350*	*100.0%*	*100.0%*	*179*	*100.0%*	*100.0%*	*$34,378*	*100.0%*	*100.0%*	*203*	*100.0%*	*100.0%*	*$49,909*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: PA Pittsburgh

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	12	4.2%	$956	1.3%	19.2%	4	3.5%	6.0%	$247	0.9%	2.5%	6	5.3%	7.0%	$581	1.8%	3.0%
	Moderate	54	18.7%	$6,558	9.1%	17.0%	18	15.8%	18.8%	$2,208	8.4%	11.3%	19	16.8%	19.5%	$2,311	7.2%	11.8%
	Middle	38	13.1%	$5,289	7.4%	20.8%	15	13.2%	20.9%	$2,147	8.1%	16.8%	12	10.6%	20.2%	$1,771	5.5%	16.4%
	Upper	178	61.6%	$57,870	80.7%	43.0%	74	64.9%	40.8%	$21,430	81.3%	57.0%	72	63.7%	38.5%	$26,807	83.3%	55.2%
	Unknown	7	2.4%	$1,053	1.5%	0.0%	3	2.6%	13.5%	$323	1.2%	12.4%	4	3.5%	14.8%	$730	2.3%	13.7%
	Total	*289*	*100.0%*	*$71,726*	*100.0%*	*100.0%*	*114*	*100.0%*	*100.0%*	*$26,355*	*100.0%*	*100.0%*	*113*	*100.0%*	*100.0%*	*$32,200*	*100.0%*	*100.0%*
REFINANCE	Low	6	3.9%	$459	2.0%	19.2%	2	3.3%	6.3%	$96	1.2%	3.1%	3	3.8%	5.6%	$257	2.0%	2.5%
	Moderate	35	22.7%	$2,939	12.5%	17.0%	16	26.7%	15.1%	$1,091	13.8%	9.2%	19	23.8%	14.2%	$1,848	14.6%	8.6%
	Middle	35	22.7%	$4,204	17.9%	20.8%	13	21.7%	21.1%	$1,802	22.8%	15.9%	18	22.5%	20.3%	$2,026	16.0%	15.2%
	Upper	67	43.5%	$14,099	60.1%	43.0%	24	40.0%	46.6%	$4,126	52.1%	59.1%	35	43.8%	45.8%	$7,674	60.6%	58.5%
	Unknown	11	7.1%	$1,761	7.5%	0.0%	5	8.3%	11.0%	$797	10.1%	12.8%	5	6.3%	14.1%	$853	6.7%	15.3%
	Total	*154*	*100.0%*	*$23,462*	*100.0%*	*100.0%*	*60*	*100.0%*	*100.0%*	*$7,912*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$12,658*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	19.2%	0	0.0%	8.8%	$0	0.0%	3.3%	0	0.0%	9.6%	$0	0.0%	3.9%
	Moderate	2	14.3%	$33	4.6%	17.0%	2	40.0%	18.1%	$33	29.7%	9.7%	0	0.0%	18.8%	$0	0.0%	11.3%
	Middle	3	21.4%	$20	2.8%	20.8%	1	20.0%	21.7%	$8	7.2%	16.9%	2	22.2%	22.3%	$12	2.0%	18.3%
	Upper	9	64.3%	$659	92.6%	43.0%	2	40.0%	48.1%	$70	63.1%	64.4%	7	77.8%	46.6%	$589	98.0%	61.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.2%	$0	0.0%	5.7%	0	0.0%	2.7%	$0	0.0%	5.1%
	Total	*14*	*100.0%*	*$712*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$111*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$601*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	19.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	43.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$4,450	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	1	100.0%	100.0%	$4,450	100.0%	100.0%
	Total	*1*	*100.0%*	*$4,450*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$4,450*	*100.0%*	*100.0%*
HMDA TOTALS	Low	18	3.9%	$1,415	1.4%	19.2%	6	3.4%	6.4%	$343	1.0%	2.4%	9	4.4%	6.8%	$838	1.7%	2.7%
	Moderate	91	19.9%	$9,530	9.5%	17.0%	36	20.1%	17.4%	$3,332	9.7%	9.6%	38	18.7%	17.5%	$4,159	8.3%	10.0%
	Middle	76	16.6%	$9,513	9.5%	20.8%	29	16.2%	20.9%	$3,957	11.5%	15.0%	32	15.8%	20.3%	$3,809	7.6%	15.1%
	Upper	254	55.5%	$72,628	72.4%	43.0%	100	55.9%	43.4%	$25,626	74.5%	52.6%	114	56.2%	41.7%	$35,070	70.3%	53.0%
	Unknown	19	4.1%	$7,264	7.2%	0.0%	8	4.5%	11.9%	$1,120	3.3%	20.3%	10	4.9%	13.7%	$6,033	12.1%	19.3%
	Total	*458*	*100.0%*	*$100,350*	*100.0%*	*100.0%*	*179*	*100.0%*	*100.0%*	*$34,378*	*100.0%*	*100.0%*	*203*	*100.0%*	*100.0%*	*$49,909*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: PA Pittsburgh

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	Small Businesses %	Bank & Aggregate Lending Comparison 2014 Count Bank #	%	Agg %	2014 Dollar Bank $ 000s	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $ 000s	$ %	Agg $ %
SMALL BUSINESSES	Low	13	9.3%	$1,491	4.6%	4.5%	3	4.6%	4.1%	$390	2.3%	5.6%	7	12.1%	4.7%	$781	6.9%	4.4%
	Moderate	24	17.1%	$7,429	23.1%	13.1%	14	21.5%	11.8%	$3,029	17.6%	11.1%	9	15.5%	13.5%	$3,750	32.9%	11.6%
	Middle	49	35.0%	$14,048	43.7%	41.0%	22	33.8%	40.2%	$8,646	50.1%	40.1%	20	34.5%	39.1%	$3,498	30.7%	40.9%
	Upper	53	37.9%	$9,044	28.1%	40.9%	25	38.5%	42.8%	$5,042	29.2%	41.8%	22	37.9%	41.6%	$3,352	29.5%	41.9%
	Unknown	1	0.7%	$150	0.5%	0.5%	1	1.5%	0.6%	$150	0.9%	1.4%	0	0.0%	0.6%	$0	0.0%	1.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.5%	$0	0.0%	0.2%	0	0.0%	0.5%	$0	0.0%	0.2%
	Total	*140*	*100.0%*	*$32,162*	*100.0%*	*100.0%*	*65*	*100.0%*	*100.0%*	*$17,257*	*100.0%*	*100.0%*	*58*	*100.0%*	*100.0%*	*$11,381*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	5.3%	$0	0.0%	0.5%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	6.7%	0	0.0%	5.3%	$0	0.0%	8.1%	0	0.0%	10.5%	$0	0.0%	9.6%
	Middle	0	0.0%	$0	0.0%	50.3%	0	0.0%	63.2%	$0	0.0%	77.6%	0	0.0%	47.4%	$0	0.0%	32.5%
	Upper	0	0.0%	$0	0.0%	41.2%	0	0.0%	26.3%	$0	0.0%	13.8%	0	0.0%	42.1%	$0	0.0%	58.0%
	Unknown	0	0.0%	$0	0.0%	0.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: PA Pittsburgh

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	47	33.6%	$1,798	5.6%	90.2%	17	26.2%	46.4%	$1,012	5.9%	32.1%	26	44.8%	50.5%	$696	6.1%	34.0%
		Over $1 Million	56	40.0%	$26,228	81.5%	9.0%	32	49.2%					18	31.0%				
		Total Rev. available	103	73.6%	$28,026	87.1%	99.2%	49	75.4%					44	75.8%				
		Rev. Not Known	37	26.4%	$4,136	12.9%	0.8%	16	24.6%					14	24.1%				
		Total	*140*	*100.0%*	*$32,162*	*100.0%*	*100.0%*	*65*	*100.0%*					*58*	*100.0%*				
	Loan Size	$100,000 or Less	75	53.6%	$2,429	7.6%		31	47.7%	90.4%	$968	5.6%	34.8%	35	60.3%	91.9%	$1,041	9.1%	38.5%
		$100,001 - $250,000	26	18.6%	$4,875	15.2%		13	20.0%	4.8%	$2,475	14.3%	16.4%	10	17.2%	4.2%	$1,860	16.3%	16.3%
		$250,001 - $1 Million	39	27.9%	$24,858	77.3%		21	32.3%	4.8%	$13,814	80.0%	48.7%	13	22.4%	3.9%	$8,480	74.5%	45.2%
		Total	*140*	*100.0%*	*$32,162*	*100.0%*		*65*	*100.0%*	*100.0%*	*$17,257*	*100.0%*	*100.0%*	*58*	*100.0%*	*100.0%*	*$11,381*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	43	91.5%	$768	42.7%													
		$100,001 - $250,000	3	6.4%	$430	23.9%													
		$250,001 - $1 Million	1	2.1%	$600	33.4%													
		Total	*47*	*100.0%*	*$1,798*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	0	0.0%	$0	0.0%	98.5%	0	0.0%	42.1%	$0	0.0%	35.8%	0	0.0%	42.1%	$0	0.0%	69.7%
		Over $1 Million	0	0.0%	$0	0.0%	1.5%	0	0.0%					0	0.0%				
		Total Rev. available	0	0.0%	$0	0.0%	100.0%	0	0.0%					0	0.0%				
		Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
	Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	94.7%	$0	0.0%	57.8%	0	0.0%	94.7%	$0	0.0%	58.8%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	5.3%	$0	0.0%	42.2%	0	0.0%	0.0%	$0	0.0%	0.0%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	5.3%	$0	0.0%	41.2%
		Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	0	0.0%	$0	0.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*0*	*0.0%*	*$0*	*0.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: TN Nashville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	37	4.1%	$7,056	3.5%	3.9%	13	4.0%	3.7%	$2,543	3.7%	2.9%	12	3.3%	3.8%	$2,269	2.7%	3.2%
	Moderate	110	12.2%	$18,862	9.2%	13.8%	38	11.8%	11.9%	$6,109	8.9%	8.3%	40	10.9%	11.8%	$7,098	8.5%	8.7%
	Middle	319	35.4%	$54,770	26.8%	41.1%	114	35.4%	38.2%	$17,805	26.0%	29.3%	138	37.5%	39.0%	$24,847	29.9%	30.6%
	Upper	436	48.3%	$123,517	60.5%	41.2%	157	48.8%	46.2%	$42,127	61.4%	59.5%	178	48.4%	45.4%	$49,013	58.9%	57.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*902*	*100.0%*	*$204,205*	*100.0%*	*100.0%*	*322*	*100.0%*	*100.0%*	*$68,584*	*100.0%*	*100.0%*	*368*	*100.0%*	*100.0%*	*$83,227*	*100.0%*	*100.0%*
REFINANCE	Low	30	3.7%	$3,534	2.2%	3.9%	11	4.4%	3.7%	$1,361	2.8%	6.1%	13	3.7%	3.0%	$1,658	2.4%	2.2%
	Moderate	81	9.9%	$9,178	5.7%	13.8%	24	9.7%	12.3%	$2,710	5.5%	11.2%	36	10.1%	10.4%	$4,341	6.3%	6.7%
	Middle	312	38.0%	$45,251	28.2%	41.1%	79	31.9%	40.0%	$10,671	21.6%	32.5%	149	42.0%	37.5%	$21,043	30.8%	28.8%
	Upper	397	48.4%	$102,755	63.9%	41.2%	134	54.0%	44.0%	$34,744	70.2%	50.2%	157	44.2%	49.1%	$41,327	60.4%	62.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*820*	*100.0%*	*$160,718*	*100.0%*	*100.0%*	*248*	*100.0%*	*100.0%*	*$49,486*	*100.0%*	*100.0%*	*355*	*100.0%*	*100.0%*	*$68,369*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	1.8%	$67	0.5%	3.9%	1	2.8%	6.3%	$64	1.5%	4.4%	1	1.9%	4.7%	$3	0.1%	4.4%
	Moderate	15	13.2%	$1,323	10.8%	13.8%	4	11.1%	15.3%	$517	12.1%	7.8%	7	13.2%	12.8%	$577	10.0%	8.4%
	Middle	43	37.7%	$3,459	28.2%	41.1%	12	33.3%	42.0%	$773	18.1%	33.5%	22	41.5%	40.2%	$1,865	32.4%	27.5%
	Upper	54	47.4%	$7,412	60.5%	41.2%	19	52.8%	36.4%	$2,907	68.2%	54.3%	23	43.4%	42.3%	$3,304	57.5%	59.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*114*	*100.0%*	*$12,261*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$4,261*	*100.0%*	*100.0%*	*53*	*100.0%*	*100.0%*	*$5,749*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	17.0%	0	0.0%	15.2%	$0	0.0%	9.3%	0	0.0%	14.8%	$0	0.0%	8.4%
	Moderate	0	0.0%	$0	0.0%	29.2%	0	0.0%	36.2%	$0	0.0%	30.3%	0	0.0%	41.7%	$0	0.0%	31.8%
	Middle	0	0.0%	$0	0.0%	31.9%	0	0.0%	31.4%	$0	0.0%	38.2%	0	0.0%	25.2%	$0	0.0%	28.8%
	Upper	0	0.0%	$0	0.0%	21.9%	0	0.0%	17.1%	$0	0.0%	22.2%	0	0.0%	18.3%	$0	0.0%	31.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	69	3.8%	$10,657	2.8%	3.9%	25	4.1%	3.8%	$3,968	3.2%	4.3%	26	3.4%	3.5%	$3,930	2.5%	3.2%
	Moderate	206	11.2%	$29,363	7.8%	13.8%	66	10.9%	12.2%	$9,336	7.6%	10.7%	83	10.7%	11.3%	$12,016	7.6%	9.6%
	Middle	674	36.7%	$103,480	27.4%	41.1%	205	33.8%	38.8%	$29,249	23.9%	30.9%	309	39.8%	38.5%	$47,755	30.4%	29.8%
	Upper	887	48.3%	$233,684	62.0%	41.2%	310	51.2%	45.1%	$79,778	65.2%	54.1%	358	46.1%	46.6%	$93,644	59.5%	57.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,836*	*100.0%*	*$377,184*	*100.0%*	*100.0%*	*606*	*100.0%*	*100.0%*	*$122,331*	*100.0%*	*100.0%*	*776*	*100.0%*	*100.0%*	*$157,345*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: TN Nashville

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	61	6.8%	$6,209	3.0%	19.7%	35	10.9%	6.3%	$3,189	4.6%	3.0%	17	4.6%	5.8%	$1,844	2.2%	2.9%
	Moderate	179	19.8%	$25,446	12.5%	16.9%	70	21.7%	18.2%	$8,814	12.9%	11.8%	66	17.9%	16.9%	$9,501	11.4%	11.1%
	Middle	166	18.4%	$32,898	16.1%	20.6%	61	18.9%	18.1%	$10,773	15.7%	15.5%	70	19.0%	19.0%	$14,361	17.3%	16.6%
	Upper	374	41.5%	$110,556	54.1%	42.7%	127	39.4%	36.6%	$39,049	56.9%	50.0%	125	34.0%	37.2%	$35,694	42.9%	49.9%
	Unknown	122	13.5%	$29,096	14.2%	0.0%	29	9.0%	20.8%	$6,759	9.9%	19.6%	90	24.5%	21.0%	$21,827	26.2%	19.5%
	Total	*902*	*100.0%*	*$204,205*	*100.0%*	*100.0%*	*322*	*100.0%*	*100.0%*	*$68,584*	*100.0%*	*100.0%*	*368*	*100.0%*	*100.0%*	*$83,227*	*100.0%*	*100.0%*
REFINANCE	Low	56	6.8%	$5,704	3.5%	19.7%	12	4.8%	6.3%	$1,113	2.2%	2.5%	28	7.9%	4.9%	$3,238	4.7%	2.3%
	Moderate	163	19.9%	$17,992	11.2%	16.9%	48	19.4%	14.7%	$4,996	10.1%	7.8%	68	19.2%	12.6%	$7,583	11.1%	7.7%
	Middle	162	19.8%	$24,206	15.1%	20.6%	44	17.7%	16.9%	$6,289	12.7%	11.2%	73	20.6%	17.1%	$10,559	15.4%	13.3%
	Upper	349	42.6%	$91,065	56.7%	42.7%	124	50.0%	35.7%	$32,472	65.6%	40.6%	127	35.8%	37.0%	$33,117	48.4%	49.2%
	Unknown	90	11.0%	$21,751	13.5%	0.0%	20	8.1%	26.4%	$4,616	9.3%	37.8%	59	16.6%	28.4%	$13,872	20.3%	27.5%
	Total	*820*	*100.0%*	*$160,718*	*100.0%*	*100.0%*	*248*	*100.0%*	*100.0%*	*$49,486*	*100.0%*	*100.0%*	*355*	*100.0%*	*100.0%*	*$68,369*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	2.6%	$165	1.3%	19.7%	1	2.8%	8.1%	$67	1.6%	3.2%	1	1.9%	8.2%	$88	1.5%	2.5%
	Moderate	29	25.4%	$2,081	17.0%	16.9%	11	30.6%	20.3%	$1,181	27.7%	11.3%	13	24.5%	17.4%	$580	10.1%	10.3%
	Middle	34	29.8%	$3,398	27.7%	20.6%	12	33.3%	20.8%	$731	17.2%	17.0%	14	26.4%	22.7%	$2,114	36.8%	19.0%
	Upper	43	37.7%	$5,749	46.9%	42.7%	12	33.3%	39.6%	$2,282	53.6%	59.7%	22	41.5%	44.1%	$2,453	42.7%	59.1%
	Unknown	5	4.4%	$868	7.1%	0.0%	0	0.0%	11.2%	$0	0.0%	8.8%	3	5.7%	7.5%	$514	8.9%	9.2%
	Total	*114*	*100.0%*	*$12,261*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$4,261*	*100.0%*	*100.0%*	*53*	*100.0%*	*100.0%*	*$5,749*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	19.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	42.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	120	6.5%	$12,078	3.2%	19.7%	48	7.9%	6.3%	$4,369	3.6%	2.6%	46	5.9%	5.5%	$5,170	3.3%	2.5%
	Moderate	371	20.2%	$45,519	12.1%	16.9%	129	21.3%	17.2%	$14,991	12.3%	9.8%	147	18.9%	15.3%	$17,664	11.2%	9.2%
	Middle	362	19.7%	$60,502	16.0%	20.6%	117	19.3%	17.8%	$17,793	14.5%	13.2%	157	20.2%	18.4%	$27,034	17.2%	14.4%
	Upper	766	41.7%	$207,370	55.0%	42.7%	263	43.4%	36.4%	$73,803	60.3%	43.8%	274	35.3%	37.3%	$71,264	45.3%	46.5%
	Unknown	217	11.8%	$51,715	13.7%	0.0%	49	8.1%	22.4%	$11,375	9.3%	30.6%	152	19.6%	23.4%	$36,213	23.0%	27.4%
	Total	*1,836*	*100.0%*	*$377,184*	*100.0%*	*100.0%*	*606*	*100.0%*	*100.0%*	*$122,331*	*100.0%*	*100.0%*	*776*	*100.0%*	*100.0%*	*$157,345*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: TN Nashville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016: Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Small Businesses %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $ 000s	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $ 000s	2015 Dollar Bank $ %	2015 Dollar Agg $ %
SMALL BUSINESSES	Low	50	6.7%	$1,491	2.8%	7.5%	21	6.8%	8.3%	$492	1.9%	9.3%	19	6.8%	7.7%	$512	2.5%	9.3%
	Moderate	101	13.6%	$8,490	15.8%	16.8%	43	13.9%	17.4%	$4,261	16.1%	20.7%	33	11.9%	17.0%	$3,553	17.7%	21.0%
	Middle	207	27.9%	$16,600	30.9%	32.3%	97	31.4%	27.5%	$8,054	30.4%	22.8%	71	25.5%	27.4%	$6,023	29.9%	24.0%
	Upper	369	49.7%	$19,455	36.2%	42.9%	145	46.9%	44.9%	$11,154	42.2%	44.7%	145	52.2%	46.1%	$5,777	28.7%	42.8%
	Unknown	15	2.0%	$7,771	14.4%	0.5%	3	1.0%	0.9%	$2,499	9.4%	2.2%	10	3.6%	0.9%	$4,247	21.1%	2.7%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.2%	0	0.0%	0.9%	$0	0.0%	0.2%
	Total	*742*	*100.0%*	*$53,807*	*100.0%*	*100.0%*	*309*	*100.0%*	*100.0%*	*$26,460*	*100.0%*	*100.0%*	*278*	*100.0%*	*100.0%*	*$20,112*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	1.9%	0	0.0%	0.6%	$0	0.0%	4.7%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	10.7%	0	0.0%	19.0%	$0	0.0%	7.8%	0	0.0%	21.0%	$0	0.0%	17.5%
	Middle	0	0.0%	$0	0.0%	47.7%	0	0.0%	46.6%	$0	0.0%	47.0%	0	0.0%	45.2%	$0	0.0%	51.2%
	Upper	2	100.0%	$79	100.0%	39.6%	0	0.0%	33.7%	$0	0.0%	40.5%	1	100.0%	33.3%	$39	100.0%	30.3%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.5%	$0	0.0%	1.0%
	Total	*2*	*100.0%*	*$79*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$39*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: TN Nashville

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
			Bank Count		Bank Dollar		Total Businesses	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
			#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
Small Business	Revenue	$1 Million or Less	523	70.5%	$18,560	34.5%	91.5%	197	63.8%	46.5%	$7,488	28.3%	35.4%	192	69.1%	51.2%	$7,461	37.1%	36.9%
		Over $1 Million	127	17.1%	$28,866	53.6%	8.2%	59	19.1%					54	19.4%				
		Total Rev. available	650	87.6%	$47,426	88.1%	99.7%	256	82.9%					246	88.5%				
		Rev. Not Known	92	12.4%	$6,381	11.9%	0.3%	53	17.2%					32	11.5%				
		Total	*742*	*100.0%*	*$53,807*	*100.0%*	*100.0%*	*309*	*100.0%*					*278*	*100.0%*				
	Loan Size	$100,000 or Less	652	87.9%	$17,593	32.7%		263	85.1%	88.5%	$7,034	26.6%	22.4%	243	87.4%	89.8%	$6,753	33.6%	24.8%
		$100,001 - $250,000	36	4.9%	$6,540	12.2%		16	5.2%	5.4%	$2,993	11.3%	17.4%	14	5.0%	4.6%	$2,521	12.5%	15.7%
		$250,001 - $1 Million	54	7.3%	$29,674	55.1%		30	9.7%	6.1%	$16,433	62.1%	60.3%	21	7.6%	5.7%	$10,838	53.9%	59.5%
		Total	*742*	*100.0%*	*$53,807*	*100.0%*		*309*	*100.0%*	*100.0%*	*$26,460*	*100.0%*	*100.0%*	*278*	*100.0%*	*100.0%*	*$20,112*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	500	95.6%	$10,074	54.3%													
		$100,001 - $250,000	10	1.9%	$1,923	10.4%													
		$250,001 - $1 Million	13	2.5%	$6,563	35.4%													
		Total	*523*	*100.0%*	*$18,560*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	1	50.0%	$40	50.6%	99.0%	0	0.0%	46.6%	$0	0.0%	68.7%	0	0.0%	50.0%	$0	0.0%	58.7%
		Over $1 Million	0	0.0%	$0	0.0%	1.0%	0	0.0%					0	0.0%				
		Total Rev. available	1	50.0%	$40	50.6%	100.0%	0	0.0%					0	0.0%				
		Not Known	1	50.0%	$39	49.4%	0.0%	0	0.0%					1	100.0%				
		Total	*2*	*100.0%*	*$79*	*100.0%*	*100.0%*	*0*	*0.0%*					*1*	*100.0%*				
	Loan Size	$100,000 or Less	2	100.0%	$79	100.0%		0	0.0%	87.7%	$0	0.0%	27.7%	1	100.0%	91.4%	$39	100.0%	43.5%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	7.4%	$0	0.0%	28.7%	0	0.0%	6.5%	$0	0.0%	34.2%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.9%	$0	0.0%	43.5%	0	0.0%	2.2%	$0	0.0%	22.3%
		Total	*2*	*100.0%*	*$79*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$39*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	1	100.0%	$40	100.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*1*	*100.0%*	*$40*	*100.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

Geographic Distribution of HMDA Loans

Assessment Area: WV Charleston

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Dollar $ (000s)	$ %	Owner Occupied Units %	Bank & Aggregate Lending Comparison 2014 Count Bank #	%	Agg %	2014 Dollar Bank $ (000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $ (000s)	$ %	Agg $ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	6	6.5%	$611	4.1%	14.3%	2	4.4%	11.3%	$154	2.1%	8.8%	1	3.1%	11.2%	$120	2.4%	8.9%
	Middle	46	49.5%	$5,688	38.4%	61.7%	22	48.9%	57.9%	$2,532	33.9%	51.2%	18	56.3%	57.6%	$2,571	52.2%	51.9%
	Upper	41	44.1%	$8,520	57.5%	24.0%	21	46.7%	30.8%	$4,778	64.0%	40.0%	13	40.6%	31.2%	$2,232	45.3%	39.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*93*	*100.0%*	*$14,819*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$7,464*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$4,923*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	8	11.6%	$1,275	15.2%	14.3%	2	9.1%	9.1%	$378	14.2%	7.4%	5	14.3%	9.0%	$833	18.2%	7.0%
	Middle	38	55.1%	$3,706	44.1%	61.7%	14	63.6%	60.5%	$1,426	53.6%	55.2%	16	45.7%	59.0%	$1,472	32.1%	52.6%
	Upper	23	33.3%	$3,431	40.8%	24.0%	6	27.3%	30.4%	$855	32.2%	37.4%	14	40.0%	32.0%	$2,278	49.7%	40.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*69*	*100.0%*	*$8,412*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$2,659*	*100.0%*	*100.0%*	*35*	*100.0%*	*100.0%*	*$4,583*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	1	4.5%	$44	3.1%	14.3%	0	0.0%	12.0%	$0	0.0%	8.2%	1	12.5%	13.1%	$44	8.1%	9.5%
	Middle	12	54.5%	$793	56.6%	61.7%	5	62.5%	62.2%	$357	74.2%	60.3%	5	62.5%	58.6%	$340	62.8%	55.2%
	Upper	9	40.9%	$565	40.3%	24.0%	3	37.5%	25.8%	$124	25.8%	31.5%	2	25.0%	28.3%	$157	29.0%	35.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*22*	*100.0%*	*$1,402*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$481*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$541*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	42.2%	0	0.0%	24.2%	$0	0.0%	9.7%	0	0.0%	44.0%	$0	0.0%	53.8%
	Middle	0	0.0%	$0	0.0%	33.7%	0	0.0%	45.5%	$0	0.0%	79.3%	0	0.0%	32.0%	$0	0.0%	14.8%
	Upper	0	0.0%	$0	0.0%	24.1%	0	0.0%	30.3%	$0	0.0%	11.0%	0	0.0%	24.0%	$0	0.0%	31.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	15	8.2%	$1,930	7.8%	14.3%	4	5.3%	10.6%	$532	5.0%	8.4%	7	9.3%	10.8%	$997	9.9%	9.3%
	Middle	96	52.2%	$10,187	41.4%	61.7%	41	54.7%	59.2%	$4,315	40.7%	55.7%	39	52.0%	58.0%	$4,383	43.6%	51.5%
	Upper	73	39.7%	$12,516	50.8%	24.0%	30	40.0%	30.2%	$5,757	54.3%	35.9%	29	38.7%	31.1%	$4,667	46.5%	39.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*184*	*100.0%*	*$24,633*	*100.0%*	*100.0%*	*75*	*100.0%*	*100.0%*	*$10,604*	*100.0%*	*100.0%*	*75*	*100.0%*	*100.0%*	*$10,047*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2010 ACS Data

Borrower Distribution of HMDA Loans

Assessment Area: WV Charleston

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	10	10.8%	$711	4.8%	18.6%	5	11.1%	9.2%	$421	5.6%	4.4%	2	6.3%	8.1%	$139	2.8%	4.1%
	Moderate	18	19.4%	$1,666	11.2%	18.0%	9	20.0%	17.9%	$822	11.0%	10.8%	6	18.8%	21.4%	$538	10.9%	15.3%
	Middle	23	24.7%	$3,124	21.1%	21.2%	8	17.8%	21.6%	$1,010	13.5%	18.3%	12	37.5%	21.7%	$1,666	33.8%	19.5%
	Upper	39	41.9%	$8,827	59.6%	42.2%	21	46.7%	35.8%	$4,855	65.0%	52.7%	11	34.4%	30.7%	$2,445	49.7%	44.4%
	Unknown	3	3.2%	$491	3.3%	0.0%	2	4.4%	15.5%	$356	4.8%	13.8%	1	3.1%	18.2%	$135	2.7%	16.6%
	Total	*93*	*100.0%*	*$14,819*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$7,464*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$4,923*	*100.0%*	*100.0%*
REFINANCE	Low	5	7.2%	$375	4.5%	18.6%	1	4.5%	6.2%	$48	1.8%	3.3%	3	8.6%	6.1%	$266	5.8%	3.4%
	Moderate	13	18.8%	$968	11.5%	18.0%	6	27.3%	15.6%	$404	15.2%	10.3%	6	17.1%	15.7%	$468	10.2%	9.9%
	Middle	14	20.3%	$1,196	14.2%	21.2%	6	27.3%	24.5%	$486	18.3%	19.9%	5	14.3%	21.9%	$418	9.1%	15.2%
	Upper	35	50.7%	$5,688	67.6%	42.2%	8	36.4%	41.5%	$1,640	61.7%	52.4%	21	60.0%	41.6%	$3,431	74.9%	53.1%
	Unknown	2	2.9%	$185	2.2%	0.0%	1	4.5%	12.2%	$81	3.0%	14.1%	0	0.0%	14.7%	$0	0.0%	18.4%
	Total	*69*	*100.0%*	*$8,412*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$2,659*	*100.0%*	*100.0%*	*35*	*100.0%*	*100.0%*	*$4,583*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	9.1%	$49	3.5%	18.6%	0	0.0%	11.4%	$0	0.0%	3.5%	2	25.0%	14.4%	$49	9.1%	6.5%
	Moderate	4	18.2%	$86	6.1%	18.0%	2	25.0%	20.6%	$13	2.7%	12.8%	1	12.5%	19.4%	$8	1.5%	11.8%
	Middle	7	31.8%	$291	20.8%	21.2%	4	50.0%	20.3%	$208	43.2%	18.3%	2	25.0%	19.9%	$19	3.5%	16.7%
	Upper	8	36.4%	$909	64.8%	42.2%	2	25.0%	38.8%	$260	54.1%	56.3%	3	37.5%	41.7%	$465	86.0%	58.4%
	Unknown	1	4.5%	$67	4.8%	0.0%	0	0.0%	8.9%	$0	0.0%	9.2%	0	0.0%	4.5%	$0	0.0%	6.6%
	Total	*22*	*100.0%*	*$1,402*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$481*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$541*	*100.0%*	*100.0%*
MULTI FAMILY	Low	0	0.0%	$0	0.0%	18.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	42.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	17	9.2%	$1,135	4.6%	18.6%	6	8.0%	8.1%	$469	4.4%	3.6%	7	9.3%	8.0%	$454	4.5%	3.9%
	Moderate	35	19.0%	$2,720	11.0%	18.0%	17	22.7%	17.1%	$1,239	11.7%	9.6%	13	17.3%	19.0%	$1,014	10.1%	12.8%
	Middle	44	23.9%	$4,611	18.7%	21.2%	18	24.0%	22.4%	$1,704	16.1%	17.0%	19	25.3%	21.4%	$2,103	20.9%	17.3%
	Upper	82	44.6%	$15,424	62.6%	42.2%	31	41.3%	37.9%	$6,755	63.7%	47.4%	35	46.7%	35.6%	$6,341	63.1%	47.2%
	Unknown	6	3.3%	$743	3.0%	0.0%	3	4.0%	14.4%	$437	4.1%	22.5%	1	1.3%	16.0%	$135	1.3%	18.8%
	Total	*184*	*100.0%*	*$24,633*	*100.0%*	*100.0%*	*75*	*100.0%*	*100.0%*	*$10,604*	*100.0%*	*100.0%*	*75*	*100.0%*	*100.0%*	*$10,047*	*100.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data and 2010 ACS Data

Geographic Distribution of Small Business & Small Farm Loans

Assessment Area: WV Charleston

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Small Businesses	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ 000s	$ %	$ %	#	%	%	$ 000s	$ %	$ %
SMALL BUSINESSES	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	20	32.3%	$3,682	34.5%	29.5%	8	29.6%	26.1%	$1,537	31.4%	38.6%	11	37.9%	27.6%	$1,345	30.7%	37.1%
	Middle	26	41.9%	$5,252	49.3%	45.7%	13	48.1%	45.6%	$2,635	53.9%	38.6%	12	41.4%	44.1%	$2,597	59.2%	35.2%
	Upper	16	25.8%	$1,728	16.2%	24.8%	6	22.2%	25.5%	$717	14.7%	22.5%	6	20.7%	25.7%	$444	10.1%	26.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.8%	$0	0.0%	0.3%	0	0.0%	2.6%	$0	0.0%	1.2%
	Total	*62*	*100.0%*	*$10,662*	*100.0%*	*100.0%*	*27*	*100.0%*	*100.0%*	*$4,889*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$4,386*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	11.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	8.3%	$0	0.0%	0.4%
	Middle	0	0.0%	$0	0.0%	72.2%	0	0.0%	50.0%	$0	0.0%	95.4%	0	0.0%	66.7%	$0	0.0%	61.8%
	Upper	0	0.0%	$0	0.0%	16.7%	0	0.0%	50.0%	$0	0.0%	4.6%	0	0.0%	25.0%	$0	0.0%	37.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data and 2015 D&B Information

Small Business & Small Farm Lending By Revenue & Loan Size

Assessment Area: WV Charleston

Product Type			Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016: Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Total Businesses %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $ 000s	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $ 000s	2015 Dollar Bank $ %	2015 Dollar Agg $ %
Small Business	Revenue	$1 Million or Less	25	40.3%	$1,963	18.4%	88.7%	6	22.2%	38.0%	$784	16.0%	31.8%	15	51.7%	44.0%	$792	18.1%	36.7%
		Over $1 Million	24	38.7%	$6,855	64.3%	9.6%	11	40.7%					11	37.9%				
		Total Rev. available	49	79.0%	$8,818	82.7%	98.3%	17	62.9%					26	89.6%				
		Rev. Not Known	13	21.0%	$1,844	17.3%	1.7%	10	37.0%					3	10.3%				
		Total	*62*	*100.0%*	*$10,662*	*100.0%*	*100.0%*	*27*	*100.0%*					*29*	*100.0%*				
	Loan Size	$100,000 or Less	37	59.7%	$1,747	16.4%		13	48.1%	82.8%	$641	13.1%	18.7%	21	72.4%	84.8%	$986	22.5%	20.8%
		$100,001 - $250,000	9	14.5%	$1,939	18.2%		7	25.9%	8.0%	$1,489	30.5%	17.6%	1	3.4%	7.0%	$250	5.7%	16.6%
		$250,001 - $1 Million	16	25.8%	$6,976	65.4%		7	25.9%	9.2%	$2,759	56.4%	63.6%	7	24.1%	8.3%	$3,150	71.8%	62.6%
		Total	*62*	*100.0%*	*$10,662*	*100.0%*		*27*	*100.0%*	*100.0%*	*$4,889*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$4,386*	*100.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	20	80.0%	$658	33.5%													
		$100,001 - $250,000	2	8.0%	$415	21.1%													
		$250,001 - $1 Million	3	12.0%	$890	45.3%													
		Total	*25*	*100.0%*	*$1,963*	*100.0%*													
Small Farm							**Total Farms**												
	Revenue	$1 Million or Less	0	0.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	41.7%	$0	0.0%	60.6%
		Over $1 Million	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total Rev. available	0	0.0%	$0	0.0%	100.0%	0	0.0%					0	0.0%				
		Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
		Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
	Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	50.0%	$0	0.0%	4.6%	0	0.0%	58.3%	$0	0.0%	13.7%
		$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	50.0%	$0	0.0%	95.4%	0	0.0%	25.0%	$0	0.0%	37.3%
		$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	16.7%	$0	0.0%	49.0%
		Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
	Loan Size & Rev $1 Mill or Less	$100,000 or Less	0	0.0%	$0	0.0%													
		$100,001 - $250,000	0	0.0%	$0	0.0%													
		$250,001 - $500,000	0	0.0%	$0	0.0%													
		Total	*0*	*0.0%*	*$0*	*0.0%*													

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data and 2015 D&B Information

APPENDIX F

LIMITED-SCOPE LENDING TABLES

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: GA Augusta

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Owner Occupied Units	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	2	2.2%	$158	1.2%	5.1%	0	0.0%	1.5%	$0	0.0%	0.8%	1	4.8%	1.4%	$86	2.5%	0.8%
	Moderate	16	18.0%	$1,262	9.9%	18.3%	9	18.4%	6.9%	$593	9.9%	3.8%	4	19.0%	7.7%	$297	8.5%	4.5%
	Middle	28	31.5%	$3,097	24.2%	34.3%	19	38.8%	35.8%	$1,886	31.5%	30.8%	3	14.3%	36.9%	$474	13.5%	31.8%
	Upper	43	48.3%	$8,284	64.7%	42.3%	21	42.9%	55.8%	$3,511	58.6%	64.6%	13	61.9%	53.9%	$2,651	75.6%	62.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*89*	*100.0%*	*$12,801*	*100.0%*	*100.0%*	*49*	*100.0%*	*100.0%*	*$5,990*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$3,508*	*100.0%*	*100.0%*
REFINANCE	Low	2	6.5%	$108	2.7%	5.1%	2	15.4%	2.2%	$108	6.9%	6.2%	0	0.0%	1.8%	$0	0.0%	1.3%
	Moderate	4	12.9%	$335	8.4%	18.3%	2	15.4%	12.3%	$202	13.0%	41.9%	2	13.3%	12.1%	$133	7.6%	7.1%
	Middle	8	25.8%	$738	18.6%	34.3%	3	23.1%	41.1%	$319	20.5%	35.4%	5	33.3%	36.9%	$419	23.9%	31.7%
	Upper	17	54.8%	$2,795	70.3%	42.3%	6	46.2%	44.4%	$927	59.6%	16.5%	8	53.3%	49.3%	$1,200	68.5%	59.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*31*	*100.0%*	*$3,976*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,556*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,752*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	5.1%	0	0.0%	4.3%	$0	0.0%	1.3%	0	0.0%	3.2%	$0	0.0%	0.7%
	Moderate	3	37.5%	$138	17.0%	18.3%	2	33.3%	16.9%	$87	12.9%	7.1%	1	100.0%	14.6%	$51	100.0%	6.5%
	Middle	2	25.0%	$153	18.9%	34.3%	1	16.7%	33.2%	$68	10.1%	27.7%	0	0.0%	34.7%	$0	0.0%	27.4%
	Upper	3	37.5%	$519	64.1%	42.3%	3	50.0%	45.6%	$519	77.0%	63.9%	0	0.0%	47.6%	$0	0.0%	65.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*8*	*100.0%*	*$810*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$674*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$51*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	10.9%	0	0.0%	23.5%	$0	0.0%	9.8%	0	0.0%	7.1%	$0	0.0%	5.6%
	Moderate	0	0.0%	$0	0.0%	31.3%	0	0.0%	47.1%	$0	0.0%	12.9%	0	0.0%	39.3%	$0	0.0%	17.8%
	Middle	0	0.0%	$0	0.0%	32.6%	0	0.0%	17.6%	$0	0.0%	58.0%	0	0.0%	21.4%	$0	0.0%	25.9%
	Upper	0	0.0%	$0	0.0%	25.3%	0	0.0%	11.8%	$0	0.0%	19.3%	0	0.0%	32.1%	$0	0.0%	50.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	4	3.1%	$266	1.5%	5.1%	2	2.9%	1.9%	$108	1.3%	4.8%	1	2.7%	1.6%	$86	1.6%	1.3%
	Moderate	23	18.0%	$1,735	9.9%	18.3%	13	19.1%	9.0%	$882	10.7%	31.1%	7	18.9%	9.5%	$481	9.1%	6.2%
	Middle	38	29.7%	$3,988	22.7%	34.3%	23	33.8%	37.3%	$2,273	27.7%	34.3%	8	21.6%	36.8%	$893	16.8%	31.3%
	Upper	63	49.2%	$11,598	65.9%	42.3%	30	44.1%	51.8%	$4,957	60.3%	29.8%	21	56.8%	52.1%	$3,851	72.5%	61.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*128*	*100.0%*	*$17,587*	*100.0%*	*100.0%*	*68*	*100.0%*	*100.0%*	*$8,220*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$5,311*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	2	14.3%	$309	38.3%	7.4%	0	0.0%	7.7%	$0	0.0%	11.5%	2	40.0%	7.1%	$309	70.2%	10.3%
	Moderate	1	7.1%	$6	0.7%	16.2%	0	0.0%	10.8%	$0	0.0%	8.9%	1	20.0%	12.2%	$6	1.4%	9.7%
	Middle	5	35.7%	$111	13.8%	32.9%	1	25.0%	32.0%	$25	13.0%	34.7%	1	20.0%	30.4%	$25	5.7%	32.3%
	Upper	6	42.9%	$381	47.2%	43.5%	3	75.0%	47.9%	$167	87.0%	44.2%	1	20.0%	48.9%	$100	22.7%	47.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.6%	$0	0.0%	0.7%	0	0.0%	1.5%	$0	0.0%	0.7%
	Total	*14*	*100.0%*	*$807*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$192*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$440*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	6.5%	0	0.0%	2.6%	$0	0.0%	1.9%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	12.9%	0	0.0%	5.3%	$0	0.0%	2.6%	0	0.0%	9.7%	$0	0.0%	4.4%
	Middle	0	0.0%	$0	0.0%	25.8%	0	0.0%	36.8%	$0	0.0%	34.4%	0	0.0%	22.6%	$0	0.0%	20.6%
	Upper	0	0.0%	$0	0.0%	54.8%	0	0.0%	55.3%	$0	0.0%	61.0%	0	0.0%	67.7%	$0	0.0%	74.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases

2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: GA Augusta

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Families by Family Income	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %	
HOME PURCHASE	Low	15	16.9%	$961	7.5%	22.8%	10	20.4%	3.6%	$542	9.0%	1.6%	4	19.0%	3.8%	$350	10.0%	1.7%	
	Moderate	25	28.1%	$2,678	20.9%	16.1%	18	36.7%	13.0%	$2,026	33.8%	8.8%	3	14.3%	14.0%	$295	8.4%	9.8%	
	Middle	22	24.7%	$3,509	27.4%	18.6%	10	20.4%	21.9%	$1,405	23.5%	20.1%	7	33.3%	21.1%	$1,353	38.6%	19.4%	
	Upper	24	27.0%	$5,121	40.0%	42.6%	11	22.4%	35.6%	$2,017	33.7%	45.7%	5	23.8%	34.4%	$1,183	33.7%	44.1%	
	Unknown	3	3.4%	$532	4.2%	0.0%	0	0.0%	25.9%	$0	0.0%	23.8%	2	9.5%	26.7%	$327	9.3%	25.0%	
	Total	*89*	*100.0%*	*$12,801*	*100.0%*	*100.0%*	*49*	*100.0%*	*100.0%*	*$5,990*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$3,508*	*100.0%*	*100.0%*	
REFINANCE	Low	6	19.4%	$363	9.1%	22.8%	2	15.4%	3.6%	$107	6.9%	0.3%	4	26.7%	3.6%	$256	14.6%	2.0%	
	Moderate	3	9.7%	$337	8.5%	16.1%	2	15.4%	8.6%	$137	8.8%	0.8%	1	6.7%	7.8%	$200	11.4%	5.1%	
	Middle	8	25.8%	$1,167	29.4%	18.6%	4	30.8%	12.3%	$750	48.2%	1.5%	4	26.7%	13.0%	$417	23.8%	10.3%	
	Upper	10	32.3%	$1,468	36.9%	42.6%	3	23.1%	28.5%	$360	23.1%	5.0%	6	40.0%	29.2%	$879	50.2%	34.1%	
	Unknown	4	12.9%	$641	16.1%	0.0%	2	15.4%	47.0%	$202	13.0%	92.5%	0	0.0%	46.4%	$0	0.0%	48.5%	
	Total	*31*	*100.0%*	*$3,976*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,556*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,752*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	2	25.0%	$75	9.3%	22.8%	1	16.7%	11.7%	$24	3.6%	1.9%	1	100.0%	6.8%	$51	100.0%	2.6%	
	Moderate	3	37.5%	$188	23.2%	16.1%	2	33.3%	15.3%	$103	15.3%	7.5%	0	0.0%	18.4%	$0	0.0%	9.3%	
	Middle	0	0.0%	$0	0.0%	18.6%	0	0.0%	18.9%	$0	0.0%	13.2%	0	0.0%	18.4%	$0	0.0%	10.0%	
	Upper	3	37.5%	$547	67.5%	42.6%	3	50.0%	43.4%	$547	81.2%	49.5%	0	0.0%	47.3%	$0	0.0%	59.6%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	10.7%	$0	0.0%	27.8%	0	0.0%	9.0%	$0	0.0%	18.6%	
	Total	*8*	*100.0%*	*$810*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$674*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$51*	*100.0%*	*100.0%*	
MULTIFAMILY	Low	0	0.0%	$0	0.0%	22.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	0	0.0%	$0	0.0%	16.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Middle	0	0.0%	$0	0.0%	18.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Upper	0	0.0%	$0	0.0%	42.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	23	18.0%	$1,399	8.0%	22.8%	13	19.1%	3.9%	$673	8.2%	0.6%	9	24.3%	3.8%	$657	12.4%	1.7%	
	Moderate	31	24.2%	$3,203	18.2%	16.1%	22	32.4%	11.7%	$2,266	27.6%	3.0%	4	10.8%	12.1%	$495	9.3%	7.8%	
	Middle	30	23.4%	$4,676	26.6%	18.6%	14	20.6%	18.8%	$2,155	26.2%	6.6%	11	29.7%	18.4%	$1,770	33.3%	15.5%	
	Upper	37	28.9%	$7,136	40.6%	42.6%	17	25.0%	33.7%	$2,924	35.6%	16.1%	11	29.7%	33.1%	$2,062	38.8%	38.5%	
	Unknown	7	5.5%	$1,173	6.7%	0.0%	2	2.9%	31.8%	$202	2.5%	73.7%	2	5.4%	32.5%	$327	6.2%	36.6%	
	Total	*128*	*100.0%*	*$17,587*	*100.0%*	*100.0%*	*68*	*100.0%*	*100.0%*	*$8,220*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$5,311*	*100.0%*	*100.0%*	
Small Business						Total Businesses													
Revenue	$1 Million or Less	7	50.0%	$145	18.0%	93.3%	1	25.0%	49.9%	$5	2.6%	44.5%	2	40.0%	52.4%	$15	3.4%	45.4%	
	Over $1 Million	2	14.3%	$350	43.4%	6.4%	0	0.0%					1	20.0%					
	Total Rev. available	9	64.3%	$495	61.4%	99.7%	1	25.0%					3	60.0%					
	Rev. Not Known	5	35.7%	$312	38.7%	0.3%	3	75.0%					2	40.0%					
	Total	*14*	*100.0%*	*$807*	*100.0%*	*100.0%*	*4*	*100.0%*					*5*	*100.0%*					
Loan Size	$100,000 or Less	13	92.9%	$507	62.8%		4	100.0%	88.0%	$192	100.0%	26.2%	4	80.0%	88.1%	$140	31.8%	27.1%	
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	6.9%	$0	0.0%	23.2%	0	0.0%	6.7%	$0	0.0%	22.6%	
	$250,001 - $1 Million	1	7.1%	$300	37.2%		0	0.0%	5.1%	$0	0.0%	50.6%	1	20.0%	5.2%	$300	68.2%	50.3%	
	Total	*14*	*100.0%*	*$807*	*100.0%*		*4*	*100.0%*	*100.0%*	*$192*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$440*	*100.0%*	*100.0%*	
Small Farm						Total Farms													
Revenue	$1 Million or Less	0	0.0%	$0	0.0%	100.0%	0	0.0%	57.9%	$0	0.0%	80.3%	0	0.0%	64.5%	$0	0.0%	73.9%	
	Over $1 Million	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%					
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%					
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*					
Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	73.7%	$0	0.0%	27.6%	0	0.0%	80.6%	$0	0.0%	35.4%	
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	21.1%	$0	0.0%	44.9%	0	0.0%	12.9%	$0	0.0%	26.3%	
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	5.3%	$0	0.0%	27.5%	0	0.0%	6.5%	$0	0.0%	38.3%	
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL Cape Coral

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %	
HOME PURCHASE	Low	3	0.5%	$397	0.3%	1.3%	1	0.4%	0.4%	$77	0.2%	0.2%	1	0.4%	1.2%	$60	0.1%	1.0%	
	Moderate	65	9.8%	$11,060	7.8%	14.2%	27	9.7%	11.9%	$3,794	7.7%	8.4%	20	8.1%	12.2%	$3,304	5.9%	8.8%	
	Middle	362	54.4%	$63,255	44.5%	55.6%	154	55.4%	52.8%	$23,314	47.2%	44.6%	146	59.1%	54.6%	$27,588	49.0%	47.1%	
	Upper	236	35.4%	$67,539	47.5%	28.9%	96	34.5%	34.8%	$22,176	44.9%	46.9%	80	32.4%	32.0%	$25,307	45.0%	43.1%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*666*	*100.0%*	*$142,251*	*100.0%*	*100.0%*	*278*	*100.0%*	*100.0%*	*$49,361*	*100.0%*	*100.0%*	*247*	*100.0%*	*100.0%*	*$56,259*	*100.0%*	*100.0%*	
REFINANCE	Low	5	1.4%	$471	0.7%	1.3%	2	1.9%	0.5%	$194	0.9%	0.3%	2	1.2%	0.4%	$92	0.3%	0.2%	
	Moderate	31	8.6%	$3,809	5.3%	14.2%	14	13.2%	10.4%	$1,272	6.1%	7.7%	10	6.2%	9.2%	$1,867	5.6%	6.5%	
	Middle	195	54.3%	$31,628	43.7%	55.6%	52	49.1%	56.5%	$7,418	35.5%	47.4%	86	53.4%	56.0%	$13,935	42.1%	47.3%	
	Upper	128	35.7%	$36,497	50.4%	28.9%	38	35.8%	32.6%	$11,984	57.4%	44.6%	63	39.1%	34.4%	$17,242	52.0%	46.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*359*	*100.0%*	*$72,405*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$20,868*	*100.0%*	*100.0%*	*161*	*100.0%*	*100.0%*	*$33,136*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.7%	$0	0.0%	0.1%	0	0.0%	1.2%	$0	0.0%	0.3%	
	Moderate	1	4.2%	$5	0.1%	14.2%	1	10.0%	12.8%	$5	0.3%	5.9%	0	0.0%	10.1%	$0	0.0%	4.1%	
	Middle	14	58.3%	$1,900	54.3%	55.6%	4	40.0%	60.8%	$631	34.6%	53.7%	7	63.6%	60.4%	$1,083	72.6%	53.4%	
	Upper	9	37.5%	$1,597	45.6%	28.9%	5	50.0%	25.7%	$1,189	65.2%	40.3%	4	36.4%	28.0%	$408	27.4%	42.1%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.2%	$0	0.0%	0.1%	
	Total	*24*	*100.0%*	*$3,502*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,825*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$1,491*	*100.0%*	*100.0%*	
MULTI FAMILY						**Multi-Family Units**													
	Low	0	0.0%	$0	0.0%	7.8%	0	0.0%	5.3%	$0	0.0%	16.1%	0	0.0%	6.8%	$0	0.0%	11.8%	
	Moderate	0	0.0%	$0	0.0%	15.0%	0	0.0%	21.1%	$0	0.0%	19.8%	0	0.0%	29.5%	$0	0.0%	54.9%	
	Middle	0	0.0%	$0	0.0%	39.7%	0	0.0%	42.1%	$0	0.0%	7.3%	0	0.0%	36.4%	$0	0.0%	29.4%	
	Upper	0	0.0%	$0	0.0%	37.4%	0	0.0%	31.6%	$0	0.0%	56.8%	0	0.0%	27.3%	$0	0.0%	3.8%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	8	0.8%	$868	0.4%	1.3%	3	0.8%	0.4%	$271	0.4%	0.7%	3	0.7%	1.0%	$152	0.2%	1.2%	
	Moderate	97	9.2%	$14,874	6.8%	14.2%	42	10.7%	11.6%	$5,071	7.0%	8.5%	30	7.2%	11.3%	$5,171	5.7%	10.0%	
	Middle	571	54.4%	$96,783	44.4%	55.6%	210	53.3%	54.0%	$31,363	43.5%	44.2%	239	57.0%	55.1%	$42,606	46.9%	46.5%	
	Upper	373	35.6%	$105,633	48.4%	28.9%	139	35.3%	34.0%	$35,349	49.1%	46.5%	147	35.1%	32.5%	$42,957	47.3%	42.3%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*1,049*	*100.0%*	*$218,158*	*100.0%*	*100.0%*	*394*	*100.0%*	*100.0%*	*$72,054*	*100.0%*	*100.0%*	*419*	*100.0%*	*100.0%*	*$90,886*	*100.0%*	*100.0%*	
SMALL BUSINESSES						**Small Businesses**													
	Low	12	2.8%	$1,633	4.0%	3.1%	2	1.3%	3.2%	$83	0.6%	5.6%	4	2.2%	3.0%	$772	4.4%	5.1%	
	Moderate	44	10.3%	$5,094	12.6%	14.6%	16	10.3%	12.8%	$1,054	7.7%	13.6%	20	10.9%	12.6%	$3,158	17.8%	15.1%	
	Middle	237	55.5%	$22,340	55.1%	52.8%	85	54.5%	49.5%	$8,775	64.2%	45.5%	99	54.1%	49.9%	$9,310	52.5%	43.7%	
	Upper	134	31.4%	$11,512	28.4%	29.4%	53	34.0%	33.6%	$3,752	27.5%	34.9%	60	32.8%	33.8%	$4,481	25.3%	35.6%	
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.9%	$0	0.0%	0.5%	0	0.0%	0.8%	$0	0.0%	0.5%	
	Total	*427*	*100.0%*	*$40,579*	*100.0%*	*100.0%*	*156*	*100.0%*	*100.0%*	*$13,664*	*100.0%*	*100.0%*	*183*	*100.0%*	*100.0%*	*$17,721*	*100.0%*	*100.0%*	
SMALL FARM						**Small Farms**													
	Low	0	0.0%	$0	0.0%	1.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	1	50.0%	$6	42.9%	14.6%	0	0.0%	8.5%	$0	0.0%	10.1%	0	0.0%	8.9%	$0	0.0%	17.3%	
	Middle	1	50.0%	$8	57.1%	43.9%	1	100.0%	38.3%	$8	100.0%	45.3%	0	0.0%	48.9%	$0	0.0%	49.3%	
	Upper	0	0.0%	$0	0.0%	40.2%	0	0.0%	53.2%	$0	0.0%	44.6%	0	0.0%	42.2%	$0	0.0%	33.4%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*2*	*100.0%*	*$14*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$8*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: FL Cape Coral

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	Count %	Dollar $ (000s)	Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	28	4.2%	$2,641	1.9%	19.0%	15	5.4%	4.4%	$1,427	2.9%	1.9%	9	3.6%	3.4%	$898	1.6%	1.6%
	Moderate	98	14.7%	$11,807	8.3%	19.0%	47	16.9%	15.4%	$5,390	10.9%	9.1%	36	14.6%	15.1%	$4,539	8.1%	9.0%
	Middle	111	16.7%	$16,471	11.6%	21.4%	47	16.9%	17.5%	$6,037	12.2%	13.3%	43	17.4%	18.0%	$6,958	12.4%	14.0%
	Upper	349	52.4%	$93,882	66.0%	40.7%	134	48.2%	50.0%	$29,603	60.0%	64.5%	118	47.8%	48.7%	$33,878	60.2%	62.0%
	Unknown	80	12.0%	$17,450	12.3%	0.0%	35	12.6%	12.7%	$6,904	14.0%	11.2%	41	16.6%	14.8%	$9,986	17.8%	13.4%
	Total	*666*	*100.0%*	*$142,251*	*100.0%*	*100.0%*	*278*	*100.0%*	*100.0%*	*$49,361*	*100.0%*	*100.0%*	*247*	*100.0%*	*100.0%*	*$56,259*	*100.0%*	*100.0%*
REFINANCE	Low	25	7.0%	$2,605	3.6%	19.0%	9	8.5%	6.8%	$1,102	5.3%	3.8%	7	4.3%	4.7%	$780	2.4%	2.5%
	Moderate	60	16.7%	$6,289	8.7%	19.0%	14	13.2%	14.9%	$1,203	5.8%	8.7%	28	17.4%	13.0%	$3,021	9.1%	7.8%
	Middle	70	19.5%	$8,856	12.2%	21.4%	23	21.7%	18.8%	$2,483	11.9%	13.9%	28	17.4%	17.0%	$3,711	11.2%	12.7%
	Upper	185	51.5%	$50,808	70.2%	40.7%	54	50.9%	43.6%	$14,949	71.6%	56.6%	87	54.0%	44.6%	$23,263	70.2%	56.6%
	Unknown	19	5.3%	$3,847	5.3%	0.0%	6	5.7%	15.9%	$1,131	5.4%	17.0%	11	6.8%	20.7%	$2,361	7.1%	20.5%
	Total	*359*	*100.0%*	*$72,405*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$20,868*	*100.0%*	*100.0%*	*161*	*100.0%*	*100.0%*	*$33,136*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	4.2%	$20	0.6%	19.0%	1	10.0%	7.9%	$20	1.1%	2.0%	0	0.0%	6.1%	$0	0.0%	1.5%
	Moderate	4	16.7%	$251	7.2%	19.0%	1	10.0%	18.3%	$5	0.3%	7.9%	1	9.1%	17.6%	$143	9.6%	8.7%
	Middle	12	50.0%	$1,355	38.7%	21.4%	3	30.0%	23.4%	$229	12.5%	19.6%	8	72.7%	20.5%	$1,043	70.0%	16.8%
	Upper	7	29.2%	$1,876	53.6%	40.7%	5	50.0%	46.0%	$1,571	86.1%	65.8%	2	18.2%	50.9%	$305	20.5%	63.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.4%	$0	0.0%	4.7%	0	0.0%	4.9%	$0	0.0%	10.0%
	Total	*24*	*100.0%*	*$3,502*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,825*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$1,491*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	19.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	19.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	54	5.1%	$5,266	2.4%	19.0%	25	6.3%	5.1%	$2,549	3.5%	2.3%	16	3.8%	3.8%	$1,678	1.8%	1.7%
	Moderate	162	15.4%	$18,347	8.4%	19.0%	62	15.7%	15.3%	$6,598	9.2%	8.7%	65	15.5%	14.6%	$7,703	8.5%	8.4%
	Middle	193	18.4%	$26,682	12.2%	21.4%	73	18.5%	18.0%	$8,749	12.1%	13.1%	79	18.9%	17.8%	$11,712	12.9%	13.1%
	Upper	541	51.6%	$146,566	67.2%	40.7%	193	49.0%	48.1%	$46,123	64.0%	60.6%	207	49.4%	47.6%	$57,446	63.2%	58.2%
	Unknown	99	9.4%	$21,297	9.8%	0.0%	41	10.4%	13.5%	$8,035	11.2%	15.3%	52	12.4%	16.2%	$12,347	13.6%	18.6%
	Total	*1,049*	*100.0%*	*$218,158*	*100.0%*	*100.0%*	*394*	*100.0%*	*100.0%*	*$72,054*	*100.0%*	*100.0%*	*419*	*100.0%*	*100.0%*	*$90,886*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	281	65.8%	$15,381	37.9%	95.3%	97	62.2%	48.9%	$4,390	32.1%	35.3%	120	65.6%	54.5%	$6,045	34.1%	38.0%
	Over $1 Million	93	21.8%	$19,894	49.0%	4.5%	31	19.9%					47	25.7%				
	Total Rev. available	374	87.6%	$35,275	86.9%	99.8%	128	82.1%					167	91.3%				
	Rev. Not Known	53	12.4%	$5,304	13.1%	0.2%	28	17.9%					16	8.7%				
	Total	*427*	*100.0%*	*$40,579*	*100.0%*	*100.0%*	*156*	*100.0%*					*183*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	326	76.3%	$8,936	22.0%		120	76.9%	95.2%	$2,995	21.9%	40.1%	140	76.5%	95.5%	$3,616	20.4%	42.5%
	$100,001 - $250,000	47	11.0%	$8,524	21.0%		18	11.5%	2.4%	$2,976	21.8%	15.0%	20	10.9%	2.2%	$3,878	21.9%	13.7%
	$250,001 - $1 Million	54	12.6%	$23,119	57.0%		18	11.5%	2.4%	$7,693	56.3%	44.9%	23	12.6%	2.3%	$10,227	57.7%	43.8%
	Total	*427*	*100.0%*	*$40,579*	*100.0%*		*156*	*100.0%*	*100.0%*	*$13,664*	*100.0%*	*100.0%*	*183*	*100.0%*	*100.0%*	*$17,721*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	2	100.0%	$14	100.0%	95.6%	1	100.0%	59.6%	$8	100.0%	77.6%	0	0.0%	48.9%	$0	0.0%	54.1%
	Over $1 Million	0	0.0%	$0	0.0%	4.1%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.3%	0	0.0%					0	0.0%				
	Total	*2*	*100.0%*	*$14*	*100.0%*	*100.0%*	*1*	*100.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	2	100.0%	$14	100.0%		1	100.0%	95.7%	$8	100.0%	56.8%	0	0.0%	86.7%	$0	0.0%	29.6%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	2.1%	$0	0.0%	13.5%	0	0.0%	11.1%	$0	0.0%	52.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	2.1%	$0	0.0%	29.7%	0	0.0%	2.2%	$0	0.0%	17.9%
	Total	*2*	*100.0%*	*$14*	*100.0%*		*1*	*100.0%*	*100.0%*	*$8*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL Jacksonville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %	
HOME PURCHASE	Low	4	1.4%	$233	0.3%	3.1%	3	2.4%	0.8%	$121	0.4%	0.3%	1	0.9%	0.7%	$112	0.4%	0.3%	
	Moderate	14	4.9%	$2,898	4.1%	16.5%	3	2.4%	9.3%	$1,297	4.4%	5.2%	6	5.4%	9.7%	$638	2.2%	6.0%	
	Middle	135	47.4%	$27,558	39.2%	45.5%	68	54.4%	47.4%	$14,762	49.6%	41.8%	47	42.3%	47.2%	$9,080	31.2%	42.2%	
	Upper	132	46.3%	$39,657	56.4%	34.8%	51	40.8%	42.5%	$13,591	45.7%	52.7%	57	51.4%	42.3%	$19,255	66.2%	51.5%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*285*	*100.0%*	*$70,346*	*100.0%*	*100.0%*	*125*	*100.0%*	*100.0%*	*$29,771*	*100.0%*	*100.0%*	*111*	*100.0%*	*100.0%*	*$29,085*	*100.0%*	*100.0%*	
REFINANCE	Low	0	0.0%	$0	0.0%	3.1%	0	0.0%	0.9%	$0	0.0%	0.5%	0	0.0%	0.8%	$0	0.0%	0.3%	
	Moderate	11	8.2%	$847	3.0%	16.5%	2	4.8%	11.6%	$73	0.9%	7.4%	5	9.6%	9.5%	$432	3.5%	5.9%	
	Middle	54	40.3%	$8,151	29.2%	45.5%	22	52.4%	46.3%	$3,578	46.1%	39.9%	17	32.7%	44.8%	$2,561	20.5%	38.8%	
	Upper	69	51.5%	$18,909	67.8%	34.8%	18	42.9%	41.2%	$4,106	52.9%	52.3%	30	57.7%	44.9%	$9,473	76.0%	55.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*134*	*100.0%*	*$27,907*	*100.0%*	*100.0%*	*42*	*100.0%*	*100.0%*	*$7,757*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$12,466*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	1	9.1%	$40	5.3%	3.1%	1	33.3%	2.5%	$40	10.4%	0.8%	0	0.0%	2.2%	$0	0.0%	1.3%	
	Moderate	0	0.0%	$0	0.0%	16.5%	0	0.0%	12.2%	$0	0.0%	7.1%	0	0.0%	12.6%	$0	0.0%	6.6%	
	Middle	4	36.4%	$290	38.4%	45.5%	0	0.0%	46.7%	$0	0.0%	39.3%	4	57.1%	47.1%	$290	80.6%	39.1%	
	Upper	6	54.5%	$425	56.3%	34.8%	2	66.7%	38.6%	$346	89.6%	52.8%	3	42.9%	38.1%	$70	19.4%	53.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*11*	*100.0%*	*$755*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$386*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$360*	*100.0%*	*100.0%*	
MULTI FAMILY						Multi-Family Units													
	Low	0	0.0%	$0	0.0%	5.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	3.6%	$0	0.0%	1.2%	
	Moderate	0	0.0%	$0	0.0%	31.2%	0	0.0%	30.4%	$0	0.0%	39.9%	0	0.0%	29.1%	$0	0.0%	18.1%	
	Middle	0	0.0%	$0	0.0%	36.6%	0	0.0%	52.2%	$0	0.0%	44.9%	0	0.0%	49.1%	$0	0.0%	44.1%	
	Upper	0	0.0%	$0	0.0%	26.3%	0	0.0%	17.4%	$0	0.0%	15.2%	0	0.0%	18.2%	$0	0.0%	36.6%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	5	1.2%	$273	0.3%	3.1%	4	2.4%	0.9%	$161	0.4%	0.3%	1	0.6%	0.8%	$112	0.3%	0.3%	
	Moderate	25	5.8%	$3,745	3.8%	16.5%	5	2.9%	10.1%	$1,370	3.6%	7.8%	11	6.5%	9.8%	$1,070	2.6%	6.4%	
	Middle	193	44.9%	$35,999	36.4%	45.5%	90	52.9%	47.0%	$18,340	48.4%	41.5%	68	40.0%	46.4%	$11,931	28.5%	41.2%	
	Upper	207	48.1%	$58,991	59.6%	34.8%	71	41.8%	41.9%	$18,043	47.6%	50.4%	90	52.9%	43.0%	$28,798	68.7%	52.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*430*	*100.0%*	*$99,008*	*100.0%*	*100.0%*	*170*	*100.0%*	*100.0%*	*$37,914*	*100.0%*	*100.0%*	*170*	*100.0%*	*100.0%*	*$41,911*	*100.0%*	*100.0%*	
SMALL BUSINESSES						Small Businesses													
	Low	13	4.9%	$3,186	9.8%	3.5%	5	4.7%	3.4%	$1,276	9.5%	4.7%	7	6.8%	3.2%	$1,810	14.9%	4.9%	
	Moderate	45	17.1%	$4,973	15.3%	19.3%	19	17.8%	20.2%	$2,783	20.8%	24.2%	18	17.5%	19.1%	$1,820	15.0%	22.4%	
	Middle	100	38.0%	$14,042	43.1%	42.1%	41	38.3%	37.7%	$5,176	38.6%	35.6%	36	35.0%	38.1%	$5,074	41.7%	36.7%	
	Upper	105	39.9%	$10,358	31.8%	35.1%	42	39.3%	37.5%	$4,173	31.1%	34.8%	42	40.8%	38.6%	$3,467	28.5%	35.1%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.2%	$0	0.0%	0.6%	0	0.0%	1.1%	$0	0.0%	0.9%	
	Total	*263*	*100.0%*	*$32,559*	*100.0%*	*100.0%*	*107*	*100.0%*	*100.0%*	*$13,408*	*100.0%*	*100.0%*	*103*	*100.0%*	*100.0%*	*$12,171*	*100.0%*	*100.0%*	
SMALL FARM						Small Farms													
	Low	0	0.0%	$0	0.0%	0.7%	0	0.0%	1.8%	$0	0.0%	2.1%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	0	0.0%	$0	0.0%	11.8%	0	0.0%	14.5%	$0	0.0%	10.8%	0	0.0%	18.2%	$0	0.0%	17.6%	
	Middle	0	0.0%	$0	0.0%	48.7%	0	0.0%	41.8%	$0	0.0%	32.0%	0	0.0%	40.0%	$0	0.0%	50.6%	
	Upper	0	0.0%	$0	0.0%	38.8%	0	0.0%	41.8%	$0	0.0%	55.1%	0	0.0%	41.8%	$0	0.0%	31.8%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: FL Jacksonville

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Families by Family Income	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %	
HOME PURCHASE	Low	23	8.1%	$2,061	2.9%	20.6%	7	5.6%	5.2%	$542	1.8%	2.1%	14	12.6%	5.0%	$1,365	4.7%	2.0%	
	Moderate	55	19.3%	$7,655	10.9%	17.6%	25	20.0%	16.2%	$3,286	11.0%	10.1%	16	14.4%	16.0%	$1,977	6.8%	9.7%	
	Middle	38	13.3%	$6,645	9.4%	21.8%	13	10.4%	20.8%	$1,746	5.9%	17.7%	19	17.1%	21.1%	$3,893	13.4%	17.8%	
	Upper	124	43.5%	$41,105	58.4%	40.1%	55	44.0%	42.0%	$16,211	54.5%	56.4%	44	39.6%	41.1%	$17,329	59.6%	54.6%	
	Unknown	45	15.8%	$12,880	18.3%	0.0%	25	20.0%	15.8%	$7,986	26.8%	13.7%	18	16.2%	16.9%	$4,521	15.5%	15.8%	
	Total	*285*	*100.0%*	*$70,346*	*100.0%*	*100.0%*	*125*	*100.0%*	*100.0%*	*$29,771*	*100.0%*	*100.0%*	*111*	*100.0%*	*100.0%*	*$29,085*	*100.0%*	*100.0%*	
REFINANCE	Low	13	9.7%	$1,121	4.0%	20.6%	6	14.3%	6.4%	$465	6.0%	3.5%	3	5.8%	4.5%	$405	3.2%	2.2%	
	Moderate	23	17.2%	$2,734	9.8%	17.6%	5	11.9%	12.5%	$784	10.1%	8.0%	12	23.1%	11.1%	$1,208	9.7%	6.8%	
	Middle	20	14.9%	$3,142	11.3%	21.8%	10	23.8%	17.9%	$1,402	18.1%	13.7%	4	7.7%	16.2%	$865	6.9%	12.5%	
	Upper	62	46.3%	$17,837	63.9%	40.1%	16	38.1%	36.8%	$4,060	52.3%	48.4%	23	44.2%	38.9%	$8,325	66.8%	49.2%	
	Unknown	16	11.9%	$3,073	11.0%	0.0%	5	11.9%	26.4%	$1,046	13.5%	26.5%	10	19.2%	29.3%	$1,663	13.3%	29.3%	
	Total	*134*	*100.0%*	*$27,907*	*100.0%*	*100.0%*	*42*	*100.0%*	*100.0%*	*$7,757*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$12,466*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	20.6%	0	0.0%	8.1%	$0	0.0%	4.1%	0	0.0%	6.5%	$0	0.0%	3.2%	
	Moderate	5	45.5%	$372	49.3%	17.6%	2	66.7%	16.2%	$228	59.1%	9.3%	2	28.6%	16.2%	$135	37.5%	11.9%	
	Middle	1	9.1%	$5	0.7%	21.8%	0	0.0%	23.0%	$0	0.0%	16.7%	1	14.3%	22.5%	$5	1.4%	17.2%	
	Upper	5	45.5%	$378	50.1%	40.1%	1	33.3%	44.0%	$158	40.9%	60.9%	4	57.1%	48.9%	$220	61.1%	58.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	8.8%	$0	0.0%	9.0%	0	0.0%	5.9%	$0	0.0%	9.7%	
	Total	*11*	*100.0%*	*$755*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$386*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$360*	*100.0%*	*100.0%*	
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	0	0.0%	$0	0.0%	17.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Middle	0	0.0%	$0	0.0%	21.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Upper	0	0.0%	$0	0.0%	40.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	36	8.4%	$3,182	3.2%	20.6%	13	7.6%	5.7%	$1,007	2.7%	2.4%	17	10.0%	4.9%	$1,770	4.2%	2.0%	
	Moderate	83	19.3%	$10,761	10.9%	17.6%	32	18.8%	15.0%	$4,298	11.3%	8.9%	30	17.6%	14.4%	$3,320	7.9%	8.5%	
	Middle	59	13.7%	$9,792	9.9%	21.8%	23	13.5%	20.0%	$3,148	8.3%	15.6%	24	14.1%	19.5%	$4,763	11.4%	15.6%	
	Upper	191	44.4%	$59,320	59.9%	40.1%	72	42.4%	40.4%	$20,429	53.9%	51.1%	71	41.8%	40.7%	$25,874	61.7%	51.0%	
	Unknown	61	14.2%	$15,953	16.1%	0.0%	30	17.6%	18.8%	$9,032	23.8%	22.1%	28	16.5%	20.5%	$6,184	14.8%	22.8%	
	Total	*430*	*100.0%*	*$99,008*	*100.0%*	*100.0%*	*170*	*100.0%*	*100.0%*	*$37,914*	*100.0%*	*100.0%*	*170*	*100.0%*	*100.0%*	*$41,911*	*100.0%*	*100.0%*	
Small Business						**Total Businesses**													
Revenue	$1 Million or Less	119	45.2%	$4,180	12.8%	94.3%	38	35.5%	49.9%	$1,054	7.9%	32.6%	50	48.5%	54.0%	$1,974	16.2%	35.6%	
	Over $1 Million	74	28.1%	$22,472	69.0%	5.5%	27	25.2%					32	31.1%					
	Total Rev. available	193	73.3%	$26,652	81.8%	99.8%	65	60.7%					82	79.6%					
	Rev. Not Known	70	26.6%	$5,907	18.1%	0.1%	42	39.3%					21	20.4%					
	Total	*263*	*100.0%*	*$32,559*	*100.0%*	*100.0%*	*107*	*100.0%*					*103*	*100.0%*					
Loan Size	$100,000 or Less	183	69.6%	$6,294	19.3%		75	70.1%	94.2%	$2,614	19.5%	38.4%	71	68.9%	94.7%	$2,231	18.3%	42.0%	
	$100,001 - $250,000	44	16.7%	$7,246	22.3%		17	15.9%	2.7%	$2,925	21.8%	14.3%	18	17.5%	2.6%	$2,935	24.1%	13.6%	
	$250,001 - $1 Million	36	13.7%	$19,019	58.4%		15	14.0%	3.0%	$7,869	58.7%	47.3%	14	13.6%	2.7%	$7,005	57.6%	44.4%	
	Total	*263*	*100.0%*	*$32,559*	*100.0%*		*107*	*100.0%*	*100.0%*	*$13,408*	*100.0%*	*100.0%*	*103*	*100.0%*	*100.0%*	*$12,171*	*100.0%*	*100.0%*	
Small Farm						**Total Farms**													
Revenue	$1 Million or Less	0	0.0%	$0	0.0%	95.8%	0	0.0%	41.8%	$0	0.0%	33.4%	0	0.0%	45.5%	$0	0.0%	33.1%	
	Over $1 Million	0	0.0%	$0	0.0%	4.2%	0	0.0%					0	0.0%					
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%					
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*					
Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	96.4%	$0	0.0%	66.5%	0	0.0%	92.7%	$0	0.0%	65.5%	
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	3.6%	$0	0.0%	33.5%	0	0.0%	7.3%	$0	0.0%	34.5%	
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL Lakeland

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison													
		Bank				Owner Occupied Units	2014						2015							
		Count		Dollar			Count			Dollar			Count			Dollar				
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg		
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %		
HOME PURCHASE	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.5%	$0	0.0%	0.4%	0	0.0%	0.5%	$0	0.0%	0.3%		
	Moderate	21	14.3%	$1,809	7.8%	19.2%	12	15.0%	12.4%	$837	7.2%	9.7%	5	11.4%	12.2%	$481	6.9%	9.7%		
	Middle	84	57.1%	$11,510	49.5%	54.7%	44	55.0%	57.5%	$4,969	42.9%	56.7%	26	59.1%	56.9%	$3,699	53.1%	55.5%		
	Upper	42	28.6%	$9,948	42.8%	24.9%	24	30.0%	29.6%	$5,767	49.8%	33.2%	13	29.5%	30.5%	$2,789	40.0%	34.6%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*147*	*100.0%*	*$23,267*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$11,573*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$6,969*	*100.0%*	*100.0%*		
REFINANCE	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.6%	$0	0.0%	0.3%	0	0.0%	0.2%	$0	0.0%	0.1%		
	Moderate	8	12.3%	$944	10.0%	19.2%	5	20.8%	12.2%	$547	16.1%	10.9%	3	10.3%	11.1%	$397	9.3%	8.7%		
	Middle	31	47.7%	$4,018	42.5%	54.7%	12	50.0%	52.0%	$1,558	45.9%	48.0%	16	55.2%	52.5%	$2,198	51.3%	50.0%		
	Upper	26	40.0%	$4,492	47.5%	24.9%	7	29.2%	35.2%	$1,286	37.9%	40.7%	10	34.5%	36.1%	$1,688	39.4%	41.2%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*65*	*100.0%*	*$9,454*	*100.0%*	*100.0%*	*24*	*100.0%*	*100.0%*	*$3,391*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$4,283*	*100.0%*	*100.0%*		
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.9%	$0	0.0%	0.7%	0	0.0%	1.1%	$0	0.0%	0.2%		
	Moderate	2	16.7%	$90	12.4%	19.2%	0	0.0%	18.5%	$0	0.0%	8.0%	0	0.0%	18.0%	$0	0.0%	12.4%		
	Middle	5	41.7%	$122	16.9%	54.7%	1	50.0%	50.8%	$60	14.3%	51.1%	2	50.0%	51.8%	$40	21.6%	48.2%		
	Upper	5	41.7%	$512	70.7%	24.9%	1	50.0%	29.7%	$360	85.7%	40.2%	2	50.0%	29.1%	$145	78.4%	39.2%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*12*	*100.0%*	*$724*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$420*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$185*	*100.0%*	*100.0%*		
MULTI FAMILY						Multi-Family Units														
	Low	0	0.0%	$0	0.0%	9.1%	0	0.0%	11.1%	$0	0.0%	18.0%	0	0.0%	18.9%	$0	0.0%	11.7%		
	Moderate	0	0.0%	$0	0.0%	22.5%	0	0.0%	25.9%	$0	0.0%	12.2%	0	0.0%	16.2%	$0	0.0%	5.7%		
	Middle	0	0.0%	$0	0.0%	50.7%	0	0.0%	51.9%	$0	0.0%	69.3%	0	0.0%	59.5%	$0	0.0%	82.3%		
	Upper	0	0.0%	$0	0.0%	17.7%	0	0.0%	11.1%	$0	0.0%	0.6%	0	0.0%	5.4%	$0	0.0%	0.3%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*		
HMDA TOTALS	Low	0	0.0%	$0	0.0%	1.3%	0	0.0%	0.6%	$0	0.0%	3.1%	0	0.0%	0.5%	$0	0.0%	1.0%		
	Moderate	31	13.8%	$2,843	8.5%	19.2%	17	16.0%	12.7%	$1,384	9.0%	10.3%	8	10.4%	12.2%	$878	7.7%	9.2%		
	Middle	120	53.6%	$15,650	46.8%	54.7%	57	53.8%	55.7%	$6,587	42.8%	56.6%	44	57.1%	55.5%	$5,937	51.9%	55.8%		
	Upper	73	32.6%	$14,952	44.7%	24.9%	32	30.2%	31.0%	$7,413	48.2%	30.0%	25	32.5%	31.9%	$4,622	40.4%	33.9%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*224*	*100.0%*	*$33,445*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$15,384*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$11,437*	*100.0%*	*100.0%*		
SMALL BUSINESSES						Small Businesses														
	Low	0	0.0%	$0	0.0%	4.0%	0	0.0%	4.8%	$0	0.0%	8.6%	0	0.0%	4.4%	$0	0.0%	6.6%		
	Moderate	21	18.9%	$3,083	30.5%	19.4%	8	19.0%	20.0%	$796	29.7%	18.0%	8	19.0%	19.2%	$1,782	36.3%	20.1%		
	Middle	55	49.5%	$5,837	57.7%	49.8%	16	38.1%	47.6%	$1,508	56.2%	48.9%	25	59.5%	49.8%	$2,850	58.1%	51.8%		
	Upper	35	31.5%	$1,189	11.8%	26.8%	18	42.9%	24.2%	$380	14.2%	22.1%	9	21.4%	23.9%	$277	5.6%	19.5%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.4%	$0	0.0%	2.4%	0	0.0%	2.7%	$0	0.0%	2.0%		
	Total	*111*	*100.0%*	*$10,109*	*100.0%*	*100.0%*	*42*	*100.0%*	*100.0%*	*$2,684*	*100.0%*	*100.0%*	*42*	*100.0%*	*100.0%*	*$4,909*	*100.0%*	*100.0%*		
SMALL FARM						Small Farms														
	Low	0	0.0%	$0	0.0%	2.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	2.1%	$0	0.0%	3.6%		
	Moderate	0	0.0%	$0	0.0%	23.0%	0	0.0%	25.3%	$0	0.0%	16.4%	0	0.0%	22.1%	$0	0.0%	26.3%		
	Middle	1	100.0%	$14	100.0%	49.7%	0	0.0%	46.7%	$0	0.0%	46.6%	1	100.0%	42.1%	$14	100.0%	30.2%		
	Upper	0	0.0%	$0	0.0%	24.7%	0	0.0%	22.7%	$0	0.0%	26.6%	0	0.0%	28.4%	$0	0.0%	34.8%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	5.3%	$0	0.0%	10.4%	0	0.0%	5.3%	$0	0.0%	5.1%		
	Total	*1*	*100.0%*	*$14*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$14*	*100.0%*	*100.0%*		

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: FL Lakeland

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	8	5.4%	$482	2.1%	20.3%	6	7.5%	3.7%	$305	2.6%	1.9%	2	4.5%	3.1%	$177	2.5%	1.6%
	Moderate	44	29.9%	$3,956	17.0%	18.6%	29	36.3%	17.2%	$2,395	20.7%	12.7%	11	25.0%	15.6%	$1,059	15.2%	11.3%
	Middle	28	19.0%	$3,233	13.9%	20.8%	12	15.0%	22.0%	$1,086	9.4%	20.5%	8	18.2%	23.5%	$977	14.0%	21.2%
	Upper	52	35.4%	$12,280	52.8%	40.3%	27	33.8%	36.0%	$6,504	56.2%	44.7%	16	36.4%	37.6%	$3,493	50.1%	46.3%
	Unknown	15	10.2%	$3,316	14.3%	0.0%	6	7.5%	21.1%	$1,283	11.1%	20.1%	7	15.9%	20.2%	$1,263	18.1%	19.6%
	Total	*147*	*100.0%*	*$23,267*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$11,573*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$6,969*	*100.0%*	*100.0%*
REFINANCE	Low	6	9.2%	$600	6.3%	20.3%	4	16.7%	5.3%	$383	11.3%	3.3%	2	6.9%	4.2%	$217	5.1%	2.4%
	Moderate	7	10.8%	$745	7.9%	18.6%	3	12.5%	11.4%	$377	11.1%	7.7%	3	10.3%	10.3%	$252	5.9%	6.8%
	Middle	17	26.2%	$2,089	22.1%	20.8%	7	29.2%	17.3%	$708	20.9%	13.8%	7	24.1%	16.9%	$1,131	26.4%	13.8%
	Upper	29	44.6%	$4,976	52.6%	40.3%	8	33.3%	40.8%	$1,516	44.7%	48.3%	15	51.7%	39.1%	$2,439	56.9%	46.1%
	Unknown	6	9.2%	$1,044	11.0%	0.0%	2	8.3%	25.2%	$407	12.0%	26.9%	2	6.9%	29.4%	$244	5.7%	30.9%
	Total	*65*	*100.0%*	*$9,454*	*100.0%*	*100.0%*	*24*	*100.0%*	*100.0%*	*$3,391*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$4,283*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	16.7%	$90	12.4%	20.3%	0	0.0%	8.2%	$0	0.0%	2.0%	0	0.0%	7.6%	$0	0.0%	2.1%
	Moderate	1	8.3%	$12	1.7%	18.6%	0	0.0%	20.6%	$0	0.0%	9.4%	0	0.0%	18.3%	$0	0.0%	9.2%
	Middle	3	25.0%	$175	24.2%	20.8%	1	50.0%	25.5%	$60	14.3%	22.2%	2	50.0%	20.4%	$115	62.2%	20.4%
	Upper	6	50.0%	$447	61.7%	40.3%	1	50.0%	41.0%	$360	85.7%	58.7%	2	50.0%	48.4%	$70	37.8%	58.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.7%	$0	0.0%	7.7%	0	0.0%	5.4%	$0	0.0%	9.6%
	Total	*12*	*100.0%*	*$724*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$420*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$185*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	16	7.1%	$1,172	3.5%	20.3%	10	9.4%	4.3%	$688	4.5%	1.9%	4	5.2%	3.6%	$394	3.4%	1.7%
	Moderate	52	23.2%	$4,713	14.1%	18.6%	32	30.2%	15.8%	$2,772	18.0%	9.6%	14	18.2%	14.3%	$1,311	11.5%	9.4%
	Middle	48	21.4%	$5,497	16.4%	20.8%	20	18.9%	20.9%	$1,854	12.1%	15.9%	17	22.1%	21.6%	$2,223	19.4%	18.0%
	Upper	87	38.8%	$17,703	52.9%	40.3%	36	34.0%	37.4%	$8,380	54.5%	38.9%	33	42.9%	38.4%	$6,002	52.5%	43.4%
	Unknown	21	9.4%	$4,360	13.0%	0.0%	8	7.5%	21.5%	$1,690	11.0%	33.7%	9	11.7%	22.1%	$1,507	13.2%	27.5%
	Total	*224*	*100.0%*	*$33,445*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$15,384*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$11,437*	*100.0%*	*100.0%*
						Total Businesses												
Small Business – Revenue	$1 Million or Less	64	57.7%	$3,682	36.4%	95.0%	23	54.8%	45.2%	$725	27.0%	36.2%	20	47.6%	51.5%	$961	19.6%	34.4%
	Over $1 Million	15	13.5%	$3,647	36.1%	4.8%	5	11.9%					6	14.3%				
	Total Rev. available	79	71.2%	$7,329	72.5%	99.8%	28	66.7%					26	61.9%				
	Rev. Not Known	32	28.8%	$2,780	27.5%	0.2%	14	33.3%					16	38.1%				
	Total	*111*	*100.0%*	*$10,109*	*100.0%*	*100.0%*	*42*	*100.0%*					*42*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	95	85.6%	$2,699	26.7%		38	90.5%	95.0%	$1,078	40.2%	41.4%	34	81.0%	95.6%	$858	17.5%	43.4%
	$100,001 - $250,000	4	3.6%	$605	6.0%		1	2.4%	2.6%	$130	4.8%	15.2%	2	4.8%	2.3%	$310	6.3%	14.5%
	$250,001 - $1 Million	12	10.8%	$6,805	67.3%		3	7.1%	2.4%	$1,476	55.0%	43.3%	6	14.3%	2.1%	$3,741	76.2%	42.1%
	Total	*111*	*100.0%*	*$10,109*	*100.0%*		*42*	*100.0%*	*100.0%*	*$2,684*	*100.0%*	*100.0%*	*42*	*100.0%*	*100.0%*	*$4,909*	*100.0%*	*100.0%*
						Total Farms												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$14	100.0%	91.7%	0	0.0%	53.3%	$0	0.0%	48.2%	1	100.0%	66.3%	$14	100.0%	72.9%
	Over $1 Million	0	0.0%	$0	0.0%	8.3%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$14*	*100.0%*	*100.0%*	*0*	*0.0%*					*1*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$14	100.0%		0	0.0%	70.7%	$0	0.0%	16.3%	1	100.0%	71.6%	$14	100.0%	19.0%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	17.3%	$0	0.0%	33.9%	0	0.0%	13.7%	$0	0.0%	26.6%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	12.0%	$0	0.0%	49.8%	0	0.0%	14.7%	$0	0.0%	54.4%
	Total	*1*	*100.0%*	*$14*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$14*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL Miami

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	2	0.5%	$468	0.3%	2.1%	0	0.0%	1.3%	$0	0.0%	0.9%	1	0.7%	1.3%	$262	0.5%	0.9%
	Moderate	37	8.5%	$6,925	4.3%	23.1%	14	7.7%	16.0%	$2,186	3.3%	9.5%	14	9.5%	17.7%	$3,239	6.0%	11.3%
	Middle	131	30.1%	$34,689	21.7%	36.3%	47	26.0%	37.6%	$11,921	18.1%	29.4%	48	32.4%	37.6%	$12,844	23.7%	30.2%
	Upper	264	60.7%	$117,559	73.4%	38.6%	119	65.7%	44.9%	$51,358	77.9%	59.9%	85	57.4%	43.3%	$37,814	69.8%	57.4%
	Unknown	1	0.2%	$500	0.3%	0.0%	1	0.6%	0.2%	$500	0.8%	0.3%	0	0.0%	0.2%	$0	0.0%	0.2%
	Total	*435*	*100.0%*	*$160,141*	*100.0%*	*100.0%*	*181*	*100.0%*	*100.0%*	*$65,965*	*100.0%*	*100.0%*	*148*	*100.0%*	*100.0%*	*$54,159*	*100.0%*	*100.0%*
REFINANCE	Low	1	0.4%	$116	0.1%	2.1%	0	0.0%	1.1%	$0	0.0%	1.1%	1	0.8%	0.9%	$116	0.3%	0.5%
	Moderate	31	11.1%	$6,482	6.4%	23.1%	11	12.5%	14.7%	$1,986	8.4%	9.8%	12	10.0%	13.9%	$2,653	7.2%	8.8%
	Middle	86	30.7%	$15,627	15.5%	36.3%	30	34.1%	33.9%	$4,827	20.3%	26.5%	37	30.8%	34.3%	$6,437	17.4%	26.7%
	Upper	162	57.9%	$78,578	78.0%	38.6%	47	53.4%	50.3%	$16,944	71.3%	62.5%	70	58.3%	50.9%	$27,791	75.1%	63.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*280*	*100.0%*	*$100,803*	*100.0%*	*100.0%*	*88*	*100.0%*	*100.0%*	*$23,757*	*100.0%*	*100.0%*	*120*	*100.0%*	*100.0%*	*$36,997*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	2.1%	0	0.0%	1.7%	$0	0.0%	1.1%	0	0.0%	1.5%	$0	0.0%	0.8%
	Moderate	0	0.0%	$0	0.0%	23.1%	0	0.0%	17.8%	$0	0.0%	7.3%	0	0.0%	16.1%	$0	0.0%	7.0%
	Middle	4	36.4%	$1,760	56.5%	36.3%	2	40.0%	32.6%	$1,210	62.1%	22.9%	0	0.0%	34.7%	$0	0.0%	24.7%
	Upper	7	63.6%	$1,355	43.5%	38.6%	3	60.0%	47.8%	$739	37.9%	68.7%	3	100.0%	47.7%	$221	100.0%	67.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%
	Total	*11*	*100.0%*	*$3,115*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$1,949*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$221*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	6.6%	0	0.0%	12.1%	$0	0.0%	10.0%	0	0.0%	15.0%	$0	0.0%	10.1%
	Moderate	0	0.0%	$0	0.0%	31.9%	0	0.0%	43.0%	$0	0.0%	33.4%	0	0.0%	38.8%	$0	0.0%	32.2%
	Middle	0	0.0%	$0	0.0%	35.8%	0	0.0%	27.8%	$0	0.0%	39.2%	0	0.0%	28.1%	$0	0.0%	37.9%
	Upper	1	100.0%	$32,000	100.0%	25.6%	0	0.0%	17.0%	$0	0.0%	17.3%	0	0.0%	18.1%	$0	0.0%	19.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.2%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$32,000*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	3	0.4%	$584	0.2%	2.1%	0	0.0%	1.3%	$0	0.0%	1.5%	2	0.7%	1.2%	$378	0.4%	1.4%
	Moderate	68	9.4%	$13,407	4.5%	23.1%	25	9.1%	15.8%	$4,172	4.6%	11.0%	26	9.6%	16.4%	$5,892	6.4%	11.9%
	Middle	221	30.4%	$52,076	17.6%	36.3%	79	28.8%	36.2%	$17,958	19.6%	29.0%	85	31.4%	36.3%	$19,281	21.1%	29.5%
	Upper	434	59.7%	$229,492	77.5%	38.6%	169	61.7%	46.6%	$69,041	75.3%	58.3%	158	58.3%	46.0%	$65,826	72.0%	57.0%
	Unknown	1	0.1%	$500	0.2%	0.0%	1	0.4%	0.2%	$500	0.5%	0.2%	0	0.0%	0.1%	$0	0.0%	0.2%
	Total	*727*	*100.0%*	*$296,059*	*100.0%*	*100.0%*	*274*	*100.0%*	*100.0%*	*$91,671*	*100.0%*	*100.0%*	*271*	*100.0%*	*100.0%*	*$91,377*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	16	4.7%	$2,435	3.7%	3.3%	4	3.3%	3.4%	$1,065	4.2%	4.7%	10	6.8%	3.4%	$1,070	3.9%	4.5%
	Moderate	92	27.3%	$21,590	32.8%	22.0%	34	27.6%	20.9%	$7,955	31.1%	25.1%	41	27.7%	21.0%	$10,285	37.6%	24.3%
	Middle	99	29.4%	$13,293	20.2%	30.8%	34	27.6%	27.9%	$5,378	21.0%	24.9%	42	28.4%	28.3%	$4,949	18.1%	25.9%
	Upper	120	35.6%	$24,917	37.8%	43.3%	48	39.0%	46.1%	$10,163	39.7%	42.9%	51	34.5%	45.8%	$9,992	36.5%	42.8%
	Unknown	10	3.0%	$3,625	5.5%	0.6%	3	2.4%	1.0%	$1,010	3.9%	1.8%	4	2.7%	1.0%	$1,046	3.8%	2.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.7%	$0	0.0%	0.5%	0	0.0%	0.6%	$0	0.0%	0.5%
	Total	*337*	*100.0%*	*$65,860*	*100.0%*	*100.0%*	*123*	*100.0%*	*100.0%*	*$25,571*	*100.0%*	*100.0%*	*148*	*100.0%*	*100.0%*	*$27,342*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	3.0%	0	0.0%	2.5%	$0	0.0%	5.1%	0	0.0%	2.0%	$0	0.0%	5.6%
	Moderate	0	0.0%	$0	0.0%	13.3%	0	0.0%	9.8%	$0	0.0%	10.4%	0	0.0%	11.7%	$0	0.0%	6.6%
	Middle	0	0.0%	$0	0.0%	24.0%	0	0.0%	24.6%	$0	0.0%	20.3%	0	0.0%	24.1%	$0	0.0%	11.4%
	Upper	0	0.0%	$0	0.0%	59.4%	0	0.0%	61.8%	$0	0.0%	62.9%	0	0.0%	60.9%	$0	0.0%	75.0%
	Unknown	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	1.2%	0	0.0%	1.3%	$0	0.0%	1.3%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: FL Miami

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	6	1.4%	$598	0.4%	22.4%	3	1.7%	2.4%	$278	0.4%	0.8%	3	2.0%	2.1%	$320	0.6%	0.8%
	Moderate	40	9.2%	$5,950	3.7%	17.3%	20	11.0%	12.1%	$2,534	3.8%	5.8%	12	8.1%	11.6%	$2,044	3.8%	6.0%
	Middle	45	10.3%	$8,979	5.6%	18.9%	16	8.8%	18.1%	$3,278	5.0%	12.0%	20	13.5%	18.7%	$4,247	7.8%	13.1%
	Upper	290	66.7%	$127,199	79.4%	41.3%	111	61.3%	51.8%	$50,333	76.3%	65.2%	92	62.2%	49.6%	$40,364	74.5%	62.3%
	Unknown	54	12.4%	$17,415	10.9%	0.0%	31	17.1%	15.6%	$9,542	14.5%	16.2%	21	14.2%	17.9%	$7,184	13.3%	17.9%
	Total	*435*	*100.0%*	*$160,141*	*100.0%*	*100.0%*	*181*	*100.0%*	*100.0%*	*$65,965*	*100.0%*	*100.0%*	*148*	*100.0%*	*100.0%*	*$54,159*	*100.0%*	*100.0%*
REFINANCE	Low	7	2.5%	$1,018	1.0%	22.4%	2	2.3%	5.3%	$260	1.1%	2.4%	4	3.3%	3.5%	$642	1.7%	1.6%
	Moderate	23	8.2%	$2,757	2.7%	17.3%	10	11.4%	9.3%	$1,026	4.3%	4.6%	10	8.3%	8.4%	$1,347	3.6%	4.3%
	Middle	51	18.2%	$8,910	8.8%	18.9%	17	19.3%	16.0%	$3,100	13.0%	10.0%	19	15.8%	15.1%	$3,053	8.3%	10.0%
	Upper	167	59.6%	$79,966	79.3%	41.3%	49	55.7%	52.4%	$17,494	73.6%	62.3%	65	54.2%	50.1%	$25,680	69.4%	61.7%
	Unknown	32	11.4%	$8,152	8.1%	0.0%	10	11.4%	17.0%	$1,877	7.9%	20.7%	22	18.3%	22.9%	$6,275	17.0%	22.4%
	Total	*280*	*100.0%*	*$100,803*	*100.0%*	*100.0%*	*88*	*100.0%*	*100.0%*	*$23,757*	*100.0%*	*100.0%*	*120*	*100.0%*	*100.0%*	*$36,997*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	22.4%	0	0.0%	5.1%	$0	0.0%	0.9%	0	0.0%	4.3%	$0	0.0%	0.8%
	Moderate	3	27.3%	$236	7.6%	17.3%	2	40.0%	13.3%	$124	6.4%	4.3%	1	33.3%	11.4%	$112	50.7%	4.2%
	Middle	1	9.1%	$9	0.3%	18.9%	0	0.0%	17.6%	$0	0.0%	9.5%	1	33.3%	18.6%	$9	4.1%	10.6%
	Upper	6	54.5%	$1,670	53.6%	41.3%	2	40.0%	56.1%	$625	32.1%	73.1%	1	33.3%	59.4%	$100	45.2%	70.9%
	Unknown	1	9.1%	$1,200	38.5%	0.0%	1	20.0%	7.9%	$1,200	61.6%	12.3%	0	0.0%	6.4%	$0	0.0%	13.4%
	Total	*11*	*100.0%*	*$3,115*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$1,949*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$221*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	22.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	18.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$32,000	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*1*	*100.0%*	*$32,000*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	13	1.8%	$1,616	0.5%	22.4%	5	1.8%	3.4%	$538	0.6%	1.2%	7	2.6%	2.7%	$962	1.1%	1.0%
	Moderate	66	9.1%	$8,943	3.0%	17.3%	32	11.7%	11.1%	$3,684	4.0%	5.1%	23	8.5%	10.4%	$3,503	3.8%	5.0%
	Middle	97	13.3%	$17,898	6.0%	18.9%	33	12.0%	17.3%	$6,378	7.0%	10.7%	40	14.8%	17.4%	$7,309	8.0%	11.2%
	Upper	463	63.7%	$208,835	70.5%	41.3%	162	59.1%	51.9%	$68,452	74.7%	60.6%	158	58.3%	49.9%	$66,144	72.4%	58.0%
	Unknown	88	12.1%	$58,767	19.8%	0.0%	42	15.3%	16.3%	$12,619	13.8%	22.4%	43	15.9%	19.6%	$13,459	14.7%	24.8%
	Total	*727*	*100.0%*	*$296,059*	*100.0%*	*100.0%*	*274*	*100.0%*	*100.0%*	*$91,671*	*100.0%*	*100.0%*	*271*	*100.0%*	*100.0%*	*$91,377*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	146	43.3%	$8,311	12.6%	94.4%	44	35.8%	51.7%	$3,330	13.0%	32.4%	69	46.6%	57.4%	$4,328	15.8%	34.9%
	Over $1 Million	122	36.2%	$45,521	69.1%	5.5%	45	36.6%					56	37.8%				
	Total Rev. available	268	79.5%	$53,832	81.7%	99.9%	89	72.4%					125	84.4%				
	Rev. Not Known	69	20.5%	$12,028	18.3%	0.1%	34	27.6%					23	15.5%				
	Total	*337*	*100.0%*	*$65,860*	*100.0%*	*100.0%*	*123*	*100.0%*					*148*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	201	59.6%	$6,120	9.3%		66	53.7%	96.0%	$2,273	8.9%	44.3%	94	63.5%	96.4%	$2,764	10.1%	47.1%
	$100,001 - $250,000	44	13.1%	$8,090	12.3%		21	17.1%	2.0%	$3,654	14.3%	13.3%	16	10.8%	1.7%	$3,036	11.1%	12.3%
	$250,001 - $1 Million	92	27.3%	$51,650	78.4%		36	29.3%	2.0%	$19,644	76.8%	42.4%	38	25.7%	1.8%	$21,542	78.8%	40.5%
	Total	*337*	*100.0%*	*$65,860*	*100.0%*		*123*	*100.0%*	*100.0%*	*$25,571*	*100.0%*	*100.0%*	*148*	*100.0%*	*100.0%*	*$27,342*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	93.9%	0	0.0%	50.2%	$0	0.0%	50.6%	0	0.0%	53.8%	$0	0.0%	48.6%
	Over $1 Million	0	0.0%	$0	0.0%	6.1%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	94.0%	$0	0.0%	49.0%	0	0.0%	92.3%	$0	0.0%	44.1%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	3.5%	$0	0.0%	19.3%	0	0.0%	4.0%	$0	0.0%	18.7%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	2.5%	$0	0.0%	31.7%	0	0.0%	3.7%	$0	0.0%	37.2%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL Naples

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Owner Occupied Units	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	17	2.8%	$3,593	2.0%	2.4%	0	0.0%	1.7%	$0	0.0%	0.8%	12	4.3%	2.2%	$2,574	3.2%	1.1%
	Moderate	114	18.4%	$22,907	12.8%	16.4%	0	0.0%	15.2%	$0	0.0%	10.1%	56	20.0%	15.0%	$10,153	12.5%	10.8%
	Middle	289	46.8%	$65,331	36.5%	46.0%	0	0.0%	48.4%	$0	0.0%	37.2%	135	48.2%	51.8%	$31,059	38.3%	41.2%
	Upper	198	32.0%	$87,204	48.7%	35.2%	0	0.0%	34.7%	$0	0.0%	51.8%	77	27.5%	31.1%	$37,289	46.0%	47.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*618*	*100.0%*	*$179,035*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*280*	*100.0%*	*100.0%*	*$81,075*	*100.0%*	*100.0%*
REFINANCE	Low	10	2.8%	$1,113	1.0%	2.4%	2	20.0%	1.4%	$150	16.4%	0.6%	6	3.1%	1.3%	$691	1.3%	0.6%
	Moderate	59	16.5%	$8,962	8.4%	16.4%	2	20.0%	13.3%	$110	12.0%	9.1%	33	16.9%	13.0%	$4,868	9.2%	8.2%
	Middle	178	49.7%	$35,167	33.1%	46.0%	6	60.0%	49.7%	$656	71.6%	37.7%	97	49.7%	51.6%	$20,063	37.7%	40.3%
	Upper	111	31.0%	$60,882	57.4%	35.2%	0	0.0%	35.7%	$0	0.0%	52.6%	59	30.3%	34.1%	$27,580	51.8%	50.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*358*	*100.0%*	*$106,124*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$916*	*100.0%*	*100.0%*	*195*	*100.0%*	*100.0%*	*$53,202*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	2.4%	0	0.0%	4.7%	$0	0.0%	0.8%	0	0.0%	0.9%	$0	0.0%	0.3%
	Moderate	3	14.3%	$298	7.5%	16.4%	2	100.0%	12.2%	$80	100.0%	6.8%	1	7.1%	15.4%	$169	8.0%	8.2%
	Middle	16	76.2%	$2,619	65.5%	46.0%	0	0.0%	52.8%	$0	0.0%	38.0%	13	92.9%	59.3%	$1,938	92.0%	35.5%
	Upper	2	9.5%	$1,080	27.0%	35.2%	0	0.0%	30.3%	$0	0.0%	54.4%	0	0.0%	24.5%	$0	0.0%	56.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*21*	*100.0%*	*$3,997*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$80*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$2,107*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	3.0%	0	0.0%	15.8%	$0	0.0%	11.4%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	1	100.0%	$22,000	100.0%	13.8%	1	100.0%	21.1%	$22,000	100.0%	52.2%	0	0.0%	45.8%	$0	0.0%	47.1%
	Middle	0	0.0%	$0	0.0%	39.5%	0	0.0%	36.8%	$0	0.0%	32.8%	0	0.0%	20.8%	$0	0.0%	42.3%
	Upper	0	0.0%	$0	0.0%	43.7%	0	0.0%	26.3%	$0	0.0%	3.6%	0	0.0%	33.3%	$0	0.0%	10.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$22,000*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$22,000*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	27	2.7%	$4,706	1.5%	2.4%	2	15.4%	1.8%	$150	0.7%	1.0%	18	3.7%	1.9%	$3,265	2.4%	0.9%
	Moderate	177	17.7%	$54,167	17.4%	16.4%	5	38.5%	14.7%	$22,190	96.5%	10.6%	90	18.4%	14.4%	$15,190	11.1%	11.2%
	Middle	483	48.4%	$103,117	33.1%	46.0%	6	46.2%	48.8%	$656	2.9%	37.3%	245	50.1%	51.9%	$53,060	38.9%	40.9%
	Upper	311	31.2%	$149,166	47.9%	35.2%	0	0.0%	34.8%	$0	0.0%	51.2%	136	27.8%	31.8%	$64,869	47.6%	47.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*998*	*100.0%*	*$311,156*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$22,996*	*100.0%*	*100.0%*	*489*	*100.0%*	*100.0%*	*$136,384*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	4	0.8%	$61	0.2%	3.0%	0	0.0%	1.9%	$0	0.0%	1.8%	2	1.1%	2.1%	$17	0.1%	2.2%
	Moderate	49	10.1%	$2,878	8.0%	13.4%	9	10.5%	10.8%	$602	9.2%	10.1%	19	10.2%	10.6%	$1,297	8.7%	8.7%
	Middle	209	43.2%	$12,549	34.7%	43.5%	40	46.5%	41.5%	$1,316	20.1%	41.0%	83	44.4%	41.5%	$5,578	37.6%	40.7%
	Upper	222	45.9%	$20,636	57.1%	40.1%	37	43.0%	44.7%	$4,645	70.8%	46.4%	83	44.4%	45.0%	$7,942	53.5%	47.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.1%	$0	0.0%	0.6%	0	0.0%	0.8%	$0	0.0%	0.5%
	Total	*484*	*100.0%*	*$36,124*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$6,563*	*100.0%*	*100.0%*	*187*	*100.0%*	*100.0%*	*$14,834*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	8.7%	0	0.0%	23.1%	$0	0.0%	21.1%	0	0.0%	31.0%	$0	0.0%	8.3%
	Moderate	0	0.0%	$0	0.0%	15.4%	0	0.0%	15.4%	$0	0.0%	5.9%	0	0.0%	13.8%	$0	0.0%	6.3%
	Middle	0	0.0%	$0	0.0%	51.3%	0	0.0%	42.3%	$0	0.0%	62.6%	0	0.0%	37.9%	$0	0.0%	54.7%
	Upper	1	100.0%	$18	100.0%	24.6%	0	0.0%	15.4%	$0	0.0%	8.3%	0	0.0%	10.3%	$0	0.0%	28.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.8%	$0	0.0%	2.1%	0	0.0%	6.9%	$0	0.0%	1.7%
	Total	*1*	*100.0%*	*$18*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: FL Naples

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Families by Family Income	Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	40	6.5%	$5,623	3.1%	21.1%	0	0.0%	2.1%	$0	0.0%	0.7%	25	8.9%	2.4%	$3,991	4.9%	0.9%
	Moderate	125	20.2%	$19,411	10.8%	18.3%	0	0.0%	9.7%	$0	0.0%	4.4%	70	25.0%	11.3%	$10,877	13.4%	5.6%
	Middle	85	13.8%	$15,321	8.6%	19.0%	0	0.0%	13.3%	$0	0.0%	7.6%	30	10.7%	13.5%	$5,170	6.4%	8.5%
	Upper	301	48.7%	$121,428	67.8%	41.5%	0	0.0%	60.9%	$0	0.0%	75.1%	112	40.0%	57.5%	$50,205	61.9%	72.3%
	Unknown	67	10.8%	$17,252	9.6%	0.0%	0	0.0%	14.0%	$0	0.0%	12.3%	43	15.4%	15.3%	$10,832	13.4%	12.8%
	Total	*618*	*100.0%*	*$179,035*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*280*	*100.0%*	*100.0%*	*$81,075*	*100.0%*	*100.0%*
REFINANCE	Low	43	12.0%	$5,709	5.4%	21.1%	2	20.0%	4.8%	$110	12.0%	2.0%	24	12.3%	4.3%	$3,295	6.2%	1.7%
	Moderate	74	20.7%	$9,919	9.3%	18.3%	0	0.0%	11.3%	$0	0.0%	5.3%	48	24.6%	11.3%	$6,377	12.0%	5.5%
	Middle	46	12.8%	$6,874	6.5%	19.0%	6	60.0%	16.5%	$486	53.1%	9.7%	23	11.8%	16.2%	$3,860	7.3%	10.1%
	Upper	162	45.3%	$74,310	70.0%	41.5%	2	20.0%	54.7%	$320	34.9%	70.0%	77	39.5%	51.3%	$32,841	61.7%	66.6%
	Unknown	33	9.2%	$9,312	8.8%	0.0%	0	0.0%	12.8%	$0	0.0%	13.1%	23	11.8%	16.9%	$6,829	12.8%	16.1%
	Total	*358*	*100.0%*	*$106,124*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$916*	*100.0%*	*100.0%*	*195*	*100.0%*	*100.0%*	*$53,202*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	4.8%	$158	4.0%	21.1%	0	0.0%	5.1%	$0	0.0%	1.0%	1	7.1%	5.1%	$158	7.5%	0.9%
	Moderate	8	38.1%	$1,051	26.3%	18.3%	0	0.0%	18.1%	$0	0.0%	5.8%	7	50.0%	16.2%	$962	45.7%	6.8%
	Middle	6	28.6%	$648	16.2%	19.0%	2	100.0%	22.4%	$80	100.0%	12.7%	3	21.4%	23.4%	$428	20.3%	10.8%
	Upper	5	23.8%	$1,820	45.5%	41.5%	0	0.0%	47.2%	$0	0.0%	72.4%	3	21.4%	48.7%	$559	26.5%	47.8%
	Unknown	1	4.8%	$320	8.0%	0.0%	0	0.0%	7.1%	$0	0.0%	8.1%	0	0.0%	6.6%	$0	0.0%	33.7%
	Total	*21*	*100.0%*	*$3,997*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$80*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$2,107*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	19.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$22,000	100.0%	0.0%	1	100.0%	100.0%	$22,000	100.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*1*	*100.0%*	*$22,000*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$22,000*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	84	8.4%	$11,490	3.7%	21.1%	2	15.4%	2.8%	$110	0.5%	1.0%	50	10.2%	3.1%	$7,444	5.5%	1.1%
	Moderate	207	20.7%	$30,381	9.8%	18.3%	0	0.0%	10.3%	$0	0.0%	4.6%	125	25.6%	11.4%	$18,216	13.4%	5.4%
	Middle	137	13.7%	$22,843	7.3%	19.0%	8	61.5%	14.3%	$566	2.5%	8.0%	56	11.5%	14.6%	$9,458	6.9%	8.7%
	Upper	468	46.9%	$197,558	63.5%	41.5%	2	15.4%	58.9%	$320	1.4%	72.5%	192	39.3%	55.2%	$83,605	61.3%	68.0%
	Unknown	102	10.2%	$48,884	15.7%	0.0%	1	7.7%	13.7%	$22,000	95.7%	14.0%	66	13.5%	15.7%	$17,661	12.9%	16.8%
	Total	*998*	*100.0%*	*$311,156*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$22,996*	*100.0%*	*100.0%*	*489*	*100.0%*	*100.0%*	*$136,384*	*100.0%*	*100.0%*
						Total Businesses												
Small Business Revenue	$1 Million or Less	310	64.0%	$8,611	23.8%	95.0%	64	74.4%	49.3%	$1,836	28.0%	37.1%	117	62.6%	54.2%	$2,977	20.1%	41.2%
	Over $1 Million	74	15.3%	$17,449	48.3%	4.8%	12	14.0%					34	18.2%				
	Total Rev. available	384	79.3%	$26,060	72.1%	99.8%	76	88.4%					151	80.8%				
	Rev. Not Known	100	20.7%	$10,064	27.9%	0.2%	10	11.6%					36	19.3%				
	Total	*484*	*100.0%*	*$36,124*	*100.0%*	*100.0%*	*86*	*100.0%*					*187*	*100.0%*				
Small Business Loan Size	$100,000 or Less	404	83.5%	$9,431	26.1%		72	83.7%	94.8%	$1,681	25.6%	38.3%	154	82.4%	95.5%	$3,650	24.6%	43.5%
	$100,001 - $250,000	43	8.9%	$8,599	23.8%		6	7.0%	2.7%	$1,125	17.1%	15.9%	19	10.2%	2.1%	$3,784	25.5%	13.5%
	$250,001 - $1 Million	37	7.6%	$18,094	50.1%		8	9.3%	2.5%	$3,757	57.2%	45.7%	14	7.5%	2.4%	$7,400	49.9%	43.0%
	Total	*484*	*100.0%*	*$36,124*	*100.0%*		*86*	*100.0%*	*100.0%*	*$6,563*	*100.0%*	*100.0%*	*187*	*100.0%*	*100.0%*	*$14,834*	*100.0%*	*100.0%*
						Total Farms												
Small Farm Revenue	$1 Million or Less	0	0.0%	$0	0.0%	90.7%	0	0.0%	65.4%	$0	0.0%	71.9%	0	0.0%	69.0%	$0	0.0%	77.1%
	Over $1 Million	1	100.0%	$18	100.0%	9.3%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$18*	*100.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm Loan Size	$100,000 or Less	1	100.0%	$18	100.0%		0	0.0%	92.3%	$0	0.0%	36.1%	0	0.0%	93.1%	$0	0.0%	37.6%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	3.8%	$0	0.0%	14.3%	0	0.0%	0.0%	$0	0.0%	0.0%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	3.8%	$0	0.0%	49.7%	0	0.0%	6.9%	$0	0.0%	62.4%
	Total	*1*	*100.0%*	*$18*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL North Port

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Owner Occupied Units	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	2	0.4%	$176	0.2%	1.0%	1	0.6%	0.3%	$103	0.3%	0.1%	1	0.6%	0.3%	$103	0.3%	0.1%
	Moderate	49	10.5%	$5,662	5.9%	17.3%	22	12.4%	10.6%	$2,776	8.6%	7.2%	22	12.4%	10.7%	$2,776	8.6%	7.5%
	Middle	280	60.0%	$46,639	48.7%	54.6%	112	62.9%	54.9%	$17,929	55.4%	43.8%	112	62.9%	56.5%	$17,929	55.4%	46.3%
	Upper	136	29.1%	$43,204	45.2%	27.1%	43	24.2%	34.2%	$11,544	35.7%	48.9%	43	24.2%	32.5%	$11,544	35.7%	46.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*467*	*100.0%*	*$95,681*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$32,352*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$32,352*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	1.0%	0	0.0%	0.4%	$0	0.0%	0.2%	0	0.0%	0.3%	$0	0.0%	0.2%
	Moderate	29	11.7%	$5,658	9.9%	17.3%	15	17.4%	10.8%	$2,009	9.7%	7.6%	15	17.4%	10.3%	$2,009	9.7%	7.3%
	Middle	134	54.0%	$21,662	38.0%	54.6%	44	51.2%	54.8%	$6,160	29.9%	41.9%	44	51.2%	54.7%	$6,160	29.9%	43.9%
	Upper	85	34.3%	$29,678	52.1%	27.1%	27	31.4%	34.1%	$12,463	60.4%	50.3%	27	31.4%	34.7%	$12,463	60.4%	48.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*248*	*100.0%*	*$56,998*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$20,632*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$20,632*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	3.0%	$5	0.2%	1.0%	0	0.0%	0.7%	$0	0.0%	0.2%	0	0.0%	0.6%	$0	0.0%	0.1%
	Moderate	8	24.2%	$625	26.0%	17.3%	3	20.0%	16.9%	$295	29.0%	8.7%	3	20.0%	15.1%	$295	29.0%	8.7%
	Middle	19	57.6%	$1,149	47.9%	54.6%	9	60.0%	54.4%	$487	47.8%	44.3%	9	60.0%	57.7%	$487	47.8%	42.9%
	Upper	5	15.2%	$621	25.9%	27.1%	3	20.0%	28.0%	$236	23.2%	46.8%	3	20.0%	26.6%	$236	23.2%	48.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*33*	*100.0%*	*$2,400*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,018*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,018*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	1.9%	0	0.0%	5.3%	$0	0.0%	0.5%	0	0.0%	1.8%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.4%	0	0.0%	34.2%	$0	0.0%	19.4%	0	0.0%	42.9%	$0	0.0%	25.0%
	Middle	0	0.0%	$0	0.0%	43.4%	0	0.0%	36.8%	$0	0.0%	46.8%	0	0.0%	30.4%	$0	0.0%	44.2%
	Upper	0	0.0%	$0	0.0%	37.3%	0	0.0%	23.7%	$0	0.0%	33.3%	0	0.0%	25.0%	$0	0.0%	30.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	3	0.4%	$181	0.1%	1.0%	1	0.4%	0.3%	$103	0.2%	0.1%	1	0.4%	0.3%	$103	0.2%	0.1%
	Moderate	86	11.5%	$11,945	7.7%	17.3%	40	14.3%	10.9%	$5,080	9.4%	8.0%	40	14.3%	10.8%	$5,080	9.4%	8.4%
	Middle	433	57.9%	$69,450	44.8%	54.6%	165	59.1%	54.8%	$24,576	45.5%	43.5%	165	59.1%	55.9%	$24,576	45.5%	45.4%
	Upper	226	30.2%	$73,503	47.4%	27.1%	73	26.2%	33.9%	$24,243	44.9%	48.3%	73	26.2%	33.0%	$24,243	44.9%	46.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*748*	*100.0%*	*$155,079*	*100.0%*	*100.0%*	*279*	*100.0%*	*100.0%*	*$54,002*	*100.0%*	*100.0%*	*279*	*100.0%*	*100.0%*	*$54,002*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	9	2.0%	$2,013	4.0%	1.2%	4	2.1%	1.2%	$472	2.0%	1.6%	4	2.1%	1.3%	$472	2.0%	2.0%
	Moderate	70	15.8%	$11,032	22.1%	17.3%	29	15.2%	17.2%	$5,631	23.4%	20.9%	29	15.2%	17.2%	$5,631	23.4%	21.8%
	Middle	178	40.3%	$18,264	36.5%	50.3%	73	38.2%	45.1%	$9,036	37.5%	40.1%	73	38.2%	45.5%	$9,036	37.5%	39.4%
	Upper	185	41.9%	$18,671	37.4%	31.3%	85	44.5%	35.2%	$8,946	37.1%	36.6%	85	44.5%	35.1%	$8,946	37.1%	36.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.8%	0	0.0%	1.0%	$0	0.0%	0.8%
	Total	*442*	*100.0%*	*$49,980*	*100.0%*	*100.0%*	*191*	*100.0%*	*100.0%*	*$24,085*	*100.0%*	*100.0%*	*191*	*100.0%*	*100.0%*	*$24,085*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	8.4%	0	0.0%	6.6%	$0	0.0%	1.5%	0	0.0%	3.8%	$0	0.0%	2.4%
	Middle	1	100.0%	$10	100.0%	43.7%	1	100.0%	39.5%	$10	100.0%	36.0%	1	100.0%	39.2%	$10	100.0%	43.5%
	Upper	0	0.0%	$0	0.0%	48.0%	0	0.0%	51.3%	$0	0.0%	60.6%	0	0.0%	55.7%	$0	0.0%	53.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.6%	$0	0.0%	1.9%	0	0.0%	1.3%	$0	0.0%	0.3%
	Total	*1*	*100.0%*	*$10*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: FL North Port

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	2	0.4%	$176	0.2%	1.0%	1	0.6%	0.3%	$103	0.3%	0.1%	0	0.0%	0.3%	$0	0.0%	0.1%
	Moderate	49	10.5%	$5,662	5.9%	17.3%	22	12.4%	10.6%	$2,776	8.6%	7.2%	13	7.1%	10.7%	$1,509	3.7%	7.5%
	Middle	280	60.0%	$46,639	48.7%	54.6%	112	62.9%	54.9%	$17,929	55.4%	43.8%	108	59.3%	56.5%	$18,303	44.6%	46.3%
	Upper	136	29.1%	$43,204	45.2%	27.1%	43	24.2%	34.2%	$11,544	35.7%	48.9%	61	33.5%	32.5%	$21,211	51.7%	46.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*467*	*100.0%*	*$95,681*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$32,352*	*100.0%*	*100.0%*	*182*	*100.0%*	*100.0%*	*$41,023*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	1.0%	0	0.0%	0.4%	$0	0.0%	0.2%	0	0.0%	0.3%	$0	0.0%	0.2%
	Moderate	29	11.7%	$5,658	9.9%	17.3%	15	17.4%	10.8%	$2,009	9.7%	7.6%	9	8.0%	10.3%	$2,540	9.6%	7.3%
	Middle	134	54.0%	$21,662	38.0%	54.6%	44	51.2%	54.8%	$6,160	29.9%	41.9%	63	55.8%	54.7%	$10,815	40.8%	43.9%
	Upper	85	34.3%	$29,678	52.1%	27.1%	27	31.4%	34.1%	$12,463	60.4%	50.3%	41	36.3%	34.7%	$13,176	49.7%	48.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*248*	*100.0%*	*$56,998*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$20,632*	*100.0%*	*100.0%*	*113*	*100.0%*	*100.0%*	*$26,531*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	3.0%	$5	0.2%	1.0%	0	0.0%	0.7%	$0	0.0%	0.2%	0	0.0%	0.6%	$0	0.0%	0.1%
	Moderate	8	24.2%	$625	26.0%	17.3%	3	20.0%	16.9%	$295	29.0%	8.7%	4	40.0%	15.1%	$320	35.8%	8.7%
	Middle	19	57.6%	$1,149	47.9%	54.6%	9	60.0%	54.4%	$487	47.8%	44.3%	6	60.0%	57.7%	$573	64.2%	42.9%
	Upper	5	15.2%	$621	25.9%	27.1%	3	20.0%	28.0%	$236	23.2%	46.8%	0	0.0%	26.6%	$0	0.0%	48.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*33*	*100.0%*	*$2,400*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,018*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$893*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	1.9%	0	0.0%	5.3%	$0	0.0%	0.5%	0	0.0%	1.8%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.4%	0	0.0%	34.2%	$0	0.0%	19.4%	0	0.0%	42.9%	$0	0.0%	25.0%
	Middle	0	0.0%	$0	0.0%	43.4%	0	0.0%	36.8%	$0	0.0%	46.8%	0	0.0%	30.4%	$0	0.0%	44.2%
	Upper	0	0.0%	$0	0.0%	37.3%	0	0.0%	23.7%	$0	0.0%	33.3%	0	0.0%	25.0%	$0	0.0%	30.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	3	0.4%	$181	0.1%	1.0%	1	0.4%	0.3%	$103	0.2%	0.1%	0	0.0%	0.3%	$0	0.0%	0.1%
	Moderate	86	11.5%	$11,945	7.7%	17.3%	40	14.3%	10.9%	$5,080	9.4%	8.0%	26	8.5%	10.8%	$4,369	6.4%	8.4%
	Middle	433	57.9%	$69,450	44.8%	54.6%	165	59.1%	54.8%	$24,576	45.5%	43.5%	177	58.0%	55.9%	$29,691	43.4%	45.4%
	Upper	226	30.2%	$73,503	47.4%	27.1%	73	26.2%	33.9%	$24,243	44.9%	48.3%	102	33.4%	33.0%	$34,387	50.2%	46.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*748*	*100.0%*	*$155,079*	*100.0%*	*100.0%*	*279*	*100.0%*	*100.0%*	*$54,002*	*100.0%*	*100.0%*	*305*	*100.0%*	*100.0%*	*$68,447*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	9	2.0%	$2,013	4.0%	1.2%	4	2.1%	1.2%	$472	2.0%	1.6%	4	2.4%	1.3%	$1,141	6.4%	2.0%
	Moderate	70	15.8%	$11,032	22.1%	17.3%	29	15.2%	17.2%	$5,631	23.4%	20.9%	32	19.3%	17.2%	$4,804	27.0%	21.8%
	Middle	178	40.3%	$18,264	36.5%	50.3%	73	38.2%	45.1%	$9,036	37.5%	40.1%	68	41.0%	45.5%	$6,057	34.0%	39.4%
	Upper	185	41.9%	$18,671	37.4%	31.3%	85	44.5%	35.2%	$8,946	37.1%	36.6%	62	37.3%	35.1%	$5,803	32.6%	36.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.8%	0	0.0%	1.0%	$0	0.0%	0.8%
	Total	*442*	*100.0%*	*$49,980*	*100.0%*	*100.0%*	*191*	*100.0%*	*100.0%*	*$24,085*	*100.0%*	*100.0%*	*166*	*100.0%*	*100.0%*	*$17,805*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	8.4%	0	0.0%	6.6%	$0	0.0%	1.5%	0	0.0%	3.8%	$0	0.0%	2.4%
	Middle	1	100.0%	$10	100.0%	43.7%	1	100.0%	39.5%	$10	100.0%	36.0%	0	0.0%	39.2%	$0	0.0%	43.5%
	Upper	0	0.0%	$0	0.0%	48.0%	0	0.0%	51.3%	$0	0.0%	60.6%	0	0.0%	55.7%	$0	0.0%	53.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.6%	$0	0.0%	1.9%	0	0.0%	1.3%	$0	0.0%	0.3%
	Total	*1*	*100.0%*	*$10*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: FL North Port

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	29	6.2%	$2,485	2.6%	18.9%	16	9.0%	3.3%	$1,275	3.9%	1.3%	8	4.4%	4.7%	$865	2.1%	2.0%
	Moderate	69	14.8%	$8,443	8.8%	19.2%	28	15.7%	12.8%	$3,239	10.0%	7.2%	22	12.1%	14.2%	$2,660	6.5%	8.3%
	Middle	99	21.2%	$14,339	15.0%	21.8%	31	17.4%	18.4%	$3,771	11.7%	13.6%	45	24.7%	19.5%	$7,234	17.6%	15.2%
	Upper	249	53.3%	$65,942	68.9%	40.1%	92	51.7%	52.5%	$22,452	69.4%	65.9%	99	54.4%	48.7%	$28,062	68.4%	62.2%
	Unknown	21	4.5%	$4,472	4.7%	0.0%	11	6.2%	13.0%	$1,615	5.0%	12.0%	8	4.4%	12.9%	$2,202	5.4%	12.3%
	Total	*467*	*100.0%*	*$95,681*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$32,352*	*100.0%*	*100.0%*	*182*	*100.0%*	*100.0%*	*$41,023*	*100.0%*	*100.0%*
REFINANCE	Low	17	6.9%	$1,996	3.5%	18.9%	5	5.8%	6.7%	$393	1.9%	3.4%	10	8.8%	6.0%	$1,378	5.2%	2.9%
	Moderate	45	18.1%	$5,842	10.2%	19.2%	14	16.3%	12.8%	$1,508	7.3%	7.3%	24	21.2%	12.7%	$3,356	12.6%	7.6%
	Middle	56	22.6%	$7,021	12.3%	21.8%	18	20.9%	19.8%	$1,924	9.3%	14.4%	21	18.6%	19.6%	$2,728	10.3%	14.8%
	Upper	116	46.8%	$39,205	68.8%	40.1%	40	46.5%	45.3%	$15,184	73.6%	58.6%	53	46.9%	42.4%	$17,758	66.9%	54.8%
	Unknown	14	5.6%	$2,934	5.1%	0.0%	9	10.5%	15.4%	$1,623	7.9%	16.3%	5	4.4%	19.2%	$1,311	4.9%	20.0%
	Total	*248*	*100.0%*	*$56,998*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$20,632*	*100.0%*	*100.0%*	*113*	*100.0%*	*100.0%*	*$26,531*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	9.1%	$74	3.1%	18.9%	0	0.0%	7.8%	$0	0.0%	2.0%	2	20.0%	7.6%	$9	1.0%	2.4%
	Moderate	8	24.2%	$187	7.8%	19.2%	6	40.0%	19.2%	$139	13.7%	8.5%	1	10.0%	18.8%	$43	4.8%	10.3%
	Middle	12	36.4%	$679	28.3%	21.8%	4	26.7%	20.1%	$203	19.9%	16.8%	4	40.0%	25.0%	$442	49.5%	18.5%
	Upper	10	30.3%	$1,460	60.8%	40.1%	5	33.3%	47.0%	$676	66.4%	65.1%	3	30.0%	44.3%	$399	44.7%	62.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	6.0%	$0	0.0%	7.6%	0	0.0%	4.3%	$0	0.0%	6.0%
	Total	*33*	*100.0%*	*$2,400*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,018*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$893*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	18.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	19.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	49	6.6%	$4,555	2.9%	18.9%	21	7.5%	4.4%	$1,668	3.1%	1.8%	20	6.6%	5.2%	$2,252	3.3%	2.1%
	Moderate	122	16.3%	$14,472	9.3%	19.2%	48	17.2%	13.0%	$4,886	9.0%	6.8%	47	15.4%	13.9%	$6,059	8.9%	7.7%
	Middle	167	22.3%	$22,039	14.2%	21.8%	53	19.0%	18.8%	$5,898	10.9%	13.0%	70	23.0%	19.7%	$10,404	15.2%	14.3%
	Upper	375	50.1%	$106,607	68.7%	40.1%	137	49.1%	50.3%	$38,312	70.9%	60.2%	155	50.8%	46.5%	$46,219	67.5%	56.9%
	Unknown	35	4.7%	$7,406	4.8%	0.0%	20	7.2%	13.5%	$3,238	6.0%	18.2%	13	4.3%	14.7%	$3,513	5.1%	18.9%
	Total	*748*	*100.0%*	*$155,079*	*100.0%*	*100.0%*	*279*	*100.0%*	*100.0%*	*$54,002*	*100.0%*	*100.0%*	*305*	*100.0%*	*100.0%*	*$68,447*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	256	57.9%	$7,206	14.4%	95.7%	110	57.6%	50.1%	$3,514	14.6%	36.2%	90	54.2%	55.4%	$2,126	11.9%	38.0%
	Over $1 Million	118	26.7%	$35,934	71.9%	4.2%	46	24.1%					51	30.7%				
	Total Rev. available	374	84.6%	$43,140	86.3%	99.9%	156	81.7%					141	84.9%				
	Rev. Not Known	68	15.4%	$6,840	13.7%	0.1%	35	18.3%					25	15.1%				
	Total	*442*	*100.0%*	*$49,980*	*100.0%*	*100.0%*	*191*	*100.0%*					*166*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	339	76.7%	$8,963	17.9%		141	73.8%	95.1%	$3,739	15.5%	40.2%	129	77.7%	95.4%	$3,371	18.9%	40.8%
	$100,001 - $250,000	48	10.9%	$9,467	18.9%		23	12.0%	2.4%	$4,579	19.0%	15.6%	17	10.2%	2.3%	$3,204	18.0%	14.3%
	$250,001 - $1 Million	55	12.4%	$31,550	63.1%		27	14.1%	2.4%	$15,767	65.5%	44.2%	20	12.0%	2.4%	$11,230	63.1%	45.0%
	Total	*442*	*100.0%*	*$49,980*	*100.0%*		*191*	*100.0%*	*100.0%*	*$24,085*	*100.0%*	*100.0%*	*166*	*100.0%*	*100.0%*	*$17,805*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$10	100.0%	93.6%	1	100.0%	52.6%	$10	100.0%	39.5%	0	0.0%	62.0%	$0	0.0%	43.5%
	Over $1 Million	0	0.0%	$0	0.0%	6.4%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$10*	*100.0%*	*100.0%*	*1*	*100.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$10	100.0%		1	100.0%	93.4%	$10	100.0%	46.2%	0	0.0%	91.1%	$0	0.0%	44.1%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	5.3%	$0	0.0%	40.2%	0	0.0%	6.3%	$0	0.0%	31.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	13.6%	0	0.0%	2.5%	$0	0.0%	24.4%
	Total	*1*	*100.0%*	*$10*	*100.0%*		*1*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IL Carbondale

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	3	9.4%	$104	2.9%	14.3%	3	15.0%	15.1%	$104	4.7%	11.5%	0	0.0%	14.2%	$0	0.0%	11.7%
	Middle	19	59.4%	$2,309	63.9%	58.9%	12	60.0%	50.8%	$1,402	64.0%	48.8%	4	50.0%	52.3%	$439	53.3%	49.6%
	Upper	10	31.3%	$1,203	33.3%	26.8%	5	25.0%	34.1%	$686	31.3%	39.7%	4	50.0%	33.5%	$385	46.7%	38.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*32*	*100.0%*	*$3,616*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$2,192*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$824*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	2	7.4%	$393	14.3%	14.3%	1	6.7%	12.7%	$375	21.9%	9.8%	1	10.0%	9.4%	$18	2.4%	26.8%
	Middle	16	59.3%	$1,310	47.7%	58.9%	8	53.3%	54.5%	$655	38.2%	55.1%	7	70.0%	59.3%	$489	65.3%	44.5%
	Upper	9	33.3%	$1,045	38.0%	26.8%	6	40.0%	32.8%	$683	39.9%	35.2%	2	20.0%	31.4%	$242	32.3%	28.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*27*	*100.0%*	*$2,748*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,713*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$749*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	3	17.6%	$165	18.9%	14.3%	0	0.0%	14.1%	$0	0.0%	22.5%	1	12.5%	8.5%	$73	19.8%	7.0%
	Middle	10	58.8%	$531	60.8%	58.9%	1	50.0%	60.9%	$75	78.9%	51.5%	5	62.5%	59.4%	$165	44.8%	57.0%
	Upper	4	23.5%	$177	20.3%	26.8%	1	50.0%	25.0%	$20	21.1%	26.0%	2	25.0%	32.1%	$130	35.3%	36.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*17*	*100.0%*	*$873*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$95*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$368*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	53.5%	0	0.0%	50.0%	$0	0.0%	92.9%	0	0.0%	60.0%	$0	0.0%	63.5%
	Middle	0	0.0%	$0	0.0%	28.2%	0	0.0%	20.0%	$0	0.0%	2.2%	0	0.0%	30.0%	$0	0.0%	30.0%
	Upper	0	0.0%	$0	0.0%	18.4%	0	0.0%	30.0%	$0	0.0%	4.9%	0	0.0%	10.0%	$0	0.0%	6.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	8	10.5%	$662	9.1%	14.3%	4	10.8%	14.5%	$479	12.0%	16.3%	2	7.7%	12.4%	$91	4.7%	18.9%
	Middle	45	59.2%	$4,150	57.3%	58.9%	21	56.8%	52.5%	$2,132	53.3%	48.0%	16	61.5%	55.1%	$1,093	56.3%	47.4%
	Upper	23	30.3%	$2,425	33.5%	26.8%	12	32.4%	33.0%	$1,389	34.7%	35.7%	8	30.8%	32.5%	$757	39.0%	33.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*76*	*100.0%*	*$7,237*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$4,000*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$1,941*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	5	25.0%	$69	35.8%	34.8%	3	42.9%	34.6%	$24	63.2%	56.7%	2	20.0%	32.9%	$45	33.6%	43.3%
	Middle	11	55.0%	$88	45.6%	42.1%	4	57.1%	38.5%	$14	36.8%	24.5%	6	60.0%	38.4%	$68	50.7%	33.7%
	Upper	4	20.0%	$36	18.7%	23.1%	0	0.0%	22.6%	$0	0.0%	17.7%	2	20.0%	27.1%	$21	15.7%	22.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	4.3%	$0	0.0%	1.0%	0	0.0%	1.6%	$0	0.0%	0.4%
	Total	*20*	*100.0%*	*$193*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$38*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$134*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	3.2%	0	0.0%	3.3%	$0	0.0%	2.2%	0	0.0%	6.5%	$0	0.0%	4.1%
	Middle	0	0.0%	$0	0.0%	68.1%	0	0.0%	70.0%	$0	0.0%	82.3%	0	0.0%	89.1%	$0	0.0%	93.6%
	Upper	0	0.0%	$0	0.0%	28.7%	0	0.0%	26.7%	$0	0.0%	15.5%	0	0.0%	2.2%	$0	0.0%	2.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	2.2%	$0	0.0%	0.1%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IL Carbondale

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	2	6.3%	$102	2.8%	21.0%	2	10.0%	4.4%	$102	4.7%	2.3%	0	0.0%	5.2%	$0	0.0%	2.3%
	Moderate	9	28.1%	$645	17.8%	17.8%	7	35.0%	17.0%	$517	23.6%	11.8%	2	25.0%	16.3%	$128	15.5%	11.1%
	Middle	9	28.1%	$963	26.6%	20.1%	3	15.0%	23.0%	$335	15.3%	20.8%	4	50.0%	22.8%	$425	51.6%	19.9%
	Upper	12	37.5%	$1,906	52.7%	41.1%	8	40.0%	38.8%	$1,238	56.5%	51.2%	2	25.0%	42.2%	$271	32.9%	55.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	16.7%	$0	0.0%	13.9%	0	0.0%	13.5%	$0	0.0%	10.9%
	Total	*32*	*100.0%*	*$3,616*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$2,192*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$824*	*100.0%*	*100.0%*
REFINANCE	Low	2	7.4%	$118	4.3%	21.0%	1	6.7%	5.1%	$62	3.6%	1.8%	1	10.0%	5.1%	$56	7.5%	2.2%
	Moderate	4	14.8%	$202	7.4%	17.8%	2	13.3%	14.0%	$134	7.8%	9.4%	2	20.0%	13.4%	$68	9.1%	5.8%
	Middle	4	14.8%	$258	9.4%	20.1%	2	13.3%	20.5%	$154	9.0%	18.5%	2	20.0%	19.3%	$104	13.9%	11.9%
	Upper	17	63.0%	$2,170	79.0%	41.1%	10	66.7%	49.0%	$1,363	79.6%	57.1%	5	50.0%	48.3%	$521	69.6%	46.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	11.4%	$0	0.0%	13.3%	0	0.0%	13.9%	$0	0.0%	34.2%
	Total	*27*	*100.0%*	*$2,748*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,713*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$749*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	5.9%	$60	6.9%	21.0%	0	0.0%	7.6%	$0	0.0%	2.5%	1	12.5%	5.7%	$60	16.3%	3.1%
	Moderate	3	17.6%	$134	15.3%	17.8%	0	0.0%	21.7%	$0	0.0%	15.7%	1	12.5%	16.0%	$50	13.6%	10.3%
	Middle	3	17.6%	$195	22.3%	20.1%	0	0.0%	10.9%	$0	0.0%	6.8%	2	25.0%	25.5%	$129	35.1%	20.7%
	Upper	10	58.8%	$484	55.4%	41.1%	2	100.0%	46.7%	$95	100.0%	56.9%	4	50.0%	51.9%	$129	35.1%	64.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	13.0%	$0	0.0%	18.2%	0	0.0%	0.9%	$0	0.0%	1.8%
	Total	*17*	*100.0%*	*$873*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$95*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$368*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	5	6.6%	$280	3.9%	21.0%	3	8.1%	4.8%	$164	4.1%	2.0%	2	7.7%	5.2%	$116	6.0%	2.2%
	Moderate	16	21.1%	$981	13.6%	17.8%	9	24.3%	16.2%	$651	16.3%	10.3%	5	19.2%	15.1%	$246	12.7%	8.6%
	Middle	16	21.1%	$1,416	19.6%	20.1%	5	13.5%	21.2%	$489	12.2%	18.4%	8	30.8%	21.6%	$658	33.9%	16.2%
	Upper	39	51.3%	$4,560	63.0%	41.1%	20	54.1%	42.5%	$2,696	67.4%	50.1%	11	42.3%	44.8%	$921	47.4%	50.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	15.3%	$0	0.0%	19.2%	0	0.0%	13.4%	$0	0.0%	22.1%
	Total	*76*	*100.0%*	*$7,237*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$4,000*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$1,941*	*100.0%*	*100.0%*
Small Business – Revenue						**Total Businesses**												
	$1 Million or Less	17	85.0%	$176	91.2%	91.2%	5	71.4%	34.6%	$26	68.4%	41.5%	9	90.0%	46.2%	$129	96.3%	46.6%
	Over $1 Million	3	15.0%	$17	8.8%	7.9%	2	28.6%					1	10.0%				
	Total Rev. available	20	100.0%	$193	100.0%	99.1%	7	100.0%					10	100.0%				
	Rev. Not Known	0	0.0%	$0	0.0%	0.9%	0	0.0%					0	0.0%				
	Total	*20*	*100.0%*	*$193*	*100.0%*	*100.0%*	*7*	*100.0%*					*10*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	20	100.0%	$193	100.0%		7	100.0%	91.5%	$38	100.0%	29.2%	10	100.0%	89.2%	$134	100.0%	30.1%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	4.3%	$0	0.0%	19.0%	0	0.0%	6.0%	$0	0.0%	22.5%
	$250,001 - $1 Million	0	0.0%	$0	0.0%		0	0.0%	4.2%	$0	0.0%	51.9%	0	0.0%	4.7%	$0	0.0%	47.4%
	Total	*20*	*100.0%*	*$193*	*100.0%*		*7*	*100.0%*	*100.0%*	*$38*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$134*	*100.0%*	*100.0%*
Small Farm – Revenue						**Total Farms**												
	$1 Million or Less	0	0.0%	$0	0.0%	100.0%	0	0.0%	66.7%	$0	0.0%	44.3%	0	0.0%	69.6%	$0	0.0%	72.7%
	Over $1 Million	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	80.0%	$0	0.0%	34.2%	0	0.0%	78.3%	$0	0.0%	35.8%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	13.3%	$0	0.0%	30.7%	0	0.0%	17.4%	$0	0.0%	43.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	6.7%	$0	0.0%	35.0%	0	0.0%	4.3%	$0	0.0%	20.8%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IL Northern IL

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Owner Occupied Units	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	1.1%	0	0.0%	0.2%	$0	0.0%	0.2%	0	0.0%	0.4%	$0	0.0%	0.3%
	Moderate	0	0.0%	$0	0.0%	11.8%	0	0.0%	11.2%	$0	0.0%	7.0%	0	0.0%	8.9%	$0	0.0%	5.5%
	Middle	16	64.0%	$1,802	65.6%	61.2%	7	70.0%	65.8%	$707	64.9%	64.2%	8	61.5%	65.6%	$1,019	70.6%	63.3%
	Upper	9	36.0%	$945	34.4%	26.0%	3	30.0%	22.8%	$382	35.1%	28.5%	5	38.5%	25.1%	$425	29.4%	30.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*25*	*100.0%*	*$2,747*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,089*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,444*	*100.0%*	*100.0%*
REFINANCE	Low	1	2.0%	$35	0.9%	1.1%	1	7.7%	0.3%	$35	3.3%	0.2%	0	0.0%	0.7%	$0	0.0%	0.3%
	Moderate	3	6.0%	$143	3.6%	11.8%	1	7.7%	7.1%	$33	3.1%	3.9%	1	4.5%	7.6%	$57	3.3%	3.7%
	Middle	26	52.0%	$1,947	48.8%	61.2%	7	53.8%	60.9%	$436	41.1%	56.9%	12	54.5%	61.6%	$877	50.1%	62.9%
	Upper	20	40.0%	$1,867	46.8%	26.0%	4	30.8%	31.6%	$556	52.5%	39.0%	9	40.9%	30.1%	$818	46.7%	33.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*50*	*100.0%*	*$3,992*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,060*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$1,752*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.1%	0	0.0%	3.1%	$0	0.0%	0.5%	0	0.0%	0.7%	$0	0.0%	0.0%
	Moderate	5	33.3%	$226	36.1%	11.8%	2	28.6%	7.6%	$96	34.8%	7.6%	2	40.0%	12.3%	$108	40.8%	7.3%
	Middle	7	46.7%	$249	39.8%	61.2%	4	57.1%	67.9%	$175	63.4%	62.3%	2	40.0%	57.5%	$49	18.5%	53.2%
	Upper	3	20.0%	$151	24.1%	26.0%	1	14.3%	21.4%	$5	1.8%	29.6%	1	20.0%	29.5%	$108	40.8%	39.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*15*	*100.0%*	*$626*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$276*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$265*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.7%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	20.0%	$0	0.0%	0.9%
	Middle	0	0.0%	$0	0.0%	57.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	60.0%	$0	0.0%	98.5%
	Upper	0	0.0%	$0	0.0%	24.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	20.0%	$0	0.0%	0.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	1	1.1%	$35	0.5%	1.1%	1	3.3%	0.4%	$35	1.4%	0.2%	0	0.0%	0.5%	$0	0.0%	0.3%
	Moderate	8	8.9%	$369	5.0%	11.8%	3	10.0%	9.6%	$129	5.3%	16.2%	3	7.5%	8.7%	$165	4.8%	4.5%
	Middle	49	54.4%	$3,998	54.3%	61.2%	18	60.0%	64.1%	$1,318	54.4%	54.5%	22	55.0%	63.5%	$1,945	56.2%	65.4%
	Upper	32	35.6%	$2,963	40.2%	26.0%	8	26.7%	25.8%	$943	38.9%	29.1%	15	37.5%	27.4%	$1,351	39.0%	29.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*90*	*100.0%*	*$7,365*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$2,425*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$3,461*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	1	2.6%	$313	18.6%	1.1%	1	5.6%	0.9%	$313	36.8%	1.0%	0	0.0%	0.9%	$0	0.0%	0.7%
	Moderate	8	21.1%	$81	4.8%	15.5%	4	22.2%	13.8%	$55	6.5%	16.5%	4	23.5%	12.3%	$26	6.9%	8.9%
	Middle	14	36.8%	$488	29.0%	59.1%	7	38.9%	54.0%	$297	34.9%	47.2%	5	29.4%	56.1%	$131	34.6%	45.0%
	Upper	15	39.5%	$803	47.7%	24.3%	6	33.3%	27.7%	$186	21.9%	33.9%	8	47.1%	27.3%	$222	58.6%	44.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.6%	$0	0.0%	1.3%	0	0.0%	3.4%	$0	0.0%	1.1%
	Total	*38*	*100.0%*	*$1,685*	*100.0%*	*100.0%*	*18*	*100.0%*	*100.0%*	*$851*	*100.0%*	*100.0%*	*17*	*100.0%*	*100.0%*	*$379*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.5%	$0	0.0%	0.7%	0	0.0%	0.5%	$0	0.0%	1.0%
	Moderate	0	0.0%	$0	0.0%	0.9%	0	0.0%	1.6%	$0	0.0%	4.7%	0	0.0%	2.0%	$0	0.0%	2.5%
	Middle	0	0.0%	$0	0.0%	64.9%	0	0.0%	56.6%	$0	0.0%	45.8%	0	0.0%	67.2%	$0	0.0%	68.2%
	Upper	0	0.0%	$0	0.0%	34.1%	0	0.0%	40.7%	$0	0.0%	48.5%	0	0.0%	29.3%	$0	0.0%	28.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.5%	$0	0.0%	0.3%	0	0.0%	1.0%	$0	0.0%	0.3%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IL Northern IL

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	3	12.0%	$147	5.4%	18.5%	2	20.0%	9.1%	$94	8.6%	4.8%	1	7.7%	11.1%	$53	3.7%	6.2%
	Moderate	9	36.0%	$712	25.9%	18.4%	2	20.0%	21.8%	$152	14.0%	16.7%	6	46.2%	22.7%	$484	33.5%	17.9%
	Middle	5	20.0%	$487	17.7%	22.1%	2	20.0%	22.3%	$192	17.6%	22.0%	2	15.4%	19.9%	$157	10.9%	20.4%
	Upper	8	32.0%	$1,401	51.0%	41.0%	4	40.0%	25.1%	$651	59.8%	36.9%	4	30.8%	27.0%	$750	51.9%	38.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	21.6%	$0	0.0%	19.5%	0	0.0%	19.3%	$0	0.0%	16.9%
	Total	*25*	*100.0%*	*$2,747*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,089*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,444*	*100.0%*	*100.0%*
REFINANCE	Low	5	10.0%	$219	5.5%	18.5%	1	7.7%	8.5%	$33	3.1%	5.1%	3	13.6%	10.9%	$137	7.8%	5.8%
	Moderate	11	22.0%	$766	19.2%	18.4%	3	23.1%	17.3%	$244	23.0%	11.9%	4	18.2%	18.6%	$308	17.6%	12.3%
	Middle	14	28.0%	$1,013	25.4%	22.1%	2	15.4%	25.1%	$203	19.2%	21.6%	8	36.4%	20.2%	$563	32.1%	16.4%
	Upper	19	38.0%	$1,933	48.4%	41.0%	6	46.2%	33.9%	$519	49.0%	44.7%	7	31.8%	33.6%	$744	42.5%	47.9%
	Unknown	1	2.0%	$61	1.5%	0.0%	1	7.7%	15.2%	$61	5.8%	16.6%	0	0.0%	16.8%	$0	0.0%	17.6%
	Total	*50*	*100.0%*	*$3,992*	*100.0%*	*100.0%*	*13*	*100.0%*	*100.0%*	*$1,060*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$1,752*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	20.0%	$100	16.0%	18.5%	2	28.6%	9.9%	$91	33.0%	7.4%	1	20.0%	14.4%	$9	3.4%	6.2%
	Moderate	5	33.3%	$121	19.3%	18.4%	3	42.9%	16.8%	$61	22.1%	13.1%	0	0.0%	16.4%	$0	0.0%	13.0%
	Middle	5	33.3%	$357	57.0%	22.1%	1	14.3%	19.8%	$119	43.1%	26.7%	3	60.0%	30.8%	$213	80.4%	27.5%
	Upper	2	13.3%	$48	7.7%	41.0%	1	14.3%	34.4%	$5	1.8%	47.5%	1	20.0%	36.3%	$43	16.2%	51.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	19.1%	$0	0.0%	5.3%	0	0.0%	2.1%	$0	0.0%	1.4%
	Total	*15*	*100.0%*	*$626*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$276*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$265*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	41.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	11	12.2%	$466	6.3%	18.5%	5	16.7%	8.9%	$218	9.0%	4.4%	5	12.5%	11.2%	$199	5.7%	5.6%
	Moderate	25	27.8%	$1,599	21.7%	18.4%	8	26.7%	19.8%	$457	18.8%	13.1%	10	25.0%	20.6%	$792	22.9%	14.2%
	Middle	24	26.7%	$1,857	25.2%	22.1%	5	16.7%	23.1%	$514	21.2%	19.5%	13	32.5%	20.8%	$933	27.0%	17.6%
	Upper	29	32.2%	$3,382	45.9%	41.0%	11	36.7%	28.9%	$1,175	48.5%	35.9%	12	30.0%	30.2%	$1,537	44.4%	40.0%
	Unknown	1	1.1%	$61	0.8%	0.0%	1	3.3%	19.3%	$61	2.5%	27.1%	0	0.0%	17.2%	$0	0.0%	22.7%
	Total	*90*	*100.0%*	*$7,365*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$2,425*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$3,461*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	25	65.8%	$390	23.1%	91.2%	11	61.1%	43.8%	$222	26.1%	45.0%	13	76.5%	42.9%	$153	40.4%	31.8%
	Over $1 Million	7	18.4%	$896	53.2%	7.1%	3	16.7%					2	11.8%				
	Total Rev. available	32	84.2%	$1,286	76.3%	98.3%	14	77.8%					15	88.3%				
	Rev. Not Known	6	15.8%	$399	23.7%	1.7%	4	22.2%					2	11.8%				
	Total	*38*	*100.0%*	*$1,685*	*100.0%*	*100.0%*	*18*	*100.0%*					*17*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	36	94.7%	$977	58.0%		17	94.4%	95.4%	$538	63.2%	39.4%	17	100.0%	94.0%	$379	100.0%	34.1%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	2.2%	$0	0.0%	13.0%	0	0.0%	2.8%	$0	0.0%	13.6%
	$250,001 - $1 Million	2	5.3%	$708	42.0%		1	5.6%	2.4%	$313	36.8%	47.6%	0	0.0%	3.2%	$0	0.0%	52.3%
	Total	*38*	*100.0%*	*$1,685*	*100.0%*		*18*	*100.0%*	*100.0%*	*$851*	*100.0%*	*100.0%*	*17*	*100.0%*	*100.0%*	*$379*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	99.2%	0	0.0%	40.7%	$0	0.0%	54.0%	0	0.0%	41.4%	$0	0.0%	54.3%
	Over $1 Million	0	0.0%	$0	0.0%	0.8%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	72.0%	$0	0.0%	17.2%	0	0.0%	76.3%	$0	0.0%	20.4%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	14.3%	$0	0.0%	27.7%	0	0.0%	11.1%	$0	0.0%	23.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	13.8%	$0	0.0%	55.1%	0	0.0%	12.6%	$0	0.0%	56.1%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IL Rockford

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %	
HOME PURCHASE	Low	0	0.0%	$0	0.0%	4.0%	0	0.0%	1.3%	$0	0.0%	0.7%	0	0.0%	1.8%	$0	0.0%	1.0%	
	Moderate	4	6.8%	$253	3.6%	19.2%	3	13.6%	15.8%	$153	7.1%	9.7%	1	4.3%	14.6%	$100	3.6%	9.0%	
	Middle	31	52.5%	$3,574	51.5%	45.6%	8	36.4%	47.0%	$834	38.5%	43.6%	14	60.9%	48.1%	$1,567	56.2%	45.2%	
	Upper	24	40.7%	$3,119	44.9%	31.2%	11	50.0%	35.9%	$1,179	54.4%	46.0%	8	34.8%	35.5%	$1,121	40.2%	44.7%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*59*	*100.0%*	*$6,946*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$2,166*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$2,788*	*100.0%*	*100.0%*	
REFINANCE	Low	0	0.0%	$0	0.0%	4.0%	0	0.0%	2.6%	$0	0.0%	1.2%	0	0.0%	1.2%	$0	0.0%	0.5%	
	Moderate	11	24.4%	$1,041	22.0%	19.2%	6	26.1%	17.3%	$502	24.1%	12.9%	4	26.7%	12.9%	$427	24.5%	8.0%	
	Middle	16	35.6%	$1,408	29.7%	45.6%	10	43.5%	47.2%	$849	40.8%	44.1%	4	26.7%	47.5%	$396	22.7%	45.0%	
	Upper	18	40.0%	$2,293	48.4%	31.2%	7	30.4%	32.8%	$730	35.1%	41.8%	7	46.7%	38.5%	$921	52.8%	46.6%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*45*	*100.0%*	*$4,742*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$2,081*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,744*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	4.0%	0	0.0%	2.6%	$0	0.0%	1.7%	0	0.0%	2.3%	$0	0.0%	2.8%	
	Moderate	1	25.0%	$12	9.2%	19.2%	1	50.0%	17.4%	$12	12.9%	9.0%	0	0.0%	16.9%	$0	0.0%	14.6%	
	Middle	1	25.0%	$81	62.3%	45.6%	1	50.0%	48.6%	$81	87.1%	45.4%	0	0.0%	49.8%	$0	0.0%	45.5%	
	Upper	2	50.0%	$37	28.5%	31.2%	0	0.0%	31.4%	$0	0.0%	43.9%	2	100.0%	31.1%	$37	100.0%	37.1%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*4*	*100.0%*	*$130*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$93*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$37*	*100.0%*	*100.0%*	
MULTI FAMILY						Multi-Family Units													
	Low	0	0.0%	$0	0.0%	12.7%	0	0.0%	4.4%	$0	0.0%	2.3%	0	0.0%	6.7%	$0	0.0%	6.5%	
	Moderate	0	0.0%	$0	0.0%	38.5%	0	0.0%	46.7%	$0	0.0%	22.4%	0	0.0%	26.7%	$0	0.0%	19.3%	
	Middle	0	0.0%	$0	0.0%	36.4%	0	0.0%	42.2%	$0	0.0%	56.5%	0	0.0%	55.6%	$0	0.0%	59.3%	
	Upper	0	0.0%	$0	0.0%	12.5%	0	0.0%	6.7%	$0	0.0%	18.7%	0	0.0%	11.1%	$0	0.0%	14.9%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	0	0.0%	$0	0.0%	4.0%	0	0.0%	1.9%	$0	0.0%	1.0%	0	0.0%	1.6%	$0	0.0%	1.1%	
	Moderate	16	14.8%	$1,306	11.1%	19.2%	10	21.3%	16.6%	$667	15.4%	11.4%	5	12.5%	14.2%	$527	11.5%	9.1%	
	Middle	48	44.4%	$5,063	42.8%	45.6%	19	40.4%	47.1%	$1,764	40.6%	44.3%	18	45.0%	48.0%	$1,963	43.0%	45.8%	
	Upper	44	40.7%	$5,449	46.1%	31.2%	18	38.3%	34.3%	$1,909	44.0%	43.3%	17	42.5%	36.2%	$2,079	45.5%	44.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*108*	*100.0%*	*$11,818*	*100.0%*	*100.0%*	*47*	*100.0%*	*100.0%*	*$4,340*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$4,569*	*100.0%*	*100.0%*	
SMALL BUSINESSES						Small Businesses													
	Low	1	2.4%	$25	0.7%	6.2%	0	0.0%	6.0%	$0	0.0%	6.2%	1	5.0%	5.4%	$25	2.2%	6.0%	
	Moderate	8	19.5%	$747	21.4%	19.6%	2	11.8%	17.3%	$392	18.6%	19.5%	4	20.0%	16.6%	$140	12.3%	22.8%	
	Middle	21	51.2%	$1,576	45.2%	45.7%	11	64.7%	43.8%	$874	41.5%	47.0%	10	50.0%	46.0%	$702	61.6%	45.9%	
	Upper	11	26.8%	$1,137	32.6%	28.3%	4	23.5%	31.1%	$842	39.9%	26.1%	5	25.0%	30.2%	$272	23.9%	23.8%	
	Unknown	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.5%	$0	0.0%	0.3%	0	0.0%	0.5%	$0	0.0%	1.1%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	0.9%	0	0.0%	1.3%	$0	0.0%	0.5%	
	Total	*41*	*100.0%*	*$3,485*	*100.0%*	*100.0%*	*17*	*100.0%*	*100.0%*	*$2,108*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,139*	*100.0%*	*100.0%*	
SMALL FARM						Small Farms													
	Low	0	0.0%	$0	0.0%	0.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	0	0.0%	$0	0.0%	3.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	1.0%	$0	0.0%	0.2%	
	Middle	0	0.0%	$0	0.0%	59.5%	0	0.0%	57.7%	$0	0.0%	68.9%	0	0.0%	56.9%	$0	0.0%	61.0%	
	Upper	0	0.0%	$0	0.0%	36.4%	0	0.0%	42.3%	$0	0.0%	31.1%	0	0.0%	42.2%	$0	0.0%	38.8%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IL Rockford

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	3	5.1%	$164	2.4%	21.6%	3	13.6%	6.3%	$164	7.6%	3.4%	0	0.0%	10.6%	$0	0.0%	6.0%
	Moderate	15	25.4%	$1,540	22.2%	17.5%	6	27.3%	19.9%	$584	27.0%	14.8%	3	13.0%	23.3%	$269	9.6%	18.8%
	Middle	19	32.2%	$2,097	30.2%	21.8%	7	31.8%	20.1%	$662	30.6%	19.6%	9	39.1%	18.7%	$1,063	38.1%	19.9%
	Upper	19	32.2%	$2,882	41.5%	39.1%	5	22.7%	29.8%	$571	26.4%	41.6%	9	39.1%	25.4%	$1,378	49.4%	34.9%
	Unknown	3	5.1%	$263	3.8%	0.0%	1	4.5%	23.9%	$185	8.5%	20.6%	2	8.7%	22.0%	$78	2.8%	20.4%
	Total	*59*	*100.0%*	*$6,946*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$2,166*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$2,788*	*100.0%*	*100.0%*
REFINANCE	Low	6	13.3%	$296	6.2%	21.6%	2	8.7%	7.3%	$103	4.9%	4.5%	2	13.3%	7.7%	$107	6.1%	4.5%
	Moderate	6	13.3%	$587	12.4%	17.5%	6	26.1%	15.3%	$587	28.2%	10.8%	0	0.0%	15.9%	$0	0.0%	11.1%
	Middle	14	31.1%	$1,483	31.3%	21.8%	5	21.7%	22.1%	$473	22.7%	19.4%	7	46.7%	21.0%	$791	45.4%	17.7%
	Upper	14	31.1%	$1,576	33.2%	39.1%	8	34.8%	36.8%	$712	34.2%	44.3%	3	20.0%	34.7%	$252	14.4%	42.4%
	Unknown	5	11.1%	$800	16.9%	0.0%	2	8.7%	18.5%	$206	9.9%	21.0%	3	20.0%	20.7%	$594	34.1%	24.3%
	Total	*45*	*100.0%*	*$4,742*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$2,081*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,744*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	21.6%	0	0.0%	6.1%	$0	0.0%	3.7%	0	0.0%	8.0%	$0	0.0%	6.3%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	15.0%	$0	0.0%	8.2%	0	0.0%	21.4%	$0	0.0%	14.0%
	Middle	3	75.0%	$123	94.6%	21.8%	2	100.0%	24.8%	$93	100.0%	24.4%	1	50.0%	25.5%	$30	81.1%	21.7%
	Upper	1	25.0%	$7	5.4%	39.1%	0	0.0%	43.4%	$0	0.0%	58.5%	1	50.0%	38.9%	$7	18.9%	46.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	10.7%	$0	0.0%	5.2%	0	0.0%	6.2%	$0	0.0%	11.6%
	Total	*4*	*100.0%*	*$130*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$93*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$37*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	9	8.3%	$460	3.9%	21.6%	5	10.6%	6.6%	$267	6.2%	3.7%	2	5.0%	9.3%	$107	2.3%	5.1%
	Moderate	21	19.4%	$2,127	18.0%	17.5%	12	25.5%	17.8%	$1,171	27.0%	12.6%	3	7.5%	20.2%	$269	5.9%	14.8%
	Middle	36	33.3%	$3,703	31.3%	21.8%	14	29.8%	21.0%	$1,228	28.3%	18.8%	17	42.5%	19.9%	$1,884	41.2%	18.2%
	Upper	34	31.5%	$4,465	37.8%	39.1%	13	27.7%	32.9%	$1,283	29.6%	41.1%	13	32.5%	29.6%	$1,637	35.8%	36.6%
	Unknown	8	7.4%	$1,063	9.0%	0.0%	3	6.4%	21.6%	$391	9.0%	23.9%	5	12.5%	21.0%	$672	14.7%	25.4%
	Total	*108*	*100.0%*	*$11,818*	*100.0%*	*100.0%*	*47*	*100.0%*	*100.0%*	*$4,340*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$4,569*	*100.0%*	*100.0%*
						Total Businesses												
Small Business – Revenue	$1 Million or Less	24	58.5%	$820	23.5%	90.2%	6	35.3%	40.4%	$323	15.3%	29.4%	16	80.0%	43.9%	$474	41.6%	32.4%
	Over $1 Million	10	24.4%	$1,514	43.4%	9.3%	6	35.3%					2	10.0%				
	Total Rev. available	34	82.9%	$2,334	66.9%	99.5%	12	70.6%					18	90.0%				
	Rev. Not Known	7	17.1%	$1,151	33.0%	0.6%	5	29.4%					2	10.0%				
	Total	*41*	*100.0%*	*$3,485*	*100.0%*	*100.0%*	*17*	*100.0%*					*20*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	32	78.0%	$878	25.2%		12	70.6%	94.6%	$416	19.7%	36.3%	17	85.0%	95.3%	$339	29.8%	43.7%
	$100,001 - $250,000	5	12.2%	$1,015	29.1%		2	11.8%	2.5%	$450	21.3%	14.2%	2	10.0%	2.8%	$450	39.5%	17.3%
	$250,001 - $1 Million	4	9.8%	$1,592	45.7%		3	17.6%	2.9%	$1,242	58.9%	49.5%	1	5.0%	1.8%	$350	30.7%	39.0%
	Total	*41*	*100.0%*	*$3,485*	*100.0%*		*17*	*100.0%*	*100.0%*	*$2,108*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,139*	*100.0%*	*100.0%*
						Total Farms												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	99.3%	0	0.0%	37.1%	$0	0.0%	54.0%	0	0.0%	48.0%	$0	0.0%	53.4%
	Over $1 Million	0	0.0%	$0	0.0%	0.7%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	73.2%	$0	0.0%	23.2%	0	0.0%	67.6%	$0	0.0%	20.4%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	19.6%	$0	0.0%	42.2%	0	0.0%	23.5%	$0	0.0%	46.6%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	7.2%	$0	0.0%	34.6%	0	0.0%	8.8%	$0	0.0%	33.1%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IN Bloomington

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	1	0.9%	$192	1.1%	2.0%	1	2.0%	1.6%	$192	2.6%	1.6%	0	0.0%	2.1%	$0	0.0%	1.5%
	Moderate	16	14.4%	$1,797	10.4%	13.3%	7	14.0%	14.0%	$816	10.9%	10.0%	5	15.6%	12.5%	$458	8.1%	8.8%
	Middle	59	53.2%	$8,698	50.3%	57.4%	26	52.0%	48.0%	$3,414	45.6%	45.6%	18	56.3%	51.4%	$3,258	57.9%	49.8%
	Upper	35	31.5%	$6,619	38.2%	27.3%	16	32.0%	36.4%	$3,067	41.0%	42.8%	9	28.1%	33.9%	$1,909	33.9%	40.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*111*	*100.0%*	*$17,306*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$7,489*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$5,625*	*100.0%*	*100.0%*
REFINANCE	Low	3	3.4%	$1,136	10.9%	2.0%	1	2.8%	2.1%	$79	2.2%	1.7%	2	5.3%	2.2%	$1,057	20.5%	2.3%
	Moderate	8	9.0%	$764	7.4%	13.3%	2	5.6%	10.7%	$229	6.5%	8.1%	3	7.9%	11.7%	$276	5.4%	8.5%
	Middle	47	52.8%	$5,189	50.0%	57.4%	20	55.6%	60.5%	$2,036	57.7%	59.0%	19	50.0%	55.0%	$2,126	41.2%	49.9%
	Upper	31	34.8%	$3,288	31.7%	27.3%	13	36.1%	26.7%	$1,182	33.5%	31.2%	14	36.8%	31.0%	$1,699	32.9%	39.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*89*	*100.0%*	*$10,377*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$3,526*	*100.0%*	*100.0%*	*38*	*100.0%*	*100.0%*	*$5,158*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	2.0%	0	0.0%	3.1%	$0	0.0%	4.6%	0	0.0%	1.8%	$0	0.0%	1.6%
	Moderate	2	18.2%	$30	8.1%	13.3%	2	50.0%	8.7%	$30	66.7%	3.9%	0	0.0%	10.4%	$0	0.0%	5.4%
	Middle	6	54.5%	$61	16.4%	57.4%	2	50.0%	61.2%	$15	33.3%	54.9%	2	40.0%	60.0%	$10	3.4%	50.5%
	Upper	3	27.3%	$281	75.5%	27.3%	0	0.0%	26.9%	$0	0.0%	36.7%	3	60.0%	27.8%	$281	96.6%	42.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*11*	*100.0%*	*$372*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$45*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$291*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	16.7%	0	0.0%	13.3%	$0	0.0%	53.3%	0	0.0%	11.1%	$0	0.0%	14.0%
	Moderate	0	0.0%	$0	0.0%	25.3%	0	0.0%	20.0%	$0	0.0%	8.1%	0	0.0%	14.8%	$0	0.0%	3.7%
	Middle	0	0.0%	$0	0.0%	34.3%	0	0.0%	46.7%	$0	0.0%	25.7%	0	0.0%	51.9%	$0	0.0%	59.4%
	Upper	0	0.0%	$0	0.0%	23.7%	0	0.0%	20.0%	$0	0.0%	12.9%	0	0.0%	22.2%	$0	0.0%	22.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	4	1.9%	$1,328	4.7%	2.0%	2	2.2%	1.9%	$271	2.5%	7.9%	2	2.7%	2.2%	$1,057	9.5%	3.4%
	Moderate	26	12.3%	$2,591	9.2%	13.3%	11	12.2%	12.5%	$1,075	9.7%	9.0%	8	10.7%	12.1%	$734	6.6%	7.9%
	Middle	112	53.1%	$13,948	49.7%	57.4%	48	53.3%	53.2%	$5,465	49.4%	47.3%	39	52.0%	53.4%	$5,394	48.7%	51.1%
	Upper	69	32.7%	$10,188	36.3%	27.3%	29	32.2%	32.4%	$4,249	38.4%	35.8%	26	34.7%	32.3%	$3,889	35.1%	37.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*211*	*100.0%*	*$28,055*	*100.0%*	*100.0%*	*90*	*100.0%*	*100.0%*	*$11,060*	*100.0%*	*100.0%*	*75*	*100.0%*	*100.0%*	*$11,074*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	1	1.5%	$25	0.5%	6.3%	1	3.2%	5.5%	$25	1.6%	6.1%	0	0.0%	5.4%	$0	0.0%	4.2%
	Moderate	8	11.9%	$1,089	19.7%	12.5%	6	19.4%	12.0%	$147	9.4%	17.1%	1	3.8%	13.1%	$927	30.3%	19.7%
	Middle	30	44.8%	$1,570	28.4%	56.3%	10	32.3%	50.9%	$351	22.5%	48.1%	15	57.7%	52.2%	$1,141	37.3%	45.2%
	Upper	28	41.8%	$2,843	51.4%	24.9%	14	45.2%	28.6%	$1,040	66.5%	28.1%	10	38.5%	27.5%	$990	32.4%	30.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.9%	$0	0.0%	0.7%	0	0.0%	1.8%	$0	0.0%	0.5%
	Total	*67*	*100.0%*	*$5,527*	*100.0%*	*100.0%*	*31*	*100.0%*	*100.0%*	*$1,563*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$3,058*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	5.1%	0	0.0%	7.3%	$0	0.0%	15.6%	0	0.0%	2.4%	$0	0.0%	2.8%
	Middle	2	66.7%	$26	24.5%	83.8%	0	0.0%	85.4%	$0	0.0%	82.2%	1	50.0%	90.5%	$13	14.0%	93.8%
	Upper	1	33.3%	$80	75.5%	10.7%	0	0.0%	7.3%	$0	0.0%	2.2%	1	50.0%	7.1%	$80	86.0%	3.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3*	*100.0%*	*$106*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$93*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IN Bloomington

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	11	9.9%	$929	5.4%	20.8%	3	6.0%	6.4%	$322	4.3%	3.3%	2	6.3%	6.6%	$120	2.1%	3.4%
	Moderate	25	22.5%	$2,771	16.0%	17.5%	12	24.0%	18.7%	$1,144	15.3%	13.2%	6	18.8%	17.3%	$654	11.6%	12.0%
	Middle	30	27.0%	$4,128	23.9%	21.3%	13	26.0%	19.4%	$1,770	23.6%	17.2%	10	31.3%	19.3%	$1,470	26.1%	16.8%
	Upper	41	36.9%	$8,947	51.7%	40.4%	20	40.0%	33.3%	$3,974	53.1%	43.5%	14	43.8%	36.5%	$3,381	60.1%	47.6%
	Unknown	4	3.6%	$531	3.1%	0.0%	2	4.0%	22.2%	$279	3.7%	22.9%	0	0.0%	20.3%	$0	0.0%	20.2%
	Total	*111*	*100.0%*	*$17,306*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$7,489*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$5,625*	*100.0%*	*100.0%*
REFINANCE	Low	14	15.7%	$1,137	11.0%	20.8%	5	13.9%	9.9%	$429	12.2%	5.7%	8	21.1%	6.7%	$588	11.4%	3.8%
	Moderate	19	21.3%	$1,757	16.9%	17.5%	6	16.7%	15.0%	$579	16.4%	10.2%	8	21.1%	16.2%	$641	12.4%	10.3%
	Middle	23	25.8%	$2,289	22.1%	21.3%	12	33.3%	18.6%	$1,224	34.7%	16.1%	7	18.4%	17.6%	$735	14.2%	13.3%
	Upper	28	31.5%	$4,634	44.7%	40.4%	10	27.8%	34.0%	$1,022	29.0%	42.3%	13	34.2%	39.6%	$2,906	56.3%	51.2%
	Unknown	5	5.6%	$560	5.4%	0.0%	3	8.3%	22.6%	$272	7.7%	25.7%	2	5.3%	19.9%	$288	5.6%	21.4%
	Total	*89*	*100.0%*	*$10,377*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$3,526*	*100.0%*	*100.0%*	*38*	*100.0%*	*100.0%*	*$5,158*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	9.1%	$25	6.7%	20.8%	1	25.0%	8.0%	$25	55.6%	2.8%	0	0.0%	8.4%	$0	0.0%	2.1%
	Moderate	6	54.5%	$171	46.0%	17.5%	2	50.0%	21.7%	$15	33.3%	15.1%	3	60.0%	24.5%	$126	43.3%	11.8%
	Middle	2	18.2%	$10	2.7%	21.3%	1	25.0%	24.1%	$5	11.1%	14.4%	1	20.0%	17.6%	$5	1.7%	13.4%
	Upper	2	18.2%	$166	44.6%	40.4%	0	0.0%	37.4%	$0	0.0%	57.3%	1	20.0%	43.3%	$160	55.0%	53.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	8.7%	$0	0.0%	10.4%	0	0.0%	6.3%	$0	0.0%	19.6%
	Total	*11*	*100.0%*	*$372*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$45*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$291*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	26	12.3%	$2,091	7.5%	20.8%	9	10.0%	7.7%	$776	7.0%	3.5%	10	13.3%	6.8%	$708	6.4%	3.0%
	Moderate	50	23.7%	$4,699	16.7%	17.5%	20	22.2%	17.6%	$1,738	15.7%	10.8%	17	22.7%	17.3%	$1,421	12.8%	9.8%
	Middle	55	26.1%	$6,427	22.9%	21.3%	26	28.9%	19.4%	$2,999	27.1%	14.7%	18	24.0%	18.4%	$2,210	20.0%	13.3%
	Upper	71	33.6%	$13,747	49.0%	40.4%	30	33.3%	33.7%	$4,996	45.2%	38.3%	28	37.3%	37.9%	$6,447	58.2%	42.7%
	Unknown	9	4.3%	$1,091	3.9%	0.0%	5	5.6%	21.6%	$551	5.0%	32.6%	2	2.7%	19.6%	$288	2.6%	31.1%
	Total	*211*	*100.0%*	*$28,055*	*100.0%*	*100.0%*	*90*	*100.0%*	*100.0%*	*$11,060*	*100.0%*	*100.0%*	*75*	*100.0%*	*100.0%*	*$11,074*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	45	67.2%	$2,121	38.4%	92.5%	22	71.0%	34.1%	$452	28.9%	34.0%	14	53.8%	39.9%	$1,263	41.3%	36.0%
	Over $1 Million	7	10.4%	$1,915	34.6%	6.8%	1	3.2%					5	19.2%				
	Total Rev. available	52	77.6%	$4,036	73.0%	99.3%	23	74.2%					19	73.0%				
	Rev. Not Known	15	22.4%	$1,491	27.0%	0.7%	8	25.8%					7	26.9%				
	Total	*67*	*100.0%*	*$5,527*	*100.0%*	*100.0%*	*31*	*100.0%*					*26*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	57	85.1%	$1,588	28.7%		28	90.3%	86.7%	$663	42.4%	23.2%	21	80.8%	87.7%	$719	23.5%	23.4%
	$100,001 - $250,000	5	7.5%	$1,000	18.1%		2	6.5%	6.4%	$400	25.6%	18.6%	2	7.7%	5.7%	$400	13.1%	17.0%
	$250,001 - $1 Million	5	7.5%	$2,939	53.2%		1	3.2%	6.9%	$500	32.0%	58.1%	3	11.5%	6.6%	$1,939	63.4%	59.6%
	Total	*67*	*100.0%*	*$5,527*	*100.0%*		*31*	*100.0%*	*100.0%*	*$1,563*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$3,058*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	3	100.0%	$106	100.0%	99.2%	0	0.0%	65.9%	$0	0.0%	74.6%	2	100.0%	83.3%	$93	100.0%	97.0%
	Over $1 Million	0	0.0%	$0	0.0%	0.8%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*3*	*100.0%*	*$106*	*100.0%*	*100.0%*	*0*	*0.0%*					*2*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	3	100.0%	$106	100.0%		0	0.0%	73.2%	$0	0.0%	26.4%	2	100.0%	71.4%	$93	100.0%	28.5%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	19.5%	$0	0.0%	45.3%	0	0.0%	23.8%	$0	0.0%	56.4%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	7.3%	$0	0.0%	28.3%	0	0.0%	4.8%	$0	0.0%	15.1%
	Total	*3*	*100.0%*	*$106*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$93*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2015 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IN Fort Wayne

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	7	1.4%	$299	0.4%	5.5%	2	1.0%	1.2%	$74	0.3%	0.6%	3	1.5%	1.4%	$138	0.5%	0.6%
	Moderate	66	13.2%	$4,733	6.2%	21.9%	26	12.9%	16.2%	$1,874	6.5%	10.2%	27	13.4%	15.1%	$1,808	6.1%	8.5%
	Middle	156	31.3%	$17,693	23.3%	37.3%	65	32.2%	38.3%	$6,843	23.7%	31.1%	69	34.3%	39.0%	$7,997	27.1%	35.2%
	Upper	270	54.1%	$53,346	70.1%	35.3%	109	54.0%	44.3%	$20,054	69.5%	58.0%	102	50.7%	44.5%	$19,570	66.3%	55.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*499*	*100.0%*	*$76,071*	*100.0%*	*100.0%*	*202*	*100.0%*	*100.0%*	*$28,845*	*100.0%*	*100.0%*	*201*	*100.0%*	*100.0%*	*$29,513*	*100.0%*	*100.0%*
REFINANCE	Low	20	4.1%	$749	1.5%	5.5%	9	5.1%	2.2%	$389	2.2%	1.2%	9	4.0%	1.7%	$315	1.3%	0.6%
	Moderate	86	17.5%	$5,120	10.1%	21.9%	30	16.9%	18.2%	$1,766	10.1%	12.4%	39	17.2%	14.0%	$2,357	9.9%	8.6%
	Middle	186	37.9%	$16,657	32.8%	37.3%	67	37.6%	37.7%	$6,193	35.4%	32.9%	86	37.9%	36.8%	$7,796	32.7%	30.6%
	Upper	199	40.5%	$28,314	55.7%	35.3%	72	40.4%	41.9%	$9,170	52.3%	53.5%	93	41.0%	47.5%	$13,375	56.1%	60.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*491*	*100.0%*	*$50,840*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$17,518*	*100.0%*	*100.0%*	*227*	*100.0%*	*100.0%*	*$23,843*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	4.2%	$40	3.2%	5.5%	0	0.0%	4.7%	$0	0.0%	2.5%	1	8.3%	4.1%	$40	7.5%	1.5%
	Moderate	5	20.8%	$230	18.3%	21.9%	3	30.0%	25.3%	$125	21.2%	22.8%	2	16.7%	21.5%	$105	19.7%	12.1%
	Middle	9	37.5%	$504	40.1%	37.3%	4	40.0%	33.9%	$253	42.9%	23.9%	3	25.0%	39.7%	$118	22.1%	36.8%
	Upper	9	37.5%	$483	38.4%	35.3%	3	30.0%	36.1%	$212	35.9%	50.8%	6	50.0%	34.7%	$271	50.7%	49.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*24*	*100.0%*	*$1,257*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$590*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$534*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	10.6%	0	0.0%	9.1%	$0	0.0%	2.0%	0	0.0%	6.7%	$0	0.0%	6.5%
	Moderate	0	0.0%	$0	0.0%	54.8%	0	0.0%	36.4%	$0	0.0%	66.0%	0	0.0%	53.3%	$0	0.0%	41.4%
	Middle	0	0.0%	$0	0.0%	23.0%	0	0.0%	36.4%	$0	0.0%	9.5%	0	0.0%	26.7%	$0	0.0%	19.7%
	Upper	0	0.0%	$0	0.0%	11.3%	0	0.0%	18.2%	$0	0.0%	22.5%	0	0.0%	13.3%	$0	0.0%	32.4%
	Unknown	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	28	2.8%	$1,088	0.8%	5.5%	11	2.8%	1.7%	$463	1.0%	0.9%	13	3.0%	1.6%	$493	0.9%	0.9%
	Moderate	157	15.5%	$10,083	7.9%	21.9%	59	15.1%	17.3%	$3,765	8.0%	15.6%	68	15.5%	15.1%	$4,270	7.9%	10.0%
	Middle	351	34.6%	$34,854	27.2%	37.3%	136	34.9%	37.9%	$13,289	28.3%	29.7%	158	35.9%	38.3%	$15,911	29.5%	33.1%
	Upper	478	47.1%	$82,143	64.1%	35.3%	184	47.2%	43.0%	$29,436	62.7%	53.8%	201	45.7%	45.0%	$33,216	61.6%	56.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,014*	*100.0%*	*$128,168*	*100.0%*	*100.0%*	*390*	*100.0%*	*100.0%*	*$46,953*	*100.0%*	*100.0%*	*440*	*100.0%*	*100.0%*	*$53,890*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	26	16.9%	$3,833	24.5%	9.3%	13	21.0%	10.0%	$2,219	26.2%	12.2%	7	11.7%	10.4%	$873	21.5%	13.2%
	Moderate	36	23.4%	$1,124	7.2%	23.2%	12	19.4%	23.0%	$430	5.1%	21.7%	21	35.0%	23.0%	$514	12.7%	22.0%
	Middle	42	27.3%	$5,479	35.0%	32.8%	14	22.6%	33.5%	$2,419	28.6%	36.6%	15	25.0%	33.7%	$1,116	27.5%	36.7%
	Upper	50	32.5%	$5,231	33.4%	34.4%	23	37.1%	31.9%	$3,398	40.1%	28.6%	17	28.3%	31.1%	$1,550	38.2%	27.0%
	Unknown	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.3%	$0	0.0%	0.5%	0	0.0%	0.5%	$0	0.0%	0.7%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	0.3%	0	0.0%	1.4%	$0	0.0%	0.4%
	Total	*154*	*100.0%*	*$15,667*	*100.0%*	*100.0%*	*62*	*100.0%*	*100.0%*	*$8,466*	*100.0%*	*100.0%*	*60*	*100.0%*	*100.0%*	*$4,053*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	2.2%	$0	0.0%	1.9%
	Moderate	0	0.0%	$0	0.0%	4.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	1	100.0%	$15	100.0%	53.6%	0	0.0%	62.4%	$0	0.0%	69.9%	0	0.0%	59.9%	$0	0.0%	60.8%
	Upper	0	0.0%	$0	0.0%	41.2%	0	0.0%	37.6%	$0	0.0%	30.1%	0	0.0%	38.0%	$0	0.0%	37.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$15*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IN Fort Wayne

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	by Family Income %	2014 Count Bank #	%	Agg %	2014 Dollar Bank $(000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $(000s)	$ %	Agg $ %
HOME PURCHASE	Low	45	9.0%	$3,157	4.2%	19.5%	14	6.9%	11.4%	$978	3.4%	6.4%	23	11.4%	11.7%	$1,628	5.5%	6.3%
	Moderate	150	30.1%	$15,094	19.8%	18.5%	67	33.2%	22.2%	$6,160	21.4%	16.6%	63	31.3%	23.4%	$6,565	22.2%	16.4%
	Middle	125	25.1%	$16,858	22.2%	22.6%	49	24.3%	19.8%	$6,354	22.0%	18.9%	50	24.9%	19.8%	$6,655	22.5%	18.5%
	Upper	176	35.3%	$40,574	53.3%	39.4%	71	35.1%	27.2%	$15,245	52.9%	41.0%	63	31.3%	25.3%	$14,385	48.7%	36.1%
	Unknown	3	0.6%	$388	0.5%	0.0%	1	0.5%	19.4%	$108	0.4%	17.1%	2	1.0%	19.8%	$280	0.9%	22.7%
	Total	*499*	*100.0%*	*$76,071*	*100.0%*	*100.0%*	*202*	*100.0%*	*100.0%*	*$28,845*	*100.0%*	*100.0%*	*201*	*100.0%*	*100.0%*	*$29,513*	*100.0%*	*100.0%*
REFINANCE	Low	61	12.4%	$3,917	7.7%	19.5%	20	11.2%	9.9%	$1,276	7.3%	5.8%	32	14.1%	6.9%	$2,037	8.5%	3.6%
	Moderate	142	28.9%	$11,832	23.3%	18.5%	46	25.8%	18.6%	$3,965	22.6%	13.3%	73	32.2%	16.6%	$6,038	25.3%	11.2%
	Middle	118	24.0%	$11,710	23.0%	22.6%	45	25.3%	21.1%	$4,211	24.0%	18.9%	57	25.1%	19.2%	$5,868	24.6%	16.7%
	Upper	154	31.4%	$21,732	42.7%	39.4%	63	35.4%	28.7%	$7,746	44.2%	37.7%	55	24.2%	29.3%	$8,805	36.9%	40.2%
	Unknown	16	3.3%	$1,649	3.2%	0.0%	4	2.2%	21.6%	$320	1.8%	24.3%	10	4.4%	28.1%	$1,095	4.6%	28.3%
	Total	*491*	*100.0%*	*$50,840*	*100.0%*	*100.0%*	*178*	*100.0%*	*100.0%*	*$17,518*	*100.0%*	*100.0%*	*227*	*100.0%*	*100.0%*	*$23,843*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	12.5%	$120	9.5%	19.5%	0	0.0%	11.6%	$0	0.0%	5.2%	3	25.0%	12.2%	$120	22.5%	6.7%
	Moderate	7	29.2%	$210	16.7%	18.5%	4	40.0%	21.9%	$76	12.9%	14.3%	3	25.0%	24.3%	$134	25.1%	16.7%
	Middle	6	25.0%	$338	26.9%	22.6%	3	30.0%	24.3%	$138	23.4%	18.0%	2	16.7%	26.6%	$121	22.7%	22.6%
	Upper	8	33.3%	$589	46.9%	39.4%	3	30.0%	34.6%	$376	63.7%	47.0%	4	33.3%	32.8%	$159	29.8%	47.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	7.6%	$0	0.0%	15.5%	0	0.0%	4.1%	$0	0.0%	6.2%
	Total	*24*	*100.0%*	*$1,257*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$590*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$534*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	19.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	109	10.7%	$7,194	5.6%	19.5%	34	8.7%	11.0%	$2,254	4.8%	5.7%	58	13.2%	10.1%	$3,785	7.0%	5.2%
	Moderate	299	29.5%	$27,136	21.2%	18.5%	117	30.0%	21.1%	$10,201	21.7%	14.3%	139	31.6%	21.1%	$12,737	23.6%	14.1%
	Middle	249	24.6%	$28,906	22.6%	22.6%	97	24.9%	20.4%	$10,703	22.8%	17.3%	109	24.8%	19.9%	$12,644	23.5%	17.2%
	Upper	338	33.3%	$62,895	49.1%	39.4%	137	35.1%	28.0%	$23,367	49.8%	36.9%	122	27.7%	27.0%	$23,349	43.3%	36.0%
	Unknown	19	1.9%	$2,037	1.6%	0.0%	5	1.3%	19.6%	$428	0.9%	25.8%	12	2.7%	21.9%	$1,375	2.6%	27.5%
	Total	*1,014*	*100.0%*	*$128,168*	*100.0%*	*100.0%*	*390*	*100.0%*	*100.0%*	*$46,953*	*100.0%*	*100.0%*	*440*	*100.0%*	*100.0%*	*$53,890*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	109	70.8%	$2,799	17.9%	88.0%	41	66.1%	42.6%	$1,406	16.6%	39.2%	44	73.3%	43.0%	$759	18.7%	27.4%
	Over $1 Million	24	15.6%	$10,848	69.2%	11.2%	10	16.1%					8	13.3%				
	Total Rev. available	133	86.4%	$13,647	87.1%	99.2%	51	82.2%					52	86.6%				
	Rev. Not Known	21	13.6%	$2,020	12.9%	0.9%	11	17.7%					8	13.3%				
	Total	*154*	*100.0%*	*$15,667*	*100.0%*	*100.0%*	*62*	*100.0%*					*60*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	131	85.1%	$3,475	22.2%		49	79.0%	88.5%	$1,185	14.0%	26.9%	54	90.0%	87.3%	$1,441	35.6%	25.2%
	$100,001 - $250,000	6	3.9%	$936	6.0%		3	4.8%	5.8%	$462	5.5%	18.2%	2	3.3%	6.0%	$350	8.6%	17.2%
	$250,001 - $1 Million	17	11.0%	$11,256	71.8%		10	16.1%	5.6%	$6,819	80.5%	54.9%	4	6.7%	6.8%	$2,262	55.8%	57.5%
	Total	*154*	*100.0%*	*$15,667*	*100.0%*		*62*	*100.0%*	*100.0%*	*$8,466*	*100.0%*	*100.0%*	*60*	*100.0%*	*100.0%*	*$4,053*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$15	100.0%	99.2%	0	0.0%	66.0%	$0	0.0%	69.9%	0	0.0%	59.9%	$0	0.0%	50.7%
	Over $1 Million	0	0.0%	$0	0.0%	0.8%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$15*	*100.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$15	100.0%		0	0.0%	75.9%	$0	0.0%	31.4%	0	0.0%	65.7%	$0	0.0%	21.6%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	17.7%	$0	0.0%	37.7%	0	0.0%	24.1%	$0	0.0%	41.8%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	6.4%	$0	0.0%	30.8%	0	0.0%	10.2%	$0	0.0%	36.6%
	Total	*1*	*100.0%*	*$15*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IN Lafayette

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison													
		Bank				Owner Occupied Units	2014						2015							
		Count		Dollar			Count			Dollar			Count			Dollar				
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg		
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %		
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	1.1%	$0	0.0%	0.5%	0	0.0%	0.6%	$0	0.0%	0.4%		
	Moderate	12	17.9%	$1,032	10.8%	21.9%	4	13.3%	18.5%	$413	10.0%	12.2%	4	17.4%	18.7%	$350	10.7%	12.2%		
	Middle	39	58.2%	$6,196	64.9%	54.6%	18	60.0%	56.3%	$2,493	60.3%	60.7%	15	65.2%	58.1%	$2,410	73.7%	62.7%		
	Upper	16	23.9%	$2,317	24.3%	22.7%	8	26.7%	24.0%	$1,231	29.8%	26.5%	4	17.4%	22.5%	$512	15.6%	24.7%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*67*	*100.0%*	*$9,545*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$4,137*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$3,272*	*100.0%*	*100.0%*		
REFINANCE	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	1.5%	$0	0.0%	0.9%	0	0.0%	1.2%	$0	0.0%	0.7%		
	Moderate	16	14.8%	$1,406	12.0%	21.9%	2	5.6%	19.4%	$156	4.5%	13.2%	9	17.6%	18.6%	$594	11.3%	11.5%		
	Middle	66	61.1%	$7,168	61.1%	54.6%	24	66.7%	55.3%	$2,009	58.6%	59.2%	29	56.9%	55.5%	$3,245	61.8%	60.7%		
	Upper	26	24.1%	$3,157	26.9%	22.7%	10	27.8%	23.8%	$1,264	36.9%	26.7%	13	25.5%	24.6%	$1,413	26.9%	27.0%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%		
	Total	*108*	*100.0%*	*$11,731*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$3,429*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$5,252*	*100.0%*	*100.0%*		
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	2.8%	$0	0.0%	3.3%	0	0.0%	2.3%	$0	0.0%	15.5%		
	Moderate	3	27.3%	$12	5.5%	21.9%	1	16.7%	19.9%	$2	1.7%	15.6%	1	33.3%	20.3%	$4	4.5%	10.5%		
	Middle	8	72.7%	$207	94.5%	54.6%	5	83.3%	57.4%	$113	98.3%	62.1%	2	66.7%	57.9%	$84	95.5%	54.6%		
	Upper	0	0.0%	$0	0.0%	22.7%	0	0.0%	19.9%	$0	0.0%	18.9%	0	0.0%	19.5%	$0	0.0%	19.4%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*11*	*100.0%*	*$219*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$115*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$88*	*100.0%*	*100.0%*		
MULTI FAMILY						**Multi-Family Units**														
	Low	0	0.0%	$0	0.0%	18.0%	0	0.0%	18.8%	$0	0.0%	5.0%	0	0.0%	47.3%	$0	0.0%	45.4%		
	Moderate	0	0.0%	$0	0.0%	40.2%	0	0.0%	52.2%	$0	0.0%	57.5%	0	0.0%	40.0%	$0	0.0%	31.5%		
	Middle	0	0.0%	$0	0.0%	23.8%	0	0.0%	21.7%	$0	0.0%	32.4%	0	0.0%	9.1%	$0	0.0%	21.3%		
	Upper	0	0.0%	$0	0.0%	16.6%	0	0.0%	7.2%	$0	0.0%	5.2%	0	0.0%	3.6%	$0	0.0%	1.7%		
	Unknown	0	0.0%	$0	0.0%	1.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*		
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	1.6%	$0	0.0%	1.2%	0	0.0%	1.4%	$0	0.0%	5.4%		
	Moderate	31	16.7%	$2,450	11.4%	21.9%	7	9.7%	19.4%	$571	7.4%	18.3%	14	18.2%	19.0%	$948	11.0%	13.9%		
	Middle	113	60.8%	$13,571	63.1%	54.6%	47	65.3%	55.5%	$4,615	60.1%	56.7%	46	59.7%	56.7%	$5,739	66.6%	57.7%		
	Upper	42	22.6%	$5,474	25.5%	22.7%	18	25.0%	23.5%	$2,495	32.5%	23.7%	17	22.1%	22.9%	$1,925	22.4%	22.9%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*186*	*100.0%*	*$21,495*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$7,681*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$8,612*	*100.0%*	*100.0%*		
SMALL BUSINESSES						**Small Businesses**														
	Low	1	3.0%	$335	6.8%	6.1%	1	5.9%	5.7%	$335	13.8%	5.6%	0	0.0%	5.2%	$0	0.0%	4.2%		
	Moderate	15	45.5%	$1,267	25.6%	33.4%	10	58.8%	36.0%	$797	32.7%	48.0%	4	28.6%	34.3%	$454	28.3%	42.0%		
	Middle	11	33.3%	$3,194	64.4%	41.9%	4	23.5%	37.7%	$1,259	51.7%	30.7%	6	42.9%	37.7%	$1,035	64.5%	28.5%		
	Upper	6	18.2%	$160	3.2%	18.2%	2	11.8%	17.8%	$45	1.8%	14.0%	4	28.6%	20.1%	$115	7.2%	24.1%		
	Unknown	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.2%	$0	0.0%	0.9%	0	0.0%	0.2%	$0	0.0%	0.5%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.6%	$0	0.0%	0.7%	0	0.0%	2.5%	$0	0.0%	0.7%		
	Total	*33*	*100.0%*	*$4,956*	*100.0%*	*100.0%*	*17*	*100.0%*	*100.0%*	*$2,436*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,604*	*100.0%*	*100.0%*		
SMALL FARM						**Small Farms**														
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	3.4%	0	0.0%	1.8%	$0	0.0%	0.1%	0	0.0%	2.3%	$0	0.0%	2.7%		
	Middle	2	100.0%	$400	100.0%	89.9%	1	100.0%	92.7%	$200	100.0%	90.5%	1	100.0%	89.1%	$200	100.0%	91.0%		
	Upper	0	0.0%	$0	0.0%	6.8%	0	0.0%	5.5%	$0	0.0%	9.4%	0	0.0%	7.8%	$0	0.0%	4.3%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.8%	$0	0.0%	2.0%		
	Total	*2*	*100.0%*	*$400*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$200*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$200*	*100.0%*	*100.0%*		

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IN Lafayette

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				by Family Income	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %	
HOME PURCHASE	Low	6	9.0%	$474	5.0%	21.5%	1	3.3%	7.9%	$80	1.9%	4.5%	3	13.0%	9.1%	$260	7.9%	5.3%	
	Moderate	19	28.4%	$2,056	21.5%	17.6%	8	26.7%	21.3%	$896	21.7%	15.9%	7	30.4%	22.6%	$748	22.9%	16.9%	
	Middle	14	20.9%	$1,619	17.0%	21.4%	7	23.3%	19.6%	$674	16.3%	18.9%	5	21.7%	22.3%	$648	19.8%	22.1%	
	Upper	27	40.3%	$5,261	55.1%	39.5%	13	43.3%	32.2%	$2,352	56.9%	43.2%	8	34.8%	30.6%	$1,616	49.4%	42.1%	
	Unknown	1	1.5%	$135	1.4%	0.0%	1	3.3%	19.0%	$135	3.3%	17.5%	0	0.0%	15.5%	$0	0.0%	13.6%	
	Total	*67*	*100.0%*	*$9,545*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$4,137*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$3,272*	*100.0%*	*100.0%*	
REFINANCE	Low	19	17.6%	$1,140	9.7%	21.5%	5	13.9%	8.1%	$282	8.2%	4.8%	10	19.6%	7.4%	$596	11.3%	3.8%	
	Moderate	24	22.2%	$1,776	15.1%	17.6%	9	25.0%	16.8%	$585	17.1%	12.4%	12	23.5%	15.3%	$995	18.9%	10.7%	
	Middle	23	21.3%	$2,481	21.1%	21.4%	7	19.4%	19.4%	$728	21.2%	16.9%	13	25.5%	19.7%	$1,360	25.9%	17.0%	
	Upper	35	32.4%	$5,519	47.0%	39.5%	13	36.1%	32.9%	$1,679	49.0%	42.8%	14	27.5%	34.1%	$1,862	35.5%	46.1%	
	Unknown	7	6.5%	$815	6.9%	0.0%	2	5.6%	22.7%	$155	4.5%	23.0%	2	3.9%	23.5%	$439	8.4%	22.4%	
	Total	*108*	*100.0%*	*$11,731*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$3,429*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$5,252*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	1	9.1%	$12	5.5%	21.5%	1	16.7%	14.3%	$12	10.4%	7.3%	0	0.0%	7.9%	$0	0.0%	2.3%	
	Moderate	2	18.2%	$4	1.8%	17.6%	1	16.7%	20.7%	$2	1.7%	18.2%	1	33.3%	25.2%	$2	2.3%	14.0%	
	Middle	4	36.4%	$97	44.3%	21.4%	3	50.0%	25.1%	$91	79.1%	19.4%	0	0.0%	21.1%	$0	0.0%	19.7%	
	Upper	4	36.4%	$106	48.4%	39.5%	1	16.7%	37.1%	$10	8.7%	52.4%	2	66.7%	39.1%	$86	97.7%	44.1%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	2.8%	$0	0.0%	2.8%	0	0.0%	6.8%	$0	0.0%	19.9%	
	Total	*11*	*100.0%*	*$219*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$115*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$88*	*100.0%*	*100.0%*	
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	0	0.0%	$0	0.0%	17.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Middle	0	0.0%	$0	0.0%	21.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Upper	0	0.0%	$0	0.0%	39.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	26	14.0%	$1,626	7.6%	21.5%	7	9.7%	8.2%	$374	4.9%	4.0%	13	16.9%	8.4%	$856	9.9%	4.3%	
	Moderate	45	24.2%	$3,836	17.8%	17.6%	18	25.0%	19.5%	$1,483	19.3%	13.0%	20	26.0%	20.0%	$1,745	20.3%	13.2%	
	Middle	41	22.0%	$4,197	19.5%	21.4%	17	23.6%	19.6%	$1,493	19.4%	16.0%	18	23.4%	21.1%	$2,008	23.3%	18.2%	
	Upper	66	35.5%	$10,886	50.6%	39.5%	27	37.5%	32.2%	$4,041	52.6%	37.7%	24	31.2%	31.9%	$3,564	41.4%	39.0%	
	Unknown	8	4.3%	$950	4.4%	0.0%	3	4.2%	20.5%	$290	3.8%	29.3%	2	2.6%	18.6%	$439	5.1%	25.3%	
	Total	*186*	*100.0%*	*$21,495*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$7,681*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$8,612*	*100.0%*	*100.0%*	
Small Business						**Total Businesses**													
Small Business – Revenue	$1 Million or Less	19	57.6%	$979	19.8%	90.4%	8	47.1%	39.4%	$619	25.4%	36.4%	10	71.4%	43.1%	$344	21.4%	36.5%	
	Over $1 Million	11	33.3%	$3,832	77.3%	8.4%	6	35.3%					4	28.6%					
	Total Rev. available	30	90.9%	$4,811	97.1%	98.8%	14	82.4%					14	100.0%					
	Rev. Not Known	3	9.1%	$145	2.9%	1.2%	3	17.6%					0	0.0%					
	Total	*33*	*100.0%*	*$4,956*	*100.0%*	*100.0%*	*17*	*100.0%*					*14*	*100.0%*					
Small Business – Loan Size	$100,000 or Less	25	75.8%	$964	19.5%		12	70.6%	90.6%	$494	20.3%	27.6%	12	85.7%	88.8%	$454	28.3%	25.2%	
	$100,001 - $250,000	4	12.1%	$857	17.3%		3	17.6%	4.9%	$607	24.9%	19.6%	1	7.1%	5.5%	$250	15.6%	19.6%	
	$250,001 - $1 Million	4	12.1%	$3,135	63.3%		2	11.8%	4.5%	$1,335	54.8%	52.8%	1	7.1%	5.6%	$900	56.1%	55.2%	
	Total	*33*	*100.0%*	*$4,956*	*100.0%*		*17*	*100.0%*	*100.0%*	*$2,436*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,604*	*100.0%*	*100.0%*	
Small Farm						**Total Farms**													
Small Farm – Revenue	$1 Million or Less	1	50.0%	$200	50.0%	98.8%	0	0.0%	43.6%	$0	0.0%	51.5%	1	100.0%	43.8%	$200	100.0%	69.0%	
	Over $1 Million	0	0.0%	$0	0.0%	1.2%	0	0.0%					0	0.0%					
	Not Known	1	50.0%	$200	50.0%	0.0%	1	100.0%					0	0.0%					
	Total	*2*	*100.0%*	*$400*	*100.0%*	*100.0%*	*1*	*100.0%*					*1*	*100.0%*					
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	71.8%	$0	0.0%	16.8%	0	0.0%	70.3%	$0	0.0%	17.1%	
	$100,001 - $250,000	2	100.0%	$400	100.0%		1	100.0%	14.5%	$200	100.0%	28.8%	1	100.0%	16.4%	$200	100.0%	32.1%	
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	13.6%	$0	0.0%	54.4%	0	0.0%	13.3%	$0	0.0%	50.8%	
	Total	*2*	*100.0%*	*$400*	*100.0%*		*1*	*100.0%*	*100.0%*	*$200*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$200*	*100.0%*	*100.0%*	

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IN Northern IN

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	1	1.1%	$61	0.6%	4.4%	1	2.5%	6.3%	$61	1.2%	3.6%	0	0.0%	5.2%	$0	0.0%	2.7%
	Middle	69	74.2%	$7,591	69.3%	77.6%	28	70.0%	76.7%	$3,454	70.1%	72.3%	30	81.1%	77.5%	$2,890	73.3%	74.7%
	Upper	23	24.7%	$3,309	30.2%	18.0%	11	27.5%	17.0%	$1,409	28.6%	24.1%	7	18.9%	17.3%	$1,053	26.7%	22.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*93*	*100.0%*	*$10,961*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$4,924*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,943*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	4	5.1%	$273	3.9%	4.4%	3	10.3%	4.3%	$214	9.1%	2.9%	1	2.8%	3.7%	$59	1.8%	2.0%
	Middle	49	62.0%	$4,078	57.7%	77.6%	21	72.4%	74.5%	$1,732	73.9%	70.8%	20	55.6%	68.9%	$1,532	45.8%	67.8%
	Upper	26	32.9%	$2,716	38.4%	18.0%	5	17.2%	21.2%	$397	16.9%	26.3%	15	41.7%	27.4%	$1,752	52.4%	30.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*79*	*100.0%*	*$7,067*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$2,343*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$3,343*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	1	9.1%	$8	1.5%	4.4%	1	33.3%	5.3%	$8	12.5%	3.1%	0	0.0%	1.1%	$0	0.0%	0.3%
	Middle	7	63.6%	$311	59.4%	77.6%	2	66.7%	72.4%	$56	87.5%	65.6%	4	57.1%	79.8%	$193	48.5%	71.5%
	Upper	3	27.3%	$205	39.1%	18.0%	0	0.0%	22.4%	$0	0.0%	31.3%	3	42.9%	19.1%	$205	51.5%	28.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*11*	*100.0%*	*$524*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$64*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$398*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	11.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	40.0%	$0	0.0%	60.6%
	Middle	0	0.0%	$0	0.0%	83.2%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	60.0%	$0	0.0%	39.4%
	Upper	0	0.0%	$0	0.0%	4.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	6	3.3%	$342	1.8%	4.4%	5	6.9%	5.6%	$283	3.9%	3.3%	1	1.3%	4.4%	$59	0.8%	3.2%
	Middle	125	68.3%	$11,980	64.6%	77.6%	51	70.8%	75.6%	$5,242	71.5%	71.7%	54	67.5%	74.7%	$4,615	60.1%	71.5%
	Upper	52	28.4%	$6,230	33.6%	18.0%	16	22.2%	18.9%	$1,806	24.6%	25.0%	25	31.3%	20.9%	$3,010	39.2%	25.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*183*	*100.0%*	*$18,552*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$7,331*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$7,684*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	6.9%	0	0.0%	6.2%	$0	0.0%	6.2%	0	0.0%	4.4%	$0	0.0%	1.9%
	Middle	31	81.6%	$1,457	95.6%	76.8%	9	100.0%	75.1%	$291	100.0%	79.0%	16	76.2%	78.2%	$981	95.1%	87.1%
	Upper	7	18.4%	$67	4.4%	16.3%	0	0.0%	14.9%	$0	0.0%	12.9%	5	23.8%	14.3%	$51	4.9%	9.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.8%	$0	0.0%	2.0%	0	0.0%	3.1%	$0	0.0%	1.2%
	Total	*38*	*100.0%*	*$1,524*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$291*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$1,032*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	1.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	1.0%	$0	0.0%	0.2%
	Middle	0	0.0%	$0	0.0%	68.2%	0	0.0%	79.4%	$0	0.0%	83.5%	0	0.0%	68.3%	$0	0.0%	69.9%
	Upper	0	0.0%	$0	0.0%	30.7%	0	0.0%	20.6%	$0	0.0%	16.5%	0	0.0%	30.8%	$0	0.0%	29.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IN Northern IN

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016 Bank Count #	%	Bank Dollar $ (000s)	$ %	by Family Income %	2014 Count Bank #	%	Agg %	2014 Dollar Bank $(000s)	$ %	Agg $ %	2015 Count Bank #	%	Agg %	2015 Dollar Bank $(000s)	$ %	Agg $ %
HOME PURCHASE	Low	14	15.1%	$1,008	9.2%	16.8%	4	10.0%	11.0%	$284	5.8%	6.0%	6	16.2%	10.9%	$427	10.8%	6.2%
	Moderate	24	25.8%	$2,286	20.9%	18.9%	14	35.0%	21.9%	$1,409	28.6%	16.0%	8	21.6%	21.7%	$557	14.1%	14.7%
	Middle	29	31.2%	$3,497	31.9%	23.6%	10	25.0%	18.1%	$976	19.8%	16.7%	13	35.1%	18.5%	$1,800	45.7%	18.0%
	Upper	25	26.9%	$4,103	37.4%	40.7%	12	30.0%	30.0%	$2,255	45.8%	45.5%	9	24.3%	28.9%	$1,092	27.7%	43.2%
	Unknown	1	1.1%	$67	0.6%	0.0%	0	0.0%	18.9%	$0	0.0%	15.9%	1	2.7%	20.0%	$67	1.7%	17.9%
	Total	*93*	*100.0%*	*$10,961*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$4,924*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,943*	*100.0%*	*100.0%*
REFINANCE	Low	7	8.9%	$368	5.2%	16.8%	4	13.8%	9.4%	$167	7.1%	5.3%	3	8.3%	5.8%	$201	6.0%	3.3%
	Moderate	17	21.5%	$1,338	18.9%	18.9%	4	13.8%	21.5%	$303	12.9%	15.0%	11	30.6%	18.6%	$878	26.3%	12.1%
	Middle	24	30.4%	$1,867	26.4%	23.6%	11	37.9%	21.7%	$775	33.1%	17.3%	8	22.2%	18.4%	$683	20.4%	14.9%
	Upper	27	34.2%	$3,054	43.2%	40.7%	9	31.0%	33.9%	$970	41.4%	47.7%	11	30.6%	36.5%	$1,269	38.0%	50.4%
	Unknown	4	5.1%	$440	6.2%	0.0%	1	3.4%	13.5%	$128	5.5%	14.8%	3	8.3%	20.7%	$312	9.3%	19.3%
	Total	*79*	*100.0%*	*$7,067*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$2,343*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$3,343*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	9.1%	$14	2.7%	16.8%	0	0.0%	10.5%	$0	0.0%	10.0%	1	14.3%	7.4%	$14	3.5%	3.4%
	Moderate	3	27.3%	$200	38.2%	18.9%	1	33.3%	26.3%	$40	62.5%	15.9%	2	28.6%	31.4%	$160	40.2%	17.3%
	Middle	4	36.4%	$149	28.4%	23.6%	2	66.7%	23.7%	$24	37.5%	21.2%	2	28.6%	19.1%	$125	31.4%	13.5%
	Upper	3	27.3%	$161	30.7%	40.7%	0	0.0%	35.5%	$0	0.0%	47.9%	2	28.6%	37.2%	$99	24.9%	53.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.9%	$0	0.0%	5.0%	0	0.0%	4.8%	$0	0.0%	12.5%
	Total	*11*	*100.0%*	*$524*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$64*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$398*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	16.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	23.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	22	12.0%	$1,390	7.5%	16.8%	8	11.1%	10.4%	$451	6.2%	5.8%	10	12.5%	8.8%	$642	8.4%	4.9%
	Moderate	44	24.0%	$3,824	20.6%	18.9%	19	26.4%	22.2%	$1,752	23.9%	15.6%	21	26.3%	21.5%	$1,595	20.8%	13.6%
	Middle	57	31.1%	$5,513	29.7%	23.6%	23	31.9%	19.8%	$1,775	24.2%	17.0%	23	28.8%	18.5%	$2,608	33.9%	16.4%
	Upper	55	30.1%	$7,318	39.4%	40.7%	21	29.2%	31.7%	$3,225	44.0%	46.1%	22	27.5%	32.3%	$2,460	32.0%	45.6%
	Unknown	5	2.7%	$507	2.7%	0.0%	1	1.4%	15.9%	$128	1.7%	15.5%	4	5.0%	18.9%	$379	4.9%	19.4%
	Total	*183*	*100.0%*	*$18,552*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$7,331*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$7,684*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business Revenue	$1 Million or Less	29	76.3%	$781	51.2%	89.3%	8	88.9%	42.9%	$241	82.8%	43.5%	15	71.4%	47.2%	$429	41.6%	37.4%
	Over $1 Million	5	13.2%	$311	20.4%	8.9%	0	0.0%					4	19.0%				
	Total Rev. available	34	89.5%	$1,092	71.6%	98.2%	8	88.9%					19	90.4%				
	Rev. Not Known	4	10.5%	$432	28.3%	1.7%	1	11.1%					2	9.5%				
	Total	*38*	*100.0%*	*$1,524*	*100.0%*	*100.0%*	*9*	*100.0%*					*21*	*100.0%*				
Small Business Loan Size	$100,000 or Less	33	86.8%	$667	43.8%		8	88.9%	92.3%	$111	38.1%	37.1%	17	81.0%	92.2%	$355	34.4%	35.9%
	$100,001 - $250,000	5	13.2%	$857	56.2%		1	11.1%	4.3%	$180	61.9%	20.8%	4	19.0%	4.4%	$677	65.6%	19.9%
	$250,001 - $1 Million	0	0.0%	$0	0.0%		0	0.0%	3.5%	$0	0.0%	42.1%	0	0.0%	3.4%	$0	0.0%	44.2%
	Total	*38*	*100.0%*	*$1,524*	*100.0%*		*9*	*100.0%*	*100.0%*	*$291*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$1,032*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm Revenue	$1 Million or Less	0	0.0%	$0	0.0%	98.5%	0	0.0%	57.8%	$0	0.0%	72.1%	0	0.0%	46.2%	$0	0.0%	59.3%
	Over $1 Million	0	0.0%	$0	0.0%	1.5%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	68.6%	$0	0.0%	21.3%	0	0.0%	69.2%	$0	0.0%	21.5%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	17.6%	$0	0.0%	30.2%	0	0.0%	20.2%	$0	0.0%	38.4%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	13.7%	$0	0.0%	48.5%	0	0.0%	10.6%	$0	0.0%	40.1%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: IN Terre Haute

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %	
HOME PURCHASE	Low	7	2.0%	$321	1.0%	4.7%	4	2.8%	2.6%	$208	1.5%	2.1%	2	1.3%	2.7%	$87	0.6%	3.1%	
	Moderate	50	14.2%	$2,664	8.1%	12.2%	19	13.4%	10.9%	$921	6.8%	6.0%	25	16.0%	10.3%	$1,414	10.0%	5.7%	
	Middle	210	59.8%	$19,133	58.1%	59.3%	86	60.6%	56.2%	$8,004	58.9%	52.0%	96	61.5%	54.1%	$8,393	59.2%	46.9%	
	Upper	84	23.9%	$10,797	32.8%	23.8%	33	23.2%	30.2%	$4,460	32.8%	39.9%	33	21.2%	33.0%	$4,272	30.2%	44.2%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*351*	*100.0%*	*$32,915*	*100.0%*	*100.0%*	*142*	*100.0%*	*100.0%*	*$13,593*	*100.0%*	*100.0%*	*156*	*100.0%*	*100.0%*	*$14,166*	*100.0%*	*100.0%*	
REFINANCE	Low	9	3.4%	$362	1.7%	4.7%	3	3.8%	3.8%	$124	2.1%	5.4%	4	2.9%	2.1%	$162	1.4%	1.5%	
	Moderate	27	10.2%	$1,397	6.4%	12.2%	8	10.3%	9.9%	$500	8.5%	6.6%	13	9.5%	6.3%	$614	5.4%	4.7%	
	Middle	159	59.8%	$12,551	57.7%	59.3%	47	60.3%	58.7%	$3,360	57.5%	53.8%	81	59.1%	60.4%	$6,514	56.9%	54.2%	
	Upper	71	26.7%	$7,427	34.2%	23.8%	20	25.6%	27.7%	$1,864	31.9%	34.1%	39	28.5%	31.0%	$4,166	36.4%	39.7%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%	
	Total	*266*	*100.0%*	*$21,737*	*100.0%*	*100.0%*	*78*	*100.0%*	*100.0%*	*$5,848*	*100.0%*	*100.0%*	*137*	*100.0%*	*100.0%*	*$11,456*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	1	2.4%	$30	2.0%	4.7%	1	6.7%	6.2%	$30	10.7%	3.3%	0	0.0%	5.5%	$0	0.0%	3.6%	
	Moderate	7	16.7%	$67	4.5%	12.2%	2	13.3%	10.9%	$15	5.4%	5.4%	5	26.3%	13.6%	$52	6.9%	7.5%	
	Middle	24	57.1%	$879	58.6%	59.3%	6	40.0%	57.3%	$55	19.6%	56.2%	13	68.4%	58.8%	$612	81.7%	61.2%	
	Upper	10	23.8%	$523	34.9%	23.8%	6	40.0%	25.6%	$180	64.3%	35.1%	1	5.3%	22.1%	$85	11.3%	27.7%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*42*	*100.0%*	*$1,499*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$280*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$749*	*100.0%*	*100.0%*	
MULTI FAMILY						Multi-Family Units													
	Low	0	0.0%	$0	0.0%	27.2%	0	0.0%	33.3%	$0	0.0%	0.6%	0	0.0%	36.4%	$0	0.0%	26.1%	
	Moderate	0	0.0%	$0	0.0%	12.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	9.1%	$0	0.0%	0.1%	
	Middle	0	0.0%	$0	0.0%	39.7%	0	0.0%	33.3%	$0	0.0%	7.5%	0	0.0%	27.3%	$0	0.0%	13.8%	
	Upper	0	0.0%	$0	0.0%	21.0%	0	0.0%	33.3%	$0	0.0%	92.0%	0	0.0%	27.3%	$0	0.0%	60.0%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	
HMDA TOTALS	Low	17	2.6%	$713	1.3%	4.7%	8	3.4%	3.4%	$362	1.8%	3.1%	6	1.9%	2.9%	$249	0.9%	4.6%	
	Moderate	84	12.7%	$4,128	7.4%	12.2%	29	12.3%	10.6%	$1,436	7.3%	5.8%	43	13.8%	9.3%	$2,080	7.9%	5.0%	
	Middle	393	59.6%	$32,563	58.0%	59.3%	139	59.1%	57.1%	$11,419	57.9%	50.3%	190	60.9%	56.6%	$15,519	58.8%	46.9%	
	Upper	165	25.0%	$18,747	33.4%	23.8%	59	25.1%	28.9%	$6,504	33.0%	40.8%	73	23.4%	31.1%	$8,523	32.3%	43.5%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*659*	*100.0%*	*$56,151*	*100.0%*	*100.0%*	*235*	*100.0%*	*100.0%*	*$19,721*	*100.0%*	*100.0%*	*312*	*100.0%*	*100.0%*	*$26,371*	*100.0%*	*100.0%*	
SMALL BUSINESSES						Small Businesses													
	Low	9	14.8%	$538	7.5%	13.5%	4	13.8%	17.2%	$166	6.4%	16.5%	3	13.0%	16.0%	$248	8.2%	16.4%	
	Moderate	3	4.9%	$113	1.6%	10.6%	2	6.9%	11.8%	$53	2.0%	13.7%	0	0.0%	10.3%	$0	0.0%	12.4%	
	Middle	39	63.9%	$5,323	74.4%	54.7%	18	62.1%	48.6%	$1,799	69.2%	49.8%	16	69.6%	51.7%	$2,202	72.4%	53.3%	
	Upper	10	16.4%	$1,183	16.5%	21.2%	5	17.2%	20.3%	$583	22.4%	18.7%	4	17.4%	20.0%	$590	19.4%	17.1%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.1%	$0	0.0%	1.3%	0	0.0%	2.0%	$0	0.0%	0.8%	
	Total	*61*	*100.0%*	*$7,157*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$2,601*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$3,040*	*100.0%*	*100.0%*	
SMALL FARM						Small Farms													
	Low	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.6%	$0	0.0%	0.7%	
	Moderate	0	0.0%	$0	0.0%	0.5%	0	0.0%	0.6%	$0	0.0%	0.2%	0	0.0%	1.2%	$0	0.0%	1.4%	
	Middle	1	100.0%	$20	100.0%	79.5%	0	0.0%	81.0%	$0	0.0%	83.5%	1	100.0%	81.5%	$20	100.0%	81.3%	
	Upper	0	0.0%	$0	0.0%	19.8%	0	0.0%	18.4%	$0	0.0%	16.3%	0	0.0%	16.6%	$0	0.0%	16.6%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Total	*1*	*100.0%*	*$20*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$20*	*100.0%*	*100.0%*	

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: IN Terre Haute

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	52	14.8%	$2,759	8.4%	20.7%	27	19.0%	10.9%	$1,542	11.3%	5.8%	21	13.5%	7.5%	$1,085	7.7%	3.6%
	Moderate	118	33.6%	$8,544	26.0%	18.5%	45	31.7%	22.5%	$3,310	24.4%	16.9%	56	35.9%	21.2%	$3,920	27.7%	13.6%
	Middle	96	27.4%	$9,487	28.8%	20.3%	38	26.8%	20.3%	$3,774	27.8%	19.1%	40	25.6%	22.5%	$4,100	28.9%	19.6%
	Upper	83	23.6%	$11,904	36.2%	40.6%	31	21.8%	27.8%	$4,903	36.1%	39.5%	38	24.4%	31.0%	$4,904	34.6%	42.1%
	Unknown	2	0.6%	$221	0.7%	0.0%	1	0.7%	18.6%	$64	0.5%	18.7%	1	0.6%	17.7%	$157	1.1%	21.1%
	Total	*351*	*100.0%*	*$32,915*	*100.0%*	*100.0%*	*142*	*100.0%*	*100.0%*	*$13,593*	*100.0%*	*100.0%*	*156*	*100.0%*	*100.0%*	*$14,166*	*100.0%*	*100.0%*
REFINANCE	Low	34	12.8%	$1,779	8.2%	20.7%	16	20.5%	10.6%	$796	13.6%	5.4%	16	11.7%	7.4%	$849	7.4%	3.4%
	Moderate	66	24.8%	$4,538	20.9%	18.5%	18	23.1%	20.9%	$1,217	20.8%	15.6%	34	24.8%	16.2%	$2,305	20.1%	10.0%
	Middle	74	27.8%	$5,270	24.2%	20.3%	28	35.9%	22.7%	$2,426	41.5%	20.2%	31	22.6%	24.7%	$2,080	18.2%	19.2%
	Upper	89	33.5%	$9,867	45.4%	40.6%	15	19.2%	31.0%	$1,364	23.3%	37.3%	55	40.1%	33.9%	$6,179	53.9%	45.4%
	Unknown	3	1.1%	$283	1.3%	0.0%	1	1.3%	14.8%	$45	0.8%	21.5%	1	0.7%	17.9%	$43	0.4%	21.9%
	Total	*266*	*100.0%*	*$21,737*	*100.0%*	*100.0%*	*78*	*100.0%*	*100.0%*	*$5,848*	*100.0%*	*100.0%*	*137*	*100.0%*	*100.0%*	*$11,456*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	7	16.7%	$214	14.3%	20.7%	4	26.7%	11.1%	$67	23.9%	5.4%	2	10.5%	9.5%	$60	8.0%	4.2%
	Moderate	12	28.6%	$320	21.3%	18.5%	4	26.7%	20.7%	$25	8.9%	13.1%	6	31.6%	20.4%	$238	31.8%	15.4%
	Middle	12	28.6%	$579	38.6%	20.3%	2	13.3%	25.6%	$61	21.8%	20.9%	5	26.3%	26.1%	$192	25.6%	23.1%
	Upper	11	26.2%	$386	25.8%	40.6%	5	33.3%	38.6%	$127	45.4%	56.5%	6	31.6%	36.9%	$259	34.6%	49.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.9%	$0	0.0%	4.0%	0	0.0%	7.0%	$0	0.0%	7.7%
	Total	*42*	*100.0%*	*$1,499*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$280*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$749*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	93	14.1%	$4,752	8.5%	20.7%	47	20.0%	10.9%	$2,405	12.2%	5.4%	39	12.5%	7.7%	$1,994	7.6%	3.2%
	Moderate	196	29.7%	$13,402	23.9%	18.5%	67	28.5%	21.8%	$4,552	23.1%	15.4%	96	30.8%	19.4%	$6,463	24.5%	11.4%
	Middle	182	27.6%	$15,336	27.3%	20.3%	68	28.9%	21.6%	$6,261	31.7%	18.4%	76	24.4%	23.6%	$6,372	24.2%	18.0%
	Upper	183	27.8%	$22,157	39.5%	40.6%	51	21.7%	30.0%	$6,394	32.4%	37.6%	99	31.7%	32.5%	$11,342	43.0%	39.9%
	Unknown	5	0.8%	$504	0.9%	0.0%	2	0.9%	15.7%	$109	0.6%	23.2%	2	0.6%	16.8%	$200	0.8%	27.6%
	Total	*659*	*100.0%*	*$56,151*	*100.0%*	*100.0%*	*235*	*100.0%*	*100.0%*	*$19,721*	*100.0%*	*100.0%*	*312*	*100.0%*	*100.0%*	*$26,371*	*100.0%*	*100.0%*
						Total Businesses												
Small Business – Revenue	$1 Million or Less	32	52.5%	$743	10.4%	88.2%	15	51.7%	39.5%	$320	12.3%	35.6%	10	43.5%	43.4%	$157	5.2%	40.0%
	Over $1 Million	14	23.0%	$5,425	75.8%	9.8%	6	20.7%					6	26.1%				
	Total Rev. available	46	75.5%	$6,168	86.2%	98.0%	21	72.4%					16	69.6%				
	Rev. Not Known	15	24.6%	$989	13.8%	2.1%	8	27.6%					7	30.4%				
	Total	*61*	*100.0%*	*$7,157*	*100.0%*	*100.0%*	*29*	*100.0%*					*23*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	46	75.4%	$1,255	17.5%		22	75.9%	88.2%	$547	21.0%	29.1%	18	78.3%	86.7%	$546	18.0%	26.4%
	$100,001 - $250,000	7	11.5%	$1,056	14.8%		4	13.8%	6.9%	$558	21.5%	22.2%	2	8.7%	7.3%	$394	13.0%	21.5%
	$250,001 - $1 Million	8	13.1%	$4,846	67.7%		3	10.3%	4.9%	$1,496	57.5%	48.7%	3	13.0%	5.9%	$2,100	69.1%	52.1%
	Total	*61*	*100.0%*	*$7,157*	*100.0%*		*29*	*100.0%*	*100.0%*	*$2,601*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$3,040*	*100.0%*	*100.0%*
						Total Farms												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$20	100.0%	99.5%	0	0.0%	75.2%	$0	0.0%	74.5%	1	100.0%	69.2%	$20	100.0%	77.3%
	Over $1 Million	0	0.0%	$0	0.0%	0.5%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$20*	*100.0%*	*100.0%*	*0*	*0.0%*					*1*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$20	100.0%		0	0.0%	68.3%	$0	0.0%	24.6%	1	100.0%	68.6%	$20	100.0%	23.7%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	20.3%	$0	0.0%	33.4%	0	0.0%	22.8%	$0	0.0%	41.7%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	11.4%	$0	0.0%	42.0%	0	0.0%	8.6%	$0	0.0%	34.6%
	Total	*1*	*100.0%*	*$20*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$20*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: KY Eastern KY

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Owner Occupied Units	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	1	0.5%	$84	0.3%	1.9%	0	0.0%	2.2%	$0	0.0%	1.9%	1	1.5%	2.4%	$84	0.9%	2.0%
	Middle	46	25.1%	$5,811	23.0%	28.0%	22	26.2%	28.0%	$2,837	25.1%	26.3%	18	27.3%	32.7%	$2,188	23.3%	29.4%
	Upper	136	74.3%	$19,351	76.6%	70.1%	62	73.8%	69.7%	$8,461	74.9%	71.7%	47	71.2%	64.7%	$7,100	75.8%	68.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*183*	*100.0%*	*$25,246*	*100.0%*	*100.0%*	*84*	*100.0%*	*100.0%*	*$11,298*	*100.0%*	*100.0%*	*66*	*100.0%*	*100.0%*	*$9,372*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	4	2.1%	$344	1.5%	1.9%	2	3.1%	2.1%	$163	2.3%	1.6%	2	2.3%	1.7%	$181	1.7%	1.4%
	Middle	44	22.6%	$4,601	20.5%	28.0%	12	18.8%	23.1%	$1,281	18.2%	21.9%	24	27.3%	23.1%	$2,438	23.0%	19.9%
	Upper	147	75.4%	$17,466	77.9%	70.1%	50	78.1%	74.8%	$5,584	79.5%	76.5%	62	70.5%	75.1%	$7,966	75.3%	78.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*195*	*100.0%*	*$22,411*	*100.0%*	*100.0%*	*64*	*100.0%*	*100.0%*	*$7,028*	*100.0%*	*100.0%*	*88*	*100.0%*	*100.0%*	*$10,585*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	1.9%	0	0.0%	4.1%	$0	0.0%	3.9%	0	0.0%	1.9%	$0	0.0%	1.0%
	Middle	3	30.0%	$69	9.8%	28.0%	1	20.0%	21.9%	$3	0.8%	19.0%	2	50.0%	31.4%	$66	50.8%	33.0%
	Upper	7	70.0%	$633	90.2%	70.1%	4	80.0%	74.0%	$394	99.2%	77.1%	2	50.0%	66.7%	$64	49.2%	66.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*10*	*100.0%*	*$702*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$397*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$130*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	2.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	4.7%	0	0.0%	4.2%	$0	0.0%	1.4%	0	0.0%	5.9%	$0	0.0%	0.5%
	Middle	0	0.0%	$0	0.0%	34.5%	0	0.0%	54.2%	$0	0.0%	39.9%	0	0.0%	26.5%	$0	0.0%	50.7%
	Upper	0	0.0%	$0	0.0%	58.2%	0	0.0%	41.7%	$0	0.0%	58.7%	0	0.0%	67.6%	$0	0.0%	48.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	5	1.3%	$428	0.9%	1.9%	2	1.3%	2.2%	$163	0.9%	1.8%	3	1.9%	2.2%	$265	1.3%	1.7%
	Middle	93	24.0%	$10,481	21.7%	28.0%	35	22.9%	26.1%	$4,121	22.0%	24.9%	44	27.8%	29.2%	$4,692	23.4%	26.9%
	Upper	290	74.7%	$37,450	77.4%	70.1%	116	75.8%	71.6%	$14,439	77.1%	73.2%	111	70.3%	68.5%	$15,130	75.3%	71.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*388*	*100.0%*	*$48,359*	*100.0%*	*100.0%*	*153*	*100.0%*	*100.0%*	*$18,723*	*100.0%*	*100.0%*	*158*	*100.0%*	*100.0%*	*$20,087*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	2.9%	0	0.0%	3.2%	$0	0.0%	2.7%	0	0.0%	3.1%	$0	0.0%	3.0%
	Middle	24	26.7%	$3,314	38.5%	32.0%	9	25.0%	30.8%	$1,269	43.1%	34.5%	9	31.0%	32.1%	$1,893	42.8%	32.3%
	Upper	66	73.3%	$5,289	61.5%	64.9%	27	75.0%	63.6%	$1,678	56.9%	61.7%	20	69.0%	63.4%	$2,531	57.2%	63.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.3%	$0	0.0%	1.1%	0	0.0%	1.4%	$0	0.0%	0.8%
	Total	*90*	*100.0%*	*$8,603*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$2,947*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$4,424*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	1	20.0%	$25	18.8%	24.6%	1	50.0%	25.0%	$25	45.5%	27.5%	0	0.0%	28.0%	$0	0.0%	20.2%
	Upper	4	80.0%	$108	81.2%	75.1%	1	50.0%	75.0%	$30	54.5%	72.5%	2	100.0%	72.0%	$48	100.0%	79.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5*	*100.0%*	*$133*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$55*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$48*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: KY Eastern KY

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016: Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	3	1.6%	$202	0.8%	14.8%	1	1.2%	1.5%	$60	0.5%	0.8%	2	3.0%	2.0%	$142	1.5%	1.0%
	Moderate	33	18.0%	$3,210	12.7%	13.2%	12	14.3%	11.5%	$1,098	9.7%	7.6%	17	25.8%	14.6%	$1,684	18.0%	9.4%
	Middle	56	30.6%	$6,233	24.7%	17.2%	23	27.4%	23.3%	$2,614	23.1%	20.0%	17	25.8%	22.2%	$1,756	18.7%	18.5%
	Upper	89	48.6%	$15,211	60.3%	54.8%	47	56.0%	43.2%	$7,396	65.5%	52.6%	30	45.5%	40.6%	$5,790	61.8%	50.1%
	Unknown	2	1.1%	$390	1.5%	0.0%	1	1.2%	20.5%	$130	1.2%	19.1%	0	0.0%	20.6%	$0	0.0%	21.0%
	Total	*183*	*100.0%*	*$25,246*	*100.0%*	*100.0%*	*84*	*100.0%*	*100.0%*	*$11,298*	*100.0%*	*100.0%*	*66*	*100.0%*	*100.0%*	*$9,372*	*100.0%*	*100.0%*
REFINANCE	Low	12	6.2%	$888	4.0%	14.8%	6	9.4%	4.2%	$414	5.9%	2.5%	5	5.7%	3.2%	$450	4.3%	1.6%
	Moderate	24	12.3%	$1,893	8.4%	13.2%	5	7.8%	8.7%	$313	4.5%	6.0%	13	14.8%	8.7%	$1,074	10.1%	5.4%
	Middle	49	25.1%	$5,206	23.2%	17.2%	20	31.3%	18.7%	$2,192	31.2%	14.8%	23	26.1%	16.8%	$2,502	23.6%	13.2%
	Upper	105	53.8%	$13,538	60.4%	54.8%	31	48.4%	46.8%	$3,811	54.2%	52.8%	44	50.0%	47.1%	$5,971	56.4%	54.3%
	Unknown	5	2.6%	$886	4.0%	0.0%	2	3.1%	21.7%	$298	4.2%	23.9%	3	3.4%	24.3%	$588	5.6%	25.6%
	Total	*195*	*100.0%*	*$22,411*	*100.0%*	*100.0%*	*64*	*100.0%*	*100.0%*	*$7,028*	*100.0%*	*100.0%*	*88*	*100.0%*	*100.0%*	*$10,585*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	14.8%	0	0.0%	6.1%	$0	0.0%	3.1%	0	0.0%	3.9%	$0	0.0%	0.9%
	Moderate	4	40.0%	$191	27.2%	13.2%	1	20.0%	7.7%	$115	29.0%	6.0%	3	75.0%	12.1%	$76	58.5%	6.7%
	Middle	0	0.0%	$0	0.0%	17.2%	0	0.0%	21.9%	$0	0.0%	20.5%	0	0.0%	17.4%	$0	0.0%	8.9%
	Upper	6	60.0%	$511	72.8%	54.8%	4	80.0%	58.2%	$282	71.0%	64.5%	1	25.0%	62.3%	$54	41.5%	76.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	6.1%	$0	0.0%	5.9%	0	0.0%	4.3%	$0	0.0%	7.3%
	Total	*10*	*100.0%*	*$702*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$397*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$130*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	14.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	13.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	17.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	54.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	15	3.9%	$1,090	2.3%	14.8%	7	4.6%	2.7%	$474	2.5%	1.4%	7	4.4%	2.5%	$592	2.9%	1.1%
	Moderate	61	15.7%	$5,294	10.9%	13.2%	18	11.8%	10.3%	$1,526	8.2%	6.8%	33	20.9%	12.3%	$2,834	14.1%	7.6%
	Middle	105	27.1%	$11,439	23.7%	17.2%	43	28.1%	21.4%	$4,806	25.7%	17.7%	40	25.3%	19.9%	$4,258	21.2%	15.8%
	Upper	200	51.5%	$29,260	60.5%	54.8%	82	53.6%	44.9%	$11,489	61.4%	51.6%	75	47.5%	43.5%	$11,815	58.8%	50.1%
	Unknown	7	1.8%	$1,276	2.6%	0.0%	3	2.0%	20.7%	$428	2.3%	22.5%	3	1.9%	21.8%	$588	2.9%	25.4%
	Total	*388*	*100.0%*	*$48,359*	*100.0%*	*100.0%*	*153*	*100.0%*	*100.0%*	*$18,723*	*100.0%*	*100.0%*	*158*	*100.0%*	*100.0%*	*$20,087*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	57	63.3%	$3,055	35.5%	91.4%	20	55.6%	48.0%	$564	19.1%	46.3%	17	58.6%	47.8%	$2,064	46.7%	51.1%
	Over $1 Million	15	16.7%	$3,882	45.1%	6.4%	9	25.0%					4	13.8%				
	Total Rev. available	72	80.0%	$6,937	80.6%	97.8%	29	80.6%					21	72.4%				
	Rev. Not Known	18	20.0%	$1,666	19.4%	2.2%	7	19.4%					8	27.6%				
	Total	*90*	*100.0%*	*$8,603*	*100.0%*	*100.0%*	*36*	*100.0%*					*29*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	74	82.2%	$2,481	28.8%		31	86.1%	94.9%	$907	30.8%	41.1%	20	69.0%	94.8%	$912	20.6%	45.3%
	$100,001 - $250,000	5	5.6%	$925	10.8%		2	5.6%	2.2%	$440	14.9%	11.9%	3	10.3%	2.7%	$485	11.0%	14.8%
	$250,001 - $1 Million	11	12.2%	$5,197	60.4%		3	8.3%	2.9%	$1,600	54.3%	46.9%	6	20.7%	2.5%	$3,027	68.4%	39.9%
	Total	*90*	*100.0%*	*$8,603*	*100.0%*		*36*	*100.0%*	*100.0%*	*$2,947*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$4,424*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	3	60.0%	$73	54.9%	99.1%	1	50.0%	66.5%	$25	45.5%	81.7%	1	50.0%	57.1%	$18	37.5%	77.9%
	Over $1 Million	0	0.0%	$0	0.0%	0.9%	0	0.0%					0	0.0%				
	Not Known	2	40.0%	$60	45.1%	0.0%	1	50.0%					1	50.0%				
	Total	*5*	*100.0%*	*$133*	*100.0%*	*100.0%*	*2*	*100.0%*					*2*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	5	100.0%	$133	100.0%		2	100.0%	91.5%	$55	100.0%	51.7%	2	100.0%	93.7%	$48	100.0%	56.3%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	6.4%	$0	0.0%	30.4%	0	0.0%	4.8%	$0	0.0%	24.3%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	2.1%	$0	0.0%	17.8%	0	0.0%	1.6%	$0	0.0%	19.4%
	Total	*5*	*100.0%*	*$133*	*100.0%*		*2*	*100.0%*	*100.0%*	*$55*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$48*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: KY Western KY

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	4	4.3%	$272	2.6%	8.2%	2	4.5%	8.5%	$136	3.1%	6.6%	2	5.9%	9.1%	$136	3.5%	5.9%
	Middle	47	50.0%	$5,354	51.7%	55.0%	22	50.0%	45.0%	$2,401	54.0%	42.3%	14	41.2%	47.3%	$1,577	40.8%	47.4%
	Upper	43	45.7%	$4,722	45.6%	36.8%	20	45.5%	46.5%	$1,911	43.0%	51.1%	18	52.9%	43.6%	$2,148	55.6%	46.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*94*	*100.0%*	*$10,348*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$4,448*	*100.0%*	*100.0%*	*34*	*100.0%*	*100.0%*	*$3,861*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	10	8.2%	$559	4.9%	8.2%	4	10.8%	10.7%	$280	9.3%	6.2%	5	7.9%	7.1%	$248	4.0%	3.2%
	Middle	61	50.0%	$5,340	46.7%	55.0%	18	48.6%	46.2%	$1,196	39.5%	45.1%	32	50.8%	41.1%	$3,111	50.7%	41.4%
	Upper	51	41.8%	$5,543	48.4%	36.8%	15	40.5%	43.1%	$1,550	51.2%	48.7%	26	41.3%	51.5%	$2,775	45.2%	54.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.4%	$0	0.0%	0.4%
	Total	*122*	*100.0%*	*$11,442*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,026*	*100.0%*	*100.0%*	*63*	*100.0%*	*100.0%*	*$6,134*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	2	7.1%	$98	5.7%	8.2%	1	11.1%	8.0%	$31	7.4%	4.9%	1	7.1%	16.8%	$67	5.8%	12.8%
	Middle	14	50.0%	$921	53.8%	55.0%	4	44.4%	42.3%	$170	40.8%	44.9%	7	50.0%	47.7%	$734	63.7%	55.3%
	Upper	12	42.9%	$693	40.5%	36.8%	4	44.4%	49.6%	$216	51.8%	50.2%	6	42.9%	35.5%	$351	30.5%	31.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*28*	*100.0%*	*$1,712*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$417*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,152*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units													
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	29.3%	0	0.0%	25.0%	$0	0.0%	21.4%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	43.9%	0	0.0%	50.0%	$0	0.0%	72.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	26.8%	0	0.0%	25.0%	$0	0.0%	6.6%	0	0.0%	100.0%	$0	0.0%	100.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	16	6.6%	$929	4.0%	8.2%	7	7.8%	9.2%	$447	5.7%	6.6%	8	7.2%	9.0%	$451	4.0%	5.1%
	Middle	122	50.0%	$11,615	49.4%	55.0%	44	48.9%	45.1%	$3,767	47.7%	43.7%	53	47.7%	45.0%	$5,422	48.6%	45.4%
	Upper	106	43.4%	$10,958	46.6%	36.8%	39	43.3%	45.7%	$3,677	46.6%	49.7%	50	45.0%	45.8%	$5,274	47.3%	49.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.2%
	Total	*244*	*100.0%*	*$23,502*	*100.0%*	*100.0%*	*90*	*100.0%*	*100.0%*	*$7,891*	*100.0%*	*100.0%*	*111*	*100.0%*	*100.0%*	*$11,147*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses													
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	5	13.2%	$45	3.9%	16.4%	3	13.6%	15.7%	$26	2.7%	8.3%	2	18.2%	16.3%	$19	14.4%	9.0%
	Middle	14	36.8%	$232	20.0%	50.3%	9	40.9%	44.3%	$175	18.2%	55.8%	4	36.4%	44.2%	$47	35.6%	51.6%
	Upper	19	50.0%	$881	76.1%	33.3%	10	45.5%	36.6%	$759	79.1%	35.2%	5	45.5%	37.5%	$66	50.0%	38.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.3%	$0	0.0%	0.7%	0	0.0%	1.9%	$0	0.0%	1.0%
	Total	*38*	*100.0%*	*$1,158*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$960*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$132*	*100.0%*	*100.0%*
SMALL FARM						Small Farms													
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	2.5%	0	0.0%	2.3%	$0	0.0%	2.2%	0	0.0%	4.8%	$0	0.0%	0.8%
	Middle	15	40.5%	$1,661	23.2%	50.0%	4	28.6%	40.5%	$691	24.6%	25.6%	7	46.7%	45.6%	$650	22.6%	30.5%
	Upper	22	59.5%	$5,505	76.8%	47.5%	10	71.4%	57.3%	$2,118	75.4%	72.3%	8	53.3%	49.7%	$2,221	77.4%	68.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*37*	*100.0%*	*$7,166*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$2,809*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$2,871*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: KY Western KY

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	1	1.1%	$116	1.1%	17.3%	0	0.0%	1.9%	$0	0.0%	0.8%	1	2.9%	2.0%	$116	3.0%	1.4%
	Moderate	19	20.2%	$1,423	13.8%	15.3%	7	15.9%	13.4%	$518	11.6%	8.8%	8	23.5%	15.3%	$646	16.7%	10.5%
	Middle	29	30.9%	$3,262	31.5%	20.7%	15	34.1%	24.5%	$1,452	32.6%	21.7%	10	29.4%	24.9%	$1,313	34.0%	20.7%
	Upper	42	44.7%	$5,269	50.9%	46.8%	20	45.5%	40.4%	$2,289	51.5%	49.1%	14	41.2%	39.2%	$1,697	44.0%	49.5%
	Unknown	3	3.2%	$278	2.7%	0.0%	2	4.5%	19.8%	$189	4.2%	19.6%	1	2.9%	18.6%	$89	2.3%	17.9%
	Total	*94*	*100.0%*	*$10,348*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$4,448*	*100.0%*	*100.0%*	*34*	*100.0%*	*100.0%*	*$3,861*	*100.0%*	*100.0%*
REFINANCE	Low	5	4.1%	$203	1.8%	17.3%	2	5.4%	3.1%	$76	2.5%	1.2%	1	1.6%	3.5%	$53	0.9%	2.0%
	Moderate	19	15.6%	$1,252	10.9%	15.3%	5	13.5%	11.7%	$338	11.2%	7.3%	11	17.5%	9.1%	$728	11.9%	4.9%
	Middle	26	21.3%	$1,778	15.5%	20.7%	7	18.9%	22.2%	$394	13.0%	16.4%	15	23.8%	20.3%	$1,110	18.1%	15.3%
	Upper	69	56.6%	$7,883	68.9%	46.8%	22	59.5%	50.5%	$2,164	71.5%	62.6%	34	54.0%	50.6%	$3,971	64.7%	59.4%
	Unknown	3	2.5%	$326	2.8%	0.0%	1	2.7%	12.5%	$54	1.8%	12.6%	2	3.2%	16.4%	$272	4.4%	18.4%
	Total	*122*	*100.0%*	*$11,442*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,026*	*100.0%*	*100.0%*	*63*	*100.0%*	*100.0%*	*$6,134*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	3.6%	$4	0.2%	17.3%	0	0.0%	5.8%	$0	0.0%	4.3%	1	7.1%	11.2%	$4	0.3%	2.3%
	Moderate	4	14.3%	$220	12.9%	15.3%	2	22.2%	10.2%	$97	23.3%	7.3%	0	0.0%	11.2%	$0	0.0%	6.7%
	Middle	8	28.6%	$291	17.0%	20.7%	2	22.2%	27.0%	$76	18.2%	14.6%	4	28.6%	20.6%	$205	17.8%	20.3%
	Upper	15	53.6%	$1,197	69.9%	46.8%	5	55.6%	53.3%	$244	58.5%	66.2%	9	64.3%	52.3%	$943	81.9%	67.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.6%	$0	0.0%	7.7%	0	0.0%	4.7%	$0	0.0%	3.6%
	Total	*28*	*100.0%*	*$1,712*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$417*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,152*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	17.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	15.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	46.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	7	2.9%	$323	1.4%	17.3%	2	2.2%	2.7%	$76	1.0%	1.1%	3	2.7%	3.3%	$173	1.6%	1.6%
	Moderate	42	17.2%	$2,895	12.3%	15.3%	14	15.6%	12.5%	$953	12.1%	8.1%	19	17.1%	12.7%	$1,374	12.3%	8.3%
	Middle	63	25.8%	$5,331	22.7%	20.7%	24	26.7%	24.0%	$1,922	24.4%	19.4%	29	26.1%	22.9%	$2,628	23.6%	18.7%
	Upper	126	51.6%	$14,349	61.1%	46.8%	47	52.2%	45.0%	$4,697	59.5%	53.7%	57	51.4%	44.4%	$6,611	59.3%	53.7%
	Unknown	6	2.5%	$604	2.6%	0.0%	3	3.3%	15.9%	$243	3.1%	17.8%	3	2.7%	16.8%	$361	3.2%	17.8%
	Total	*244*	*100.0%*	*$23,502*	*100.0%*	*100.0%*	*90*	*100.0%*	*100.0%*	*$7,891*	*100.0%*	*100.0%*	*111*	*100.0%*	*100.0%*	*$11,147*	*100.0%*	*100.0%*
						Total Businesses												
Small Business Revenue	$1 Million or Less	33	86.8%	$448	38.7%	89.9%	20	90.9%	43.0%	$295	30.7%	42.7%	9	81.8%	43.2%	$97	73.5%	50.7%
	Over $1 Million	1	2.6%	$650	56.1%	7.9%	1	4.5%					0	0.0%				
	Total Rev. available	34	89.4%	$1,098	94.8%	97.8%	21	95.4%					9	81.8%				
	Rev. Not Known	4	10.5%	$60	5.2%	2.2%	1	4.5%					2	18.2%				
	Total	*38*	*100.0%*	*$1,158*	*100.0%*	*100.0%*	*22*	*100.0%*					*11*	*100.0%*				
Small Business Loan Size	$100,000 or Less	37	97.4%	$508	43.9%		21	95.5%	93.6%	$310	32.3%	29.6%	11	100.0%	94.1%	$132	100.0%	35.4%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	2.7%	$0	0.0%	12.8%	0	0.0%	2.8%	$0	0.0%	15.0%
	$250,001 - $1 Million	1	2.6%	$650	56.1%		1	4.5%	3.7%	$650	67.7%	57.7%	0	0.0%	3.1%	$0	0.0%	49.7%
	Total	*38*	*100.0%*	*$1,158*	*100.0%*		*22*	*100.0%*	*100.0%*	*$960*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$132*	*100.0%*	*100.0%*
						Total Farms												
Small Farm Revenue	$1 Million or Less	24	64.9%	$4,031	56.3%	98.8%	8	57.1%	62.6%	$1,084	38.6%	47.8%	10	66.7%	44.9%	$1,836	63.9%	57.7%
	Over $1 Million	7	18.9%	$2,025	28.3%	1.2%	3	21.4%					4	26.7%				
	Not Known	6	16.2%	$1,110	15.5%	0.0%	3	21.4%					1	6.7%				
	Total	*37*	*100.0%*	*$7,166*	*100.0%*	*100.0%*	*14*	*100.0%*					*15*	*100.0%*				
Small Farm Loan Size	$100,000 or Less	9	24.3%	$458	6.4%		4	28.6%	71.0%	$307	10.9%	23.1%	3	20.0%	73.5%	$91	3.2%	21.0%
	$100,001 - $250,000	22	59.5%	$3,974	55.5%		7	50.0%	20.6%	$1,268	45.1%	39.0%	10	66.7%	19.0%	$1,780	62.0%	41.5%
	$250,001 - $500,000	6	16.2%	$2,734	38.2%		3	21.4%	8.4%	$1,234	43.9%	37.8%	2	13.3%	7.5%	$1,000	34.8%	37.5%
	Total	*37*	*100.0%*	*$7,166*	*100.0%*		*14*	*100.0%*	*100.0%*	*$2,809*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$2,871*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: KY Owensboro

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison													
		Bank				Owner Occupied Units	2014						2015							
		Count		Dollar			Count			Dollar			Count			Dollar				
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg		
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %		
HOME PURCHASE	Low	1	1.1%	$66	0.6%	2.6%	1	2.9%	1.9%	$66	1.6%	1.1%	0	0.0%	2.0%	$0	0.0%	1.2%		
	Moderate	6	6.9%	$648	5.5%	8.2%	2	5.9%	10.7%	$254	6.0%	8.0%	3	7.9%	9.5%	$294	5.5%	7.0%		
	Middle	57	65.5%	$7,152	61.1%	65.3%	21	61.8%	60.7%	$2,165	51.1%	57.1%	24	63.2%	63.6%	$3,375	63.5%	58.1%		
	Upper	23	26.4%	$3,841	32.8%	23.9%	10	29.4%	26.7%	$1,750	41.3%	33.7%	11	28.9%	25.0%	$1,646	31.0%	33.7%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*87*	*100.0%*	*$11,707*	*100.0%*	*100.0%*	*34*	*100.0%*	*100.0%*	*$4,235*	*100.0%*	*100.0%*	*38*	*100.0%*	*100.0%*	*$5,315*	*100.0%*	*100.0%*		
REFINANCE	Low	5	5.7%	$326	4.4%	2.6%	2	7.1%	2.9%	$68	2.8%	1.9%	3	6.7%	2.4%	$258	7.1%	2.0%		
	Moderate	10	11.5%	$509	6.9%	8.2%	3	10.7%	8.6%	$174	7.2%	6.1%	4	8.9%	8.2%	$195	5.4%	5.6%		
	Middle	49	56.3%	$3,846	52.1%	65.3%	17	60.7%	64.5%	$1,459	60.6%	63.6%	25	55.6%	61.0%	$1,746	48.4%	55.7%		
	Upper	23	26.4%	$2,704	36.6%	23.9%	6	21.4%	24.0%	$707	29.4%	28.4%	13	28.9%	28.5%	$1,412	39.1%	36.7%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*87*	*100.0%*	*$7,385*	*100.0%*	*100.0%*	*28*	*100.0%*	*100.0%*	*$2,408*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$3,611*	*100.0%*	*100.0%*		
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	2.6%	0	0.0%	2.0%	$0	0.0%	0.7%	0	0.0%	4.4%	$0	0.0%	4.1%		
	Moderate	0	0.0%	$0	0.0%	8.2%	0	0.0%	4.6%	$0	0.0%	1.0%	0	0.0%	8.2%	$0	0.0%	9.0%		
	Middle	2	100.0%	$70	100.0%	65.3%	1	100.0%	71.9%	$60	100.0%	87.8%	1	100.0%	59.1%	$10	100.0%	46.8%		
	Upper	0	0.0%	$0	0.0%	23.9%	0	0.0%	21.6%	$0	0.0%	10.5%	0	0.0%	28.3%	$0	0.0%	40.1%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*2*	*100.0%*	*$70*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$60*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*		
MULTI FAMILY						Multi-Family Units														
	Low	0	0.0%	$0	0.0%	11.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	13.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	40.0%	$0	0.0%	11.3%		
	Middle	0	0.0%	$0	0.0%	60.9%	0	0.0%	87.5%	$0	0.0%	14.5%	0	0.0%	50.0%	$0	0.0%	80.3%		
	Upper	0	0.0%	$0	0.0%	14.5%	0	0.0%	12.5%	$0	0.0%	85.5%	0	0.0%	10.0%	$0	0.0%	8.4%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*		
HMDA TOTALS	Low	6	3.4%	$392	2.0%	2.6%	3	4.8%	2.2%	$134	2.0%	1.2%	3	3.6%	2.2%	$258	2.9%	1.5%		
	Moderate	16	9.1%	$1,157	6.0%	8.2%	5	7.9%	9.6%	$428	6.4%	6.6%	7	8.3%	9.1%	$489	5.5%	6.8%		
	Middle	108	61.4%	$11,068	57.8%	65.3%	39	61.9%	62.6%	$3,684	55.0%	56.7%	50	59.5%	62.5%	$5,131	57.4%	57.9%		
	Upper	46	26.1%	$6,545	34.2%	23.9%	16	25.4%	25.5%	$2,457	36.7%	35.4%	24	28.6%	26.2%	$3,058	34.2%	33.9%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*176*	*100.0%*	*$19,162*	*100.0%*	*100.0%*	*63*	*100.0%*	*100.0%*	*$6,703*	*100.0%*	*100.0%*	*84*	*100.0%*	*100.0%*	*$8,936*	*100.0%*	*100.0%*		
SMALL BUSINESSES						Small Businesses														
	Low	1	1.7%	$16	0.2%	9.7%	0	0.0%	8.0%	$0	0.0%	6.7%	1	3.8%	9.7%	$16	0.4%	12.8%		
	Moderate	10	16.9%	$1,472	18.8%	10.7%	4	16.0%	11.1%	$661	21.0%	15.2%	3	11.5%	10.7%	$411	11.3%	11.1%		
	Middle	30	50.8%	$4,406	56.4%	54.7%	12	48.0%	57.7%	$2,192	69.7%	55.5%	16	61.5%	58.9%	$2,161	59.3%	55.0%		
	Upper	18	30.5%	$1,918	24.6%	25.0%	9	36.0%	22.5%	$294	9.3%	22.4%	6	23.1%	19.7%	$1,057	29.0%	20.9%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	0.2%	0	0.0%	1.0%	$0	0.0%	0.2%		
	Total	*59*	*100.0%*	*$7,812*	*100.0%*	*100.0%*	*25*	*100.0%*	*100.0%*	*$3,147*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$3,645*	*100.0%*	*100.0%*		
SMALL FARM						Small Farms														
	Low	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.9%	$0	0.0%	0.5%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.9%	$0	0.0%	2.2%		
	Middle	0	0.0%	$0	0.0%	74.1%	0	0.0%	85.0%	$0	0.0%	87.0%	0	0.0%	85.9%	$0	0.0%	86.8%		
	Upper	0	0.0%	$0	0.0%	25.0%	0	0.0%	14.1%	$0	0.0%	12.4%	0	0.0%	12.7%	$0	0.0%	10.8%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.5%	$0	0.0%	0.2%		
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*		

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: KY Owensboro

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Families by Family Income	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	8	9.2%	$672	5.7%	20.3%	3	8.8%	9.8%	$247	5.8%	5.6%	4	10.5%	8.8%	$325	6.1%	5.2%
	Moderate	23	26.4%	$2,184	18.7%	16.1%	6	17.6%	22.7%	$507	12.0%	17.4%	13	34.2%	20.1%	$1,170	22.0%	14.8%
	Middle	26	29.9%	$3,596	30.7%	24.0%	12	35.3%	20.4%	$1,447	34.2%	19.5%	10	26.3%	21.3%	$1,551	29.2%	19.7%
	Upper	28	32.2%	$4,960	42.4%	39.5%	12	35.3%	27.1%	$1,967	46.4%	37.9%	10	26.3%	29.2%	$2,041	38.4%	41.1%
	Unknown	2	2.3%	$295	2.5%	0.0%	1	2.9%	20.0%	$67	1.6%	19.6%	1	2.6%	20.6%	$228	4.3%	19.2%
	Total	*87*	*100.0%*	*$11,707*	*100.0%*	*100.0%*	*34*	*100.0%*	*100.0%*	*$4,235*	*100.0%*	*100.0%*	*38*	*100.0%*	*100.0%*	*$5,315*	*100.0%*	*100.0%*
REFINANCE	Low	14	16.1%	$762	10.3%	20.3%	6	21.4%	10.3%	$282	11.7%	5.7%	7	15.6%	6.6%	$424	11.7%	3.3%
	Moderate	18	20.7%	$1,119	15.2%	16.1%	7	25.0%	18.7%	$431	17.9%	12.5%	9	20.0%	15.5%	$575	15.9%	10.8%
	Middle	25	28.7%	$2,117	28.7%	24.0%	8	28.6%	21.6%	$787	32.7%	18.2%	12	26.7%	19.1%	$841	23.3%	15.6%
	Upper	30	34.5%	$3,387	45.9%	39.5%	7	25.0%	29.2%	$908	37.7%	39.6%	17	37.8%	37.2%	$1,771	49.0%	45.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	20.2%	$0	0.0%	24.0%	0	0.0%	21.5%	$0	0.0%	24.6%
	Total	*87*	*100.0%*	*$7,385*	*100.0%*	*100.0%*	*28*	*100.0%*	*100.0%*	*$2,408*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$3,611*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	20.3%	0	0.0%	12.4%	$0	0.0%	3.4%	0	0.0%	8.8%	$0	0.0%	5.8%
	Moderate	1	50.0%	$10	14.3%	16.1%	0	0.0%	24.2%	$0	0.0%	33.3%	1	100.0%	15.7%	$10	100.0%	10.4%
	Middle	0	0.0%	$0	0.0%	24.0%	0	0.0%	28.8%	$0	0.0%	44.9%	0	0.0%	24.5%	$0	0.0%	19.2%
	Upper	1	50.0%	$60	85.7%	39.5%	1	100.0%	30.1%	$60	100.0%	16.5%	0	0.0%	42.1%	$0	0.0%	50.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.6%	$0	0.0%	1.9%	0	0.0%	8.8%	$0	0.0%	14.0%
	Total	*2*	*100.0%*	*$70*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$60*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$10*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	24.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	22	12.5%	$1,434	7.5%	20.3%	9	14.3%	10.1%	$529	7.9%	5.1%	11	13.1%	8.1%	$749	8.4%	4.5%
	Moderate	42	23.9%	$3,313	17.3%	16.1%	13	20.6%	21.5%	$938	14.0%	15.4%	23	27.4%	18.3%	$1,755	19.6%	13.0%
	Middle	51	29.0%	$5,713	29.8%	24.0%	20	31.7%	21.2%	$2,234	33.3%	18.7%	22	26.2%	20.7%	$2,392	26.8%	17.8%
	Upper	59	33.5%	$8,407	43.9%	39.5%	20	31.7%	27.8%	$2,935	43.8%	34.4%	27	32.1%	32.4%	$3,812	42.7%	41.3%
	Unknown	2	1.1%	$295	1.5%	0.0%	1	1.6%	19.4%	$67	1.0%	26.3%	1	1.2%	20.5%	$228	2.6%	23.4%
	Total	*176*	*100.0%*	*$19,162*	*100.0%*	*100.0%*	*63*	*100.0%*	*100.0%*	*$6,703*	*100.0%*	*100.0%*	*84*	*100.0%*	*100.0%*	*$8,936*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	30	50.8%	$1,405	18.0%	88.6%	11	44.0%	45.3%	$184	5.8%	38.6%	15	57.7%	46.8%	$1,145	31.4%	42.6%
	Over $1 Million	18	30.5%	$5,419	69.4%	10.4%	7	28.0%					8	30.8%				
	Total Rev. available	48	81.3%	$6,824	87.4%	99.0%	18	72.0%					23	88.5%				
	Rev. Not Known	11	18.6%	$988	12.6%	1.0%	7	28.0%					3	11.5%				
	Total	*59*	*100.0%*	*$7,812*	*100.0%*	*100.0%*	*25*	*100.0%*					*26*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	42	71.2%	$1,315	16.8%		18	72.0%	87.0%	$542	17.2%	24.9%	18	69.2%	87.2%	$597	16.4%	28.0%
	$100,001 - $250,000	7	11.9%	$1,601	20.5%		2	8.0%	6.1%	$450	14.3%	17.9%	5	19.2%	6.7%	$1,151	31.6%	20.0%
	$250,001 - $1 Million	10	16.9%	$4,896	62.7%		5	20.0%	6.9%	$2,155	68.5%	57.2%	3	11.5%	6.1%	$1,897	52.0%	52.0%
	Total	*59*	*100.0%*	*$7,812*	*100.0%*		*25*	*100.0%*	*100.0%*	*$3,147*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$3,645*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	99.1%	0	0.0%	66.5%	$0	0.0%	62.0%	0	0.0%	66.2%	$0	0.0%	64.9%
	Over $1 Million	0	0.0%	$0	0.0%	0.9%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	70.5%	$0	0.0%	24.8%	0	0.0%	65.7%	$0	0.0%	24.1%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	18.5%	$0	0.0%	31.9%	0	0.0%	19.2%	$0	0.0%	27.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	11.0%	$0	0.0%	43.4%	0	0.0%	15.0%	$0	0.0%	48.3%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses w ith revenue over $1 million or revenue unknow n, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Battle Creek

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	4.9%	0	0.0%	0.8%	$0	0.0%	0.4%	0	0.0%	1.4%	$0	0.0%	0.9%
	Moderate	42	21.0%	$3,019	14.6%	22.4%	8	15.4%	16.9%	$539	9.2%	9.7%	15	17.4%	17.6%	$1,017	11.2%	10.7%
	Middle	42	21.0%	$4,368	21.2%	38.9%	16	30.8%	34.4%	$1,750	30.0%	34.7%	19	22.1%	33.8%	$2,049	22.5%	34.1%
	Upper	116	58.0%	$13,243	64.2%	33.7%	28	53.8%	47.8%	$3,542	60.7%	55.2%	52	60.5%	47.2%	$6,022	66.3%	54.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*200*	*100.0%*	*$20,630*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$5,831*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$9,088*	*100.0%*	*100.0%*
REFINANCE	Low	2	2.6%	$86	1.1%	4.9%	1	3.3%	3.1%	$36	1.2%	1.4%	0	0.0%	1.4%	$0	0.0%	3.0%
	Moderate	12	15.6%	$646	8.5%	22.4%	4	13.3%	15.5%	$208	6.8%	10.3%	5	17.2%	14.6%	$284	9.0%	9.2%
	Middle	32	41.6%	$3,003	39.5%	38.9%	17	56.7%	41.2%	$1,530	50.2%	39.5%	10	34.5%	41.7%	$1,154	36.7%	40.4%
	Upper	31	40.3%	$3,861	50.8%	33.7%	8	26.7%	40.2%	$1,273	41.8%	48.8%	14	48.3%	42.3%	$1,707	54.3%	47.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*77*	*100.0%*	*$7,596*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$3,047*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$3,145*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	4.9%	0	0.0%	2.9%	$0	0.0%	1.6%	0	0.0%	1.7%	$0	0.0%	0.4%
	Moderate	4	23.5%	$132	13.3%	22.4%	1	16.7%	21.6%	$25	13.7%	14.8%	1	14.3%	20.7%	$35	7.3%	10.5%
	Middle	5	29.4%	$199	20.0%	38.9%	2	33.3%	37.1%	$60	32.8%	29.5%	3	42.9%	36.4%	$139	29.0%	35.2%
	Upper	8	47.1%	$664	66.7%	33.7%	3	50.0%	38.5%	$98	53.6%	54.1%	3	42.9%	41.2%	$306	63.8%	54.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*17*	*100.0%*	*$995*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$183*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$480*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	9.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	30.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	20.0%	$0	0.0%	2.2%
	Middle	0	0.0%	$0	0.0%	42.9%	0	0.0%	83.3%	$0	0.0%	99.4%	0	0.0%	60.0%	$0	0.0%	96.0%
	Upper	0	0.0%	$0	0.0%	16.9%	0	0.0%	16.7%	$0	0.0%	0.6%	0	0.0%	20.0%	$0	0.0%	1.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	2	0.7%	$86	0.3%	4.9%	1	1.1%	1.9%	$36	0.4%	0.8%	0	0.0%	1.4%	$0	0.0%	1.7%
	Moderate	58	19.7%	$3,797	13.0%	22.4%	13	14.8%	16.8%	$772	8.5%	9.8%	21	17.2%	16.7%	$1,336	10.5%	9.6%
	Middle	79	26.9%	$7,570	25.9%	38.9%	35	39.8%	37.5%	$3,340	36.9%	38.3%	32	26.2%	37.3%	$3,342	26.3%	40.0%
	Upper	155	52.7%	$17,768	60.8%	33.7%	39	44.3%	43.8%	$4,913	54.2%	51.1%	69	56.6%	44.6%	$8,035	63.2%	48.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*294*	*100.0%*	*$29,221*	*100.0%*	*100.0%*	*88*	*100.0%*	*100.0%*	*$9,061*	*100.0%*	*100.0%*	*122*	*100.0%*	*100.0%*	*$12,713*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	22	18.5%	$4,997	22.0%	8.0%	11	20.8%	9.9%	$2,364	22.2%	13.8%	6	15.0%	9.6%	$2,051	25.6%	14.5%
	Moderate	49	41.2%	$9,162	40.4%	20.9%	24	45.3%	26.5%	$4,586	43.0%	34.5%	17	42.5%	26.9%	$2,747	34.3%	30.3%
	Middle	21	17.6%	$4,431	19.5%	39.3%	7	13.2%	31.3%	$1,415	13.3%	28.3%	9	22.5%	33.7%	$2,342	29.2%	34.2%
	Upper	27	22.7%	$4,110	18.1%	31.7%	11	20.8%	30.9%	$2,299	21.6%	23.1%	8	20.0%	28.4%	$874	10.9%	20.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.5%	$0	0.0%	0.3%	0	0.0%	1.3%	$0	0.0%	0.2%
	Total	*119*	*100.0%*	*$22,700*	*100.0%*	*100.0%*	*53*	*100.0%*	*100.0%*	*$10,664*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$8,014*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	9.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	62.1%	0	0.0%	75.9%	$0	0.0%	72.9%	0	0.0%	60.7%	$0	0.0%	76.2%
	Upper	0	0.0%	$0	0.0%	27.7%	0	0.0%	24.1%	$0	0.0%	27.1%	0	0.0%	39.3%	$0	0.0%	23.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Battle Creek

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016: Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	34	17.0%	$2,568	12.4%	21.0%	8	15.4%	6.8%	$535	9.2%	3.5%	14	16.3%	7.1%	$1,216	13.4%	3.9%
	Moderate	76	38.0%	$6,421	31.1%	18.1%	16	30.8%	20.9%	$1,265	21.7%	14.6%	30	34.9%	21.8%	$2,470	27.2%	15.2%
	Middle	49	24.5%	$5,598	27.1%	20.5%	11	21.2%	24.3%	$1,432	24.6%	22.4%	25	29.1%	24.5%	$2,783	30.6%	22.9%
	Upper	39	19.5%	$5,725	27.8%	40.4%	16	30.8%	34.3%	$2,449	42.0%	46.6%	17	19.8%	32.8%	$2,619	28.8%	45.6%
	Unknown	2	1.0%	$318	1.5%	0.0%	1	1.9%	13.7%	$150	2.6%	13.0%	0	0.0%	13.8%	$0	0.0%	12.4%
	Total	*200*	*100.0%*	*$20,630*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$5,831*	*100.0%*	*100.0%*	*86*	*100.0%*	*100.0%*	*$9,088*	*100.0%*	*100.0%*
REFINANCE	Low	8	10.4%	$465	6.1%	21.0%	0	0.0%	7.0%	$0	0.0%	3.6%	4	13.8%	6.6%	$297	9.4%	3.8%
	Moderate	18	23.4%	$1,233	16.2%	18.1%	9	30.0%	16.0%	$676	22.2%	10.9%	7	24.1%	14.6%	$473	15.0%	9.3%
	Middle	22	28.6%	$2,136	28.1%	20.5%	9	30.0%	19.5%	$848	27.8%	16.4%	7	24.1%	20.8%	$745	23.7%	16.8%
	Upper	27	35.1%	$3,558	46.8%	40.4%	11	36.7%	40.7%	$1,360	44.6%	49.6%	10	34.5%	40.7%	$1,589	50.5%	49.3%
	Unknown	2	2.6%	$204	2.7%	0.0%	1	3.3%	16.8%	$163	5.3%	19.5%	1	3.4%	17.4%	$41	1.3%	20.8%
	Total	*77*	*100.0%*	*$7,596*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$3,047*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$3,145*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	2	11.8%	$45	4.5%	21.0%	1	16.7%	11.2%	$25	13.7%	6.2%	0	0.0%	8.5%	$0	0.0%	3.6%
	Moderate	1	5.9%	$90	9.0%	18.1%	0	0.0%	16.9%	$0	0.0%	11.8%	1	14.3%	17.7%	$90	18.8%	11.0%
	Middle	8	47.1%	$464	46.6%	20.5%	2	33.3%	30.2%	$57	31.1%	31.4%	4	57.1%	23.8%	$240	50.0%	19.4%
	Upper	6	35.3%	$396	39.8%	40.4%	3	50.0%	38.5%	$101	55.2%	43.8%	2	28.6%	46.9%	$150	31.3%	58.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.2%	$0	0.0%	6.8%	0	0.0%	3.1%	$0	0.0%	7.1%
	Total	*17*	*100.0%*	*$995*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$183*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$480*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	44	15.0%	$3,078	10.5%	21.0%	9	10.2%	7.3%	$560	6.2%	3.5%	18	14.8%	7.0%	$1,513	11.9%	3.7%
	Moderate	95	32.3%	$7,744	26.5%	18.1%	25	28.4%	18.5%	$1,941	21.4%	12.7%	38	31.1%	18.4%	$3,033	23.9%	11.9%
	Middle	79	26.9%	$8,198	28.1%	20.5%	22	25.0%	22.9%	$2,337	25.8%	19.7%	36	29.5%	22.9%	$3,768	29.6%	19.1%
	Upper	72	24.5%	$9,679	33.1%	40.4%	30	34.1%	37.2%	$3,910	43.2%	46.2%	29	23.8%	37.3%	$4,358	34.3%	45.1%
	Unknown	4	1.4%	$522	1.8%	0.0%	2	2.3%	14.1%	$313	3.5%	17.9%	1	0.8%	14.4%	$41	0.3%	20.2%
	Total	*294*	*100.0%*	*$29,221*	*100.0%*	*100.0%*	*88*	*100.0%*	*100.0%*	*$9,061*	*100.0%*	*100.0%*	*122*	*100.0%*	*100.0%*	*$12,713*	*100.0%*	*100.0%*
						Total Businesses												
Small Business – Revenue	$1 Million or Less	27	22.7%	$2,167	9.5%	88.6%	15	28.3%	33.5%	$1,638	15.4%	27.5%	6	15.0%	38.0%	$362	4.5%	26.8%
	Over $1 Million	58	48.7%	$16,470	72.6%	10.1%	23	43.4%					24	60.0%				
	Total Rev. available	85	71.4%	$18,637	82.1%	98.7%	38	71.7%					30	75.0%				
	Rev. Not Known	34	28.6%	$4,063	17.9%	1.3%	15	28.3%					10	25.0%				
	Total	*119*	*100.0%*	*$22,700*	*100.0%*	*100.0%*	*53*	*100.0%*					*40*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	61	51.3%	$3,280	14.4%		28	52.8%	87.6%	$1,459	13.7%	25.0%	19	47.5%	88.2%	$1,099	13.7%	24.9%
	$100,001 - $250,000	35	29.4%	$6,536	28.8%		14	26.4%	6.6%	$2,633	24.7%	19.8%	12	30.0%	5.1%	$2,241	28.0%	15.1%
	$250,001 - $1 Million	23	19.3%	$12,884	56.8%		11	20.8%	5.8%	$6,572	61.6%	55.2%	9	22.5%	6.6%	$4,674	58.3%	60.0%
	Total	*119*	*100.0%*	*$22,700*	*100.0%*		*53*	*100.0%*	*100.0%*	*$10,664*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$8,014*	*100.0%*	*100.0%*
						Total Farms												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	96.3%	0	0.0%	37.9%	$0	0.0%	59.6%	0	0.0%	17.9%	$0	0.0%	40.4%
	Over $1 Million	0	0.0%	$0	0.0%	3.7%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	69.0%	$0	0.0%	18.5%	0	0.0%	71.4%	$0	0.0%	15.2%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	20.7%	$0	0.0%	43.4%	0	0.0%	14.3%	$0	0.0%	28.8%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	10.3%	$0	0.0%	38.0%	0	0.0%	14.3%	$0	0.0%	55.9%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Jackson

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	12	3.6%	$596	1.7%	6.4%	2	1.7%	2.1%	$65	0.5%	1.1%	5	3.6%	2.6%	$322	2.1%	1.4%
	Moderate	49	14.7%	$2,812	8.0%	10.0%	13	11.0%	8.0%	$679	5.0%	4.1%	16	11.7%	7.0%	$1,019	6.8%	3.6%
	Middle	158	47.3%	$16,708	47.7%	54.7%	54	45.8%	55.8%	$6,305	46.3%	54.3%	69	50.4%	55.6%	$7,556	50.4%	56.0%
	Upper	115	34.4%	$14,900	42.6%	28.9%	49	41.5%	34.1%	$6,555	48.2%	40.5%	47	34.3%	34.9%	$6,102	40.7%	38.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*334*	*100.0%*	*$35,016*	*100.0%*	*100.0%*	*118*	*100.0%*	*100.0%*	*$13,604*	*100.0%*	*100.0%*	*137*	*100.0%*	*100.0%*	*$14,999*	*100.0%*	*100.0%*
REFINANCE	Low	2	1.9%	$107	0.9%	6.4%	1	2.6%	4.0%	$73	1.6%	2.4%	1	2.0%	2.3%	$34	0.6%	1.4%
	Moderate	7	6.6%	$535	4.5%	10.0%	3	7.7%	8.2%	$204	4.5%	5.4%	4	8.0%	5.6%	$331	6.0%	3.4%
	Middle	57	53.8%	$6,412	53.4%	54.7%	23	59.0%	56.6%	$2,863	63.7%	56.9%	26	52.0%	56.1%	$2,627	47.9%	54.5%
	Upper	40	37.7%	$4,952	41.2%	28.9%	12	30.8%	31.2%	$1,357	30.2%	35.3%	19	38.0%	36.0%	$2,488	45.4%	40.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*106*	*100.0%*	*$12,006*	*100.0%*	*100.0%*	*39*	*100.0%*	*100.0%*	*$4,497*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$5,480*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	9.1%	$50	7.3%	6.4%	1	16.7%	6.5%	$50	19.2%	3.6%	0	0.0%	4.8%	$0	0.0%	1.7%
	Moderate	1	9.1%	$25	3.6%	10.0%	1	16.7%	10.2%	$25	9.6%	5.8%	0	0.0%	6.7%	$0	0.0%	3.7%
	Middle	6	54.5%	$381	55.4%	54.7%	3	50.0%	53.4%	$104	39.8%	55.5%	2	66.7%	53.6%	$145	50.9%	47.0%
	Upper	3	27.3%	$232	33.7%	28.9%	1	16.7%	29.9%	$82	31.4%	35.2%	1	33.3%	35.0%	$140	49.1%	47.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*11*	*100.0%*	*$688*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$261*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$285*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	25.5%	0	0.0%	66.7%	$0	0.0%	43.6%	0	0.0%	20.0%	$0	0.0%	10.9%
	Moderate	0	0.0%	$0	0.0%	27.1%	0	0.0%	33.3%	$0	0.0%	56.4%	0	0.0%	20.0%	$0	0.0%	72.4%
	Middle	0	0.0%	$0	0.0%	37.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	40.0%	$0	0.0%	10.8%
	Upper	0	0.0%	$0	0.0%	10.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	20.0%	$0	0.0%	5.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	15	3.3%	$753	1.6%	6.4%	4	2.5%	3.3%	$188	1.0%	2.1%	6	3.2%	2.7%	$356	1.7%	1.5%
	Moderate	57	12.6%	$3,372	7.1%	10.0%	17	10.4%	8.3%	$908	4.9%	5.1%	20	10.5%	6.5%	$1,350	6.5%	4.0%
	Middle	221	49.0%	$23,501	49.3%	54.7%	80	49.1%	55.8%	$9,272	50.5%	54.8%	97	51.1%	55.6%	$10,328	49.7%	54.8%
	Upper	158	35.0%	$20,084	42.1%	28.9%	62	38.0%	32.6%	$7,994	43.5%	38.1%	67	35.3%	35.3%	$8,730	42.0%	39.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*451*	*100.0%*	*$47,710*	*100.0%*	*100.0%*	*163*	*100.0%*	*100.0%*	*$18,362*	*100.0%*	*100.0%*	*190*	*100.0%*	*100.0%*	*$20,764*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	29	19.9%	$8,294	29.1%	13.5%	11	17.2%	16.7%	$3,010	25.6%	27.9%	12	23.5%	17.9%	$2,978	27.8%	31.2%
	Moderate	47	32.2%	$10,591	37.2%	13.1%	23	35.9%	16.1%	$5,139	43.8%	19.2%	16	31.4%	15.3%	$4,175	38.9%	18.2%
	Middle	35	24.0%	$5,730	20.1%	46.8%	13	20.3%	39.1%	$2,055	17.5%	29.6%	13	25.5%	40.9%	$2,552	23.8%	29.1%
	Upper	35	24.0%	$3,854	13.5%	26.6%	17	26.6%	26.4%	$1,534	13.1%	23.0%	10	19.6%	24.4%	$1,024	9.5%	21.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.7%	$0	0.0%	0.3%	0	0.0%	1.5%	$0	0.0%	0.3%
	Total	*146*	*100.0%*	*$28,469*	*100.0%*	*100.0%*	*64*	*100.0%*	*100.0%*	*$11,738*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$10,729*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	0.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	60.8%	0	0.0%	63.3%	$0	0.0%	69.4%	0	0.0%	58.8%	$0	0.0%	75.8%
	Upper	0	0.0%	$0	0.0%	37.7%	0	0.0%	36.7%	$0	0.0%	30.6%	0	0.0%	41.2%	$0	0.0%	24.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Jackson

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Families by Family Income	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	53	15.9%	$3,133	8.9%	20.7%	18	15.3%	7.5%	$982	7.2%	3.5%	22	16.1%	5.5%	$1,567	10.4%	2.9%
	Moderate	114	34.1%	$9,161	26.2%	18.3%	40	33.9%	22.5%	$3,412	25.1%	15.2%	37	27.0%	22.1%	$3,119	20.8%	14.6%
	Middle	97	29.0%	$10,797	30.8%	21.3%	32	27.1%	21.9%	$3,619	26.6%	20.9%	46	33.6%	23.2%	$5,181	34.5%	22.0%
	Upper	67	20.1%	$10,780	30.8%	39.7%	26	22.0%	30.4%	$4,484	33.0%	43.7%	32	23.4%	32.1%	$5,132	34.2%	43.0%
	Unknown	3	0.9%	$1,145	3.3%	0.0%	2	1.7%	17.7%	$1,107	8.1%	16.6%	0	0.0%	17.1%	$0	0.0%	17.6%
	Total	*334*	*100.0%*	*$35,016*	*100.0%*	*100.0%*	*118*	*100.0%*	*100.0%*	*$13,604*	*100.0%*	*100.0%*	*137*	*100.0%*	*100.0%*	*$14,999*	*100.0%*	*100.0%*
REFINANCE	Low	9	8.5%	$598	5.0%	20.7%	3	7.7%	6.9%	$274	6.1%	4.4%	4	8.0%	5.1%	$253	4.6%	2.6%
	Moderate	18	17.0%	$1,376	11.5%	18.3%	10	25.6%	15.7%	$743	16.5%	11.6%	7	14.0%	13.8%	$569	10.4%	9.4%
	Middle	27	25.5%	$2,774	23.1%	21.3%	6	15.4%	20.5%	$654	14.5%	19.0%	21	42.0%	19.9%	$2,120	38.7%	16.5%
	Upper	50	47.2%	$7,124	59.3%	39.7%	19	48.7%	37.9%	$2,751	61.2%	45.3%	18	36.0%	39.9%	$2,538	46.3%	48.1%
	Unknown	2	1.9%	$134	1.1%	0.0%	1	2.6%	18.9%	$75	1.7%	19.8%	0	0.0%	21.4%	$0	0.0%	23.4%
	Total	*106*	*100.0%*	*$12,006*	*100.0%*	*100.0%*	*39*	*100.0%*	*100.0%*	*$4,497*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$5,480*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	9.1%	$25	3.6%	20.7%	0	0.0%	11.6%	$0	0.0%	8.5%	1	33.3%	12.6%	$25	8.8%	5.8%
	Moderate	1	9.1%	$25	3.6%	18.3%	1	16.7%	23.7%	$25	9.6%	16.9%	0	0.0%	14.8%	$0	0.0%	10.1%
	Middle	5	45.5%	$285	41.4%	21.3%	3	50.0%	26.1%	$143	54.8%	19.1%	0	0.0%	24.0%	$0	0.0%	16.1%
	Upper	4	36.4%	$353	51.3%	39.7%	2	33.3%	35.3%	$93	35.6%	51.9%	2	66.7%	44.3%	$260	91.2%	60.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.2%	$0	0.0%	3.6%	0	0.0%	4.3%	$0	0.0%	7.7%
	Total	*11*	*100.0%*	*$688*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$261*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$285*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	63	14.0%	$3,756	7.9%	20.7%	21	12.9%	7.7%	$1,256	6.8%	3.9%	27	14.2%	6.0%	$1,845	8.9%	2.8%
	Moderate	133	29.5%	$10,562	22.1%	18.3%	51	31.3%	20.1%	$4,180	22.8%	13.8%	44	23.2%	18.2%	$3,688	17.8%	12.3%
	Middle	129	28.6%	$13,856	29.0%	21.3%	41	25.2%	21.7%	$4,416	24.0%	20.0%	67	35.3%	22.0%	$7,301	35.2%	19.5%
	Upper	121	26.8%	$18,257	38.3%	39.7%	47	28.8%	33.6%	$7,328	39.9%	44.1%	52	27.4%	36.2%	$7,930	38.2%	45.3%
	Unknown	5	1.1%	$1,279	2.7%	0.0%	3	1.8%	16.9%	$1,182	6.4%	18.3%	0	0.0%	17.6%	$0	0.0%	20.0%
	Total	*451*	*100.0%*	*$47,710*	*100.0%*	*100.0%*	*163*	*100.0%*	*100.0%*	*$18,362*	*100.0%*	*100.0%*	*190*	*100.0%*	*100.0%*	*$20,764*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	33	22.6%	$2,693	9.5%	88.4%	15	23.4%	35.6%	$1,359	11.6%	21.0%	11	21.6%	39.9%	$736	6.9%	23.5%
	Over $1 Million	66	45.2%	$21,269	74.7%	10.6%	29	45.3%					25	49.0%				
	Total Rev. available	99	67.8%	$23,962	84.2%	99.0%	44	68.7%					36	70.6%				
	Rev. Not Known	47	32.2%	$4,507	15.8%	1.0%	20	31.3%					15	29.4%				
	Total	*146*	*100.0%*	*$28,469*	*100.0%*	*100.0%*	*64*	*100.0%*					*51*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	64	43.8%	$2,737	9.6%		29	45.3%	88.5%	$1,221	10.4%	25.1%	22	43.1%	88.0%	$927	8.6%	23.5%
	$100,001 - $250,000	52	35.6%	$8,829	31.0%		23	35.9%	6.6%	$3,978	33.9%	24.3%	17	33.3%	6.5%	$2,890	26.9%	22.7%
	$250,001 - $1 Million	30	20.5%	$16,903	59.4%		12	18.8%	4.9%	$6,539	55.7%	50.7%	12	23.5%	5.5%	$6,912	64.4%	53.9%
	Total	*146*	*100.0%*	*$28,469*	*100.0%*		*64*	*100.0%*	*100.0%*	*$11,738*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$10,729*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	98.6%	0	0.0%	13.3%	$0	0.0%	20.2%	0	0.0%	38.2%	$0	0.0%	85.5%
	Over $1 Million	0	0.0%	$0	0.0%	1.4%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	83.3%	$0	0.0%	26.5%	0	0.0%	85.3%	$0	0.0%	23.1%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	6.7%	$0	0.0%	22.0%	0	0.0%	5.9%	$0	0.0%	19.2%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	10.0%	$0	0.0%	51.5%	0	0.0%	8.8%	$0	0.0%	57.7%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Kalamazoo

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	7	1.2%	$282	0.3%	3.6%	4	1.6%	1.1%	$138	0.4%	0.6%	3	1.2%	1.6%	$144	0.4%	0.8%
	Moderate	60	10.2%	$5,095	5.8%	13.5%	24	9.4%	9.3%	$1,935	5.2%	6.4%	25	10.3%	11.0%	$2,426	6.4%	7.9%
	Middle	302	51.1%	$39,077	44.6%	56.2%	126	49.4%	53.0%	$16,161	43.6%	45.1%	121	50.0%	53.7%	$16,047	42.2%	46.4%
	Upper	222	37.6%	$43,240	49.3%	26.7%	101	39.6%	36.5%	$18,852	50.8%	48.0%	93	38.4%	33.6%	$19,434	51.1%	44.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*591*	*100.0%*	*$87,694*	*100.0%*	*100.0%*	*255*	*100.0%*	*100.0%*	*$37,086*	*100.0%*	*100.0%*	*242*	*100.0%*	*100.0%*	*$38,051*	*100.0%*	*100.0%*
REFINANCE	Low	11	1.9%	$560	0.8%	3.6%	6	2.7%	1.5%	$381	1.5%	0.9%	5	2.1%	1.3%	$179	0.6%	0.6%
	Moderate	63	11.2%	$5,111	7.3%	13.5%	27	12.3%	10.6%	$1,806	7.3%	7.4%	20	8.3%	9.7%	$1,562	5.1%	7.0%
	Middle	295	52.2%	$32,947	47.1%	56.2%	123	56.2%	55.7%	$12,878	52.1%	50.5%	125	51.9%	52.4%	$14,407	47.5%	45.3%
	Upper	196	34.7%	$31,403	44.8%	26.7%	63	28.8%	32.3%	$9,630	39.0%	41.3%	91	37.8%	36.7%	$14,214	46.8%	47.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*565*	*100.0%*	*$70,021*	*100.0%*	*100.0%*	*219*	*100.0%*	*100.0%*	*$24,695*	*100.0%*	*100.0%*	*241*	*100.0%*	*100.0%*	*$30,362*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	1.8%	$5	0.2%	3.6%	1	5.3%	3.5%	$5	0.4%	2.5%	0	0.0%	2.0%	$0	0.0%	3.3%
	Moderate	9	16.1%	$297	9.8%	13.5%	3	15.8%	13.9%	$69	6.2%	8.7%	4	21.1%	11.1%	$116	11.3%	6.3%
	Middle	37	66.1%	$1,983	65.3%	56.2%	10	52.6%	50.0%	$403	36.2%	41.3%	14	73.7%	54.3%	$902	87.7%	49.5%
	Upper	9	16.1%	$750	24.7%	26.7%	5	26.3%	32.7%	$636	57.1%	47.5%	1	5.3%	32.7%	$10	1.0%	40.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*56*	*100.0%*	*$3,035*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$1,113*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$1,028*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	8.9%	0	0.0%	5.6%	$0	0.0%	2.1%	0	0.0%	5.3%	$0	0.0%	1.9%
	Moderate	0	0.0%	$0	0.0%	25.8%	0	0.0%	5.6%	$0	0.0%	0.2%	0	0.0%	34.2%	$0	0.0%	27.4%
	Middle	0	0.0%	$0	0.0%	52.0%	0	0.0%	55.6%	$0	0.0%	86.7%	0	0.0%	44.7%	$0	0.0%	61.0%
	Upper	0	0.0%	$0	0.0%	13.3%	0	0.0%	33.3%	$0	0.0%	11.0%	0	0.0%	15.8%	$0	0.0%	9.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	19	1.6%	$847	0.5%	3.6%	11	2.2%	1.4%	$524	0.8%	0.8%	8	1.6%	1.5%	$323	0.5%	0.8%
	Moderate	132	10.9%	$10,503	6.5%	13.5%	54	11.0%	10.1%	$3,810	6.1%	6.4%	49	9.8%	10.5%	$4,104	5.9%	8.9%
	Middle	634	52.3%	$74,007	46.0%	56.2%	259	52.5%	53.9%	$29,442	46.8%	49.5%	260	51.8%	53.1%	$31,356	45.2%	47.0%
	Upper	427	35.2%	$75,393	46.9%	26.7%	169	34.3%	34.6%	$29,118	46.3%	43.4%	185	36.9%	34.8%	$33,658	48.5%	43.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,212*	*100.0%*	*$160,750*	*100.0%*	*100.0%*	*493*	*100.0%*	*100.0%*	*$62,894*	*100.0%*	*100.0%*	*502*	*100.0%*	*100.0%*	*$69,441*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	31	6.2%	$4,363	6.0%	5.0%	10	4.5%	4.9%	$1,519	5.0%	8.2%	13	7.2%	4.7%	$1,498	5.3%	6.9%
	Moderate	118	23.6%	$17,113	23.5%	16.6%	56	25.3%	17.4%	$5,820	19.2%	17.1%	44	24.4%	17.6%	$8,406	29.9%	19.7%
	Middle	239	47.8%	$34,681	47.7%	53.8%	109	49.3%	49.5%	$16,427	54.3%	50.9%	82	45.6%	50.8%	$12,601	44.8%	49.6%
	Upper	112	22.4%	$16,613	22.8%	24.6%	46	20.8%	26.8%	$6,476	21.4%	23.5%	41	22.8%	25.8%	$5,645	20.1%	23.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	0.3%	0	0.0%	1.1%	$0	0.0%	0.2%
	Total	*500*	*100.0%*	*$72,770*	*100.0%*	*100.0%*	*221*	*100.0%*	*100.0%*	*$30,242*	*100.0%*	*100.0%*	*180*	*100.0%*	*100.0%*	*$28,150*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	5	71.4%	$267	83.4%	19.1%	2	100.0%	29.2%	$62	100.0%	31.3%	2	66.7%	33.3%	$125	71.4%	41.6%
	Middle	1	14.3%	$3	0.9%	66.8%	0	0.0%	58.4%	$0	0.0%	62.9%	0	0.0%	52.2%	$0	0.0%	47.3%
	Upper	1	14.3%	$50	15.6%	13.9%	0	0.0%	12.4%	$0	0.0%	5.8%	1	33.3%	14.4%	$50	28.6%	11.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*7*	*100.0%*	*$320*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$62*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$175*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Kalamazoo

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	59	10.0%	$4,171	4.8%	22.7%	21	8.2%	5.4%	$1,584	4.3%	2.5%	25	10.3%	8.1%	$1,623	4.3%	3.9%
	Moderate	141	23.9%	$13,498	15.4%	16.4%	63	24.7%	19.3%	$6,102	16.5%	12.4%	53	21.9%	18.2%	$4,880	12.8%	12.1%
	Middle	142	24.0%	$19,283	22.0%	20.5%	56	22.0%	19.8%	$7,151	19.3%	16.8%	59	24.4%	22.0%	$8,688	22.8%	18.8%
	Upper	235	39.8%	$48,619	55.4%	40.4%	111	43.5%	39.0%	$21,593	58.2%	53.9%	101	41.7%	36.7%	$22,381	58.8%	52.5%
	Unknown	14	2.4%	$2,123	2.4%	0.0%	4	1.6%	16.6%	$656	1.8%	14.3%	4	1.7%	15.0%	$479	1.3%	12.8%
	Total	*591*	*100.0%*	*$87,694*	*100.0%*	*100.0%*	*255*	*100.0%*	*100.0%*	*$37,086*	*100.0%*	*100.0%*	*242*	*100.0%*	*100.0%*	*$38,051*	*100.0%*	*100.0%*
REFINANCE	Low	43	7.6%	$3,228	4.6%	22.7%	19	8.7%	7.0%	$1,307	5.3%	3.9%	19	7.9%	5.9%	$1,412	4.7%	2.9%
	Moderate	109	19.3%	$8,947	12.8%	16.4%	46	21.0%	13.7%	$3,119	12.6%	8.9%	42	17.4%	13.9%	$3,851	12.7%	8.9%
	Middle	155	27.4%	$16,754	23.9%	20.5%	64	29.2%	20.4%	$6,325	25.6%	16.2%	69	28.6%	20.0%	$7,676	25.3%	15.8%
	Upper	231	40.9%	$36,829	52.6%	40.4%	76	34.7%	42.2%	$11,840	47.9%	52.5%	107	44.4%	43.1%	$16,745	55.2%	53.9%
	Unknown	27	4.8%	$4,263	6.1%	0.0%	14	6.4%	16.7%	$2,104	8.5%	18.5%	4	1.7%	17.1%	$678	2.2%	18.5%
	Total	*565*	*100.0%*	*$70,021*	*100.0%*	*100.0%*	*219*	*100.0%*	*100.0%*	*$24,695*	*100.0%*	*100.0%*	*241*	*100.0%*	*100.0%*	*$30,362*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	10	17.9%	$352	11.6%	22.7%	4	21.1%	8.0%	$200	18.0%	2.6%	2	10.5%	8.0%	$11	1.1%	2.5%
	Moderate	10	17.9%	$288	9.5%	16.4%	2	10.5%	21.4%	$9	0.8%	9.8%	4	21.1%	20.4%	$215	20.9%	10.3%
	Middle	16	28.6%	$864	28.5%	20.5%	2	10.5%	23.6%	$56	5.0%	18.9%	7	36.8%	24.8%	$551	53.6%	18.9%
	Upper	20	35.7%	$1,531	50.4%	40.4%	11	57.9%	43.1%	$848	76.2%	64.1%	6	31.6%	43.0%	$251	24.4%	56.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.9%	$0	0.0%	4.6%	0	0.0%	3.8%	$0	0.0%	12.4%
	Total	*56*	*100.0%*	*$3,035*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$1,113*	*100.0%*	*100.0%*	*19*	*100.0%*	*100.0%*	*$1,028*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	22.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	16.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	112	9.2%	$7,751	4.8%	22.7%	44	8.9%	6.1%	$3,091	4.9%	2.8%	46	9.2%	7.1%	$3,046	4.4%	3.2%
	Moderate	260	21.5%	$22,733	14.1%	16.4%	111	22.5%	17.1%	$9,230	14.7%	10.4%	99	19.7%	16.4%	$8,946	12.9%	10.0%
	Middle	313	25.8%	$36,901	23.0%	20.5%	122	24.7%	20.2%	$13,532	21.5%	15.6%	135	26.9%	21.2%	$16,915	24.4%	16.3%
	Upper	486	40.1%	$86,979	54.1%	40.4%	198	40.2%	40.4%	$34,281	54.5%	50.3%	214	42.6%	39.6%	$39,377	56.7%	49.5%
	Unknown	41	3.4%	$6,386	4.0%	0.0%	18	3.7%	16.1%	$2,760	4.4%	20.9%	8	1.6%	15.6%	$1,157	1.7%	21.0%
	Total	*1,212*	*100.0%*	*$160,750*	*100.0%*	*100.0%*	*493*	*100.0%*	*100.0%*	*$62,894*	*100.0%*	*100.0%*	*502*	*100.0%*	*100.0%*	*$69,441*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	244	48.8%	$13,053	17.9%	89.3%	110	49.8%	44.6%	$5,496	18.2%	32.8%	77	42.8%	48.9%	$3,675	13.1%	31.6%
	Over $1 Million	136	27.2%	$45,462	62.5%	9.8%	54	24.4%					58	32.2%				
	Total Rev. available	380	76.0%	$58,515	80.4%	99.1%	164	74.2%					135	75.0%				
	Rev. Not Known	120	24.0%	$14,255	19.6%	1.0%	57	25.8%					45	25.0%				
	Total	*500*	*100.0%*	*$72,770*	*100.0%*	*100.0%*	*221*	*100.0%*					*180*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	339	67.8%	$11,546	15.9%		160	72.4%	89.7%	$5,426	17.9%	31.5%	115	63.9%	87.5%	$3,852	13.7%	27.2%
	$100,001 - $250,000	71	14.2%	$12,499	17.2%		23	10.4%	5.3%	$4,101	13.6%	17.9%	30	16.7%	5.7%	$5,280	18.8%	16.4%
	$250,001 - $1 Million	90	18.0%	$48,725	67.0%		38	17.2%	5.0%	$20,715	68.5%	50.6%	35	19.4%	6.8%	$19,018	67.6%	56.4%
	Total	*500*	*100.0%*	*$72,770*	*100.0%*		*221*	*100.0%*	*100.0%*	*$30,242*	*100.0%*	*100.0%*	*180*	*100.0%*	*100.0%*	*$28,150*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	5	71.4%	$190	59.4%	92.0%	2	100.0%	34.8%	$62	100.0%	45.9%	2	66.7%	37.8%	$125	71.4%	50.2%
	Over $1 Million	0	0.0%	$0	0.0%	8.0%	0	0.0%					0	0.0%				
	Not Known	2	28.6%	$130	40.6%	0.0%	0	0.0%					1	33.3%				
	Total	*7*	*100.0%*	*$320*	*100.0%*	*100.0%*	*2*	*100.0%*					*3*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	7	100.0%	$320	100.0%		2	100.0%	82.0%	$62	100.0%	22.9%	3	100.0%	78.9%	$175	100.0%	22.6%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	5.6%	$0	0.0%	13.2%	0	0.0%	11.1%	$0	0.0%	23.7%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	12.4%	$0	0.0%	63.9%	0	0.0%	10.0%	$0	0.0%	53.6%
	Total	*7*	*100.0%*	*$320*	*100.0%*		*2*	*100.0%*	*100.0%*	*$62*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$175*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Lansing

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	17	1.9%	$891	0.8%	3.6%	10	2.6%	1.9%	$512	1.0%	0.8%	4	1.1%	1.5%	$237	0.5%	0.7%
	Moderate	107	12.1%	$8,518	7.2%	15.0%	43	11.2%	11.7%	$3,130	6.2%	6.9%	54	15.2%	12.8%	$4,567	9.8%	7.5%
	Middle	465	52.5%	$57,953	49.3%	52.9%	205	53.2%	53.3%	$24,620	49.0%	49.4%	182	51.3%	53.0%	$22,643	48.7%	49.1%
	Upper	296	33.4%	$50,299	42.7%	28.5%	127	33.0%	33.1%	$22,013	43.8%	42.9%	115	32.4%	32.7%	$19,051	41.0%	42.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*885*	*100.0%*	*$117,661*	*100.0%*	*100.0%*	*385*	*100.0%*	*100.0%*	*$50,275*	*100.0%*	*100.0%*	*355*	*100.0%*	*100.0%*	*$46,498*	*100.0%*	*100.0%*
REFINANCE	Low	17	2.5%	$1,074	1.3%	3.6%	9	3.4%	3.1%	$683	2.4%	1.7%	6	2.2%	1.9%	$338	1.0%	1.0%
	Moderate	57	8.5%	$4,158	5.2%	15.0%	24	9.2%	11.9%	$1,826	6.4%	7.8%	26	9.4%	9.6%	$1,851	5.4%	5.9%
	Middle	361	54.1%	$38,865	48.5%	52.9%	142	54.2%	54.0%	$14,631	51.0%	50.9%	140	50.7%	52.5%	$15,107	43.9%	48.6%
	Upper	232	34.8%	$36,054	45.0%	28.5%	87	33.2%	30.9%	$11,521	40.2%	39.6%	104	37.7%	36.0%	$17,094	49.7%	44.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*667*	*100.0%*	*$80,151*	*100.0%*	*100.0%*	*262*	*100.0%*	*100.0%*	*$28,661*	*100.0%*	*100.0%*	*276*	*100.0%*	*100.0%*	*$34,390*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	3.6%	0	0.0%	2.9%	$0	0.0%	1.6%	0	0.0%	2.0%	$0	0.0%	0.9%
	Moderate	3	5.6%	$121	3.3%	15.0%	2	8.0%	14.6%	$73	4.4%	7.9%	0	0.0%	15.0%	$0	0.0%	7.6%
	Middle	39	72.2%	$2,302	61.9%	52.9%	17	68.0%	51.9%	$1,042	62.8%	55.8%	13	76.5%	52.2%	$695	59.9%	52.0%
	Upper	12	22.2%	$1,293	34.8%	28.5%	6	24.0%	30.5%	$545	32.8%	34.8%	4	23.5%	30.8%	$465	40.1%	39.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*54*	*100.0%*	*$3,716*	*100.0%*	*100.0%*	*25*	*100.0%*	*100.0%*	*$1,660*	*100.0%*	*100.0%*	*17*	*100.0%*	*100.0%*	*$1,160*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	7.7%	0	0.0%	4.2%	$0	0.0%	4.4%	0	0.0%	6.1%	$0	0.0%	9.9%
	Moderate	0	0.0%	$0	0.0%	28.9%	0	0.0%	25.0%	$0	0.0%	10.3%	0	0.0%	44.9%	$0	0.0%	41.2%
	Middle	0	0.0%	$0	0.0%	41.5%	0	0.0%	47.9%	$0	0.0%	38.0%	0	0.0%	38.8%	$0	0.0%	27.8%
	Upper	1	100.0%	$5,390	100.0%	19.0%	1	100.0%	18.8%	$5,390	100.0%	41.8%	0	0.0%	10.2%	$0	0.0%	21.1%
	Unknown	0	0.0%	$0	0.0%	2.9%	0	0.0%	4.2%	$0	0.0%	5.6%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$5,390*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$5,390*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	34	2.1%	$1,965	0.9%	3.6%	19	2.8%	2.5%	$1,195	1.4%	1.6%	10	1.5%	1.8%	$575	0.7%	1.4%
	Moderate	167	10.4%	$12,797	6.2%	15.0%	69	10.3%	12.2%	$5,029	5.8%	7.6%	80	12.3%	11.9%	$6,418	7.8%	8.9%
	Middle	865	53.8%	$99,120	47.9%	52.9%	364	54.1%	53.3%	$40,293	46.9%	48.6%	335	51.7%	52.7%	$38,445	46.9%	47.7%
	Upper	541	33.7%	$93,036	45.0%	28.5%	221	32.8%	31.9%	$39,469	45.9%	41.5%	223	34.4%	33.6%	$36,610	44.6%	42.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.7%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,607*	*100.0%*	*$206,918*	*100.0%*	*100.0%*	*673*	*100.0%*	*100.0%*	*$85,986*	*100.0%*	*100.0%*	*648*	*100.0%*	*100.0%*	*$82,048*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	41	7.4%	$7,263	9.2%	3.7%	14	5.8%	4.7%	$3,148	8.8%	6.2%	17	8.1%	4.4%	$2,221	7.0%	5.0%
	Moderate	108	19.5%	$15,617	19.8%	21.6%	53	21.8%	21.3%	$6,690	18.7%	26.1%	37	17.5%	21.5%	$6,271	19.9%	26.0%
	Middle	221	40.0%	$34,354	43.6%	44.3%	93	38.3%	40.5%	$13,985	39.0%	36.2%	89	42.2%	40.7%	$15,762	50.0%	38.6%
	Upper	169	30.6%	$19,044	24.2%	29.1%	74	30.5%	30.5%	$9,963	27.8%	28.3%	65	30.8%	30.9%	$6,832	21.7%	28.1%
	Unknown	14	2.5%	$2,561	3.2%	1.3%	9	3.7%	1.6%	$2,055	5.7%	2.5%	3	1.4%	1.2%	$425	1.3%	1.9%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.5%	$0	0.0%	0.6%	0	0.0%	1.4%	$0	0.0%	0.4%
	Total	*553*	*100.0%*	*$78,839*	*100.0%*	*100.0%*	*243*	*100.0%*	*100.0%*	*$35,841*	*100.0%*	*100.0%*	*211*	*100.0%*	*100.0%*	*$31,511*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	2.7%	0	0.0%	3.1%	$0	0.0%	0.5%	0	0.0%	3.9%	$0	0.0%	3.1%
	Middle	8	100.0%	$637	100.0%	73.3%	4	100.0%	69.5%	$321	100.0%	68.3%	3	100.0%	68.0%	$311	100.0%	72.3%
	Upper	0	0.0%	$0	0.0%	23.4%	0	0.0%	26.6%	$0	0.0%	31.1%	0	0.0%	27.5%	$0	0.0%	24.5%
	Unknown	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	0.1%	0	0.0%	0.7%	$0	0.0%	0.1%
	Total	*8*	*100.0%*	*$637*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$321*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$311*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Lansing

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	118	13.3%	$8,384	7.1%	20.6%	50	13.0%	9.5%	$3,316	6.6%	4.8%	51	14.4%	9.7%	$3,891	8.4%	5.0%
	Moderate	246	27.8%	$25,256	21.5%	17.8%	107	27.8%	22.4%	$11,026	21.9%	16.6%	96	27.0%	24.0%	$9,753	21.0%	17.5%
	Middle	235	26.6%	$30,074	25.6%	21.9%	105	27.3%	22.9%	$13,201	26.3%	22.3%	92	25.9%	22.5%	$12,063	25.9%	21.9%
	Upper	268	30.3%	$51,605	43.9%	39.8%	115	29.9%	29.7%	$21,686	43.1%	42.5%	108	30.4%	29.2%	$19,838	42.7%	41.6%
	Unknown	18	2.0%	$2,342	2.0%	0.0%	8	2.1%	15.4%	$1,046	2.1%	13.9%	8	2.3%	14.7%	$953	2.0%	14.0%
	Total	*885*	*100.0%*	*$117,661*	*100.0%*	*100.0%*	*385*	*100.0%*	*100.0%*	*$50,275*	*100.0%*	*100.0%*	*355*	*100.0%*	*100.0%*	*$46,498*	*100.0%*	*100.0%*
REFINANCE	Low	56	8.4%	$4,458	5.6%	20.6%	25	9.5%	8.3%	$2,405	8.4%	5.1%	17	6.2%	5.8%	$1,199	3.5%	3.1%
	Moderate	136	20.4%	$11,837	14.8%	17.8%	48	18.3%	16.8%	$3,605	12.6%	12.1%	62	22.5%	15.7%	$6,004	17.5%	10.9%
	Middle	198	29.7%	$21,809	27.2%	21.9%	84	32.1%	22.6%	$8,768	30.6%	20.4%	79	28.6%	21.0%	$8,853	25.7%	18.5%
	Upper	254	38.1%	$38,690	48.3%	39.8%	96	36.6%	34.3%	$12,685	44.3%	44.3%	107	38.8%	37.5%	$16,477	47.9%	47.2%
	Unknown	23	3.4%	$3,357	4.2%	0.0%	9	3.4%	18.0%	$1,198	4.2%	18.1%	11	4.0%	20.0%	$1,857	5.4%	20.4%
	Total	*667*	*100.0%*	*$80,151*	*100.0%*	*100.0%*	*262*	*100.0%*	*100.0%*	*$28,661*	*100.0%*	*100.0%*	*276*	*100.0%*	*100.0%*	*$34,390*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	5	9.3%	$218	5.9%	20.6%	4	16.0%	11.2%	$161	9.7%	5.9%	1	5.9%	8.4%	$57	4.9%	4.7%
	Moderate	18	33.3%	$1,049	28.2%	17.8%	9	36.0%	23.9%	$631	38.0%	19.3%	5	29.4%	22.6%	$140	12.1%	14.9%
	Middle	11	20.4%	$803	21.6%	21.9%	6	24.0%	26.5%	$380	22.9%	26.6%	3	17.6%	26.8%	$168	14.5%	19.4%
	Upper	17	31.5%	$1,434	38.6%	39.8%	5	20.0%	34.5%	$453	27.3%	44.5%	6	35.3%	38.4%	$618	53.3%	55.0%
	Unknown	3	5.6%	$212	5.7%	0.0%	1	4.0%	3.8%	$35	2.1%	3.7%	2	11.8%	3.8%	$177	15.3%	6.1%
	Total	*54*	*100.0%*	*$3,716*	*100.0%*	*100.0%*	*25*	*100.0%*	*100.0%*	*$1,660*	*100.0%*	*100.0%*	*17*	*100.0%*	*100.0%*	*$1,160*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	39.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	1	100.0%	$5,390	100.0%	0.0%	1	100.0%	100.0%	$5,390	100.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*1*	*100.0%*	*$5,390*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$5,390*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	179	11.1%	$13,060	6.3%	20.6%	79	11.7%	9.3%	$5,882	6.8%	4.3%	69	10.6%	8.0%	$5,147	6.3%	3.9%
	Moderate	400	24.9%	$38,142	18.4%	17.8%	164	24.4%	20.6%	$15,262	17.7%	13.1%	163	25.2%	20.6%	$15,897	19.4%	13.7%
	Middle	444	27.6%	$52,686	25.5%	21.9%	195	29.0%	23.2%	$22,349	26.0%	19.0%	174	26.9%	22.4%	$21,084	25.7%	19.1%
	Upper	539	33.5%	$91,729	44.3%	39.8%	216	32.1%	31.8%	$34,824	40.5%	37.8%	221	34.1%	33.5%	$36,933	45.0%	41.6%
	Unknown	45	2.8%	$11,301	5.5%	0.0%	19	2.8%	15.2%	$7,669	8.9%	25.8%	21	3.2%	15.6%	$2,987	3.6%	21.6%
	Total	*1,607*	*100.0%*	*$206,918*	*100.0%*	*100.0%*	*673*	*100.0%*	*100.0%*	*$85,986*	*100.0%*	*100.0%*	*648*	*100.0%*	*100.0%*	*$82,048*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Revenue	$1 Million or Less	260	47.0%	$14,817	18.8%	89.5%	108	44.4%	39.8%	$6,062	16.9%	31.5%	97	46.0%	45.7%	$6,513	20.7%	32.5%
	Over $1 Million	176	31.8%	$49,340	62.6%	9.4%	70	28.8%					74	35.1%				
	Total Rev. available	436	78.8%	$64,157	81.4%	98.9%	178	73.2%					171	81.1%				
	Rev. Not Known	117	21.2%	$14,682	18.6%	1.1%	65	26.7%					40	19.0%				
	Total	*553*	*100.0%*	*$78,839*	*100.0%*	*100.0%*	*243*	*100.0%*					*211*	*100.0%*				
Loan Size	$100,000 or Less	381	68.9%	$14,338	18.2%		166	68.3%	89.4%	$5,878	16.4%	29.8%	143	67.8%	88.7%	$5,585	17.7%	28.4%
	$100,001 - $250,000	69	12.5%	$12,916	16.4%		29	11.9%	5.8%	$4,938	13.8%	21.0%	24	11.4%	5.9%	$4,581	14.5%	20.0%
	$250,001 - $1 Million	103	18.6%	$51,585	65.4%		48	19.8%	4.9%	$25,025	69.8%	49.2%	44	20.9%	5.4%	$21,345	67.7%	51.6%
	Total	*553*	*100.0%*	*$78,839*	*100.0%*		*243*	*100.0%*	*100.0%*	*$35,841*	*100.0%*	*100.0%*	*211*	*100.0%*	*100.0%*	*$31,511*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Revenue	$1 Million or Less	3	37.5%	$35	5.5%	97.8%	1	25.0%	30.5%	$15	4.7%	53.9%	1	33.3%	31.4%	$15	4.8%	58.4%
	Over $1 Million	5	62.5%	$602	94.5%	2.2%	3	75.0%					2	66.7%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*8*	*100.0%*	*$637*	*100.0%*	*100.0%*	*4*	*100.0%*					*3*	*100.0%*				
Loan Size	$100,000 or Less	6	75.0%	$137	21.5%		3	75.0%	90.6%	$71	22.1%	44.6%	2	66.7%	86.3%	$61	19.6%	33.7%
	$100,001 - $250,000	2	25.0%	$500	78.5%		1	25.0%	7.0%	$250	77.9%	35.7%	1	33.3%	11.8%	$250	80.4%	46.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	2.3%	$0	0.0%	19.7%	0	0.0%	2.0%	$0	0.0%	19.7%
	Total	*8*	*100.0%*	*$637*	*100.0%*		*4*	*100.0%*	*100.0%*	*$321*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$311*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Northern MI

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	83	9.1%	$7,515	5.9%	12.7%	35	9.0%	10.2%	$2,869	5.3%	6.3%	34	9.0%	11.1%	$3,333	6.0%	6.7%
	Middle	617	67.8%	$79,139	61.8%	66.6%	256	65.5%	66.8%	$32,455	60.2%	60.8%	258	68.3%	65.6%	$34,884	62.7%	59.8%
	Upper	210	23.1%	$41,340	32.3%	20.7%	100	25.6%	22.7%	$18,629	34.5%	32.7%	86	22.8%	23.1%	$17,434	31.3%	33.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.2%	$0	0.0%	0.1%	0	0.0%	0.2%	$0	0.0%	0.1%
	Total	*910*	*100.0%*	*$127,994*	*100.0%*	*100.0%*	*391*	*100.0%*	*100.0%*	*$53,953*	*100.0%*	*100.0%*	*378*	*100.0%*	*100.0%*	*$55,651*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	59	5.6%	$5,576	3.7%	12.7%	27	7.6%	10.5%	$2,839	5.7%	6.9%	27	5.6%	8.8%	$2,365	3.6%	5.4%
	Middle	691	65.2%	$90,254	60.4%	66.6%	231	65.4%	66.9%	$29,005	58.3%	59.6%	327	67.8%	65.5%	$43,631	67.2%	60.7%
	Upper	310	29.2%	$53,665	35.9%	20.7%	95	26.9%	22.5%	$17,894	36.0%	33.4%	128	26.6%	25.7%	$18,947	29.2%	33.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,060*	*100.0%*	*$149,495*	*100.0%*	*100.0%*	*353*	*100.0%*	*100.0%*	*$49,738*	*100.0%*	*100.0%*	*482*	*100.0%*	*100.0%*	*$64,943*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	7	6.7%	$195	3.2%	12.7%	3	6.8%	13.3%	$80	3.3%	7.5%	3	8.6%	12.2%	$56	3.0%	8.5%
	Middle	69	66.3%	$3,968	64.9%	66.6%	31	70.5%	67.4%	$1,707	71.1%	62.2%	22	62.9%	67.2%	$1,139	60.6%	58.6%
	Upper	28	26.9%	$1,953	31.9%	20.7%	10	22.7%	19.0%	$613	25.5%	29.9%	10	28.6%	20.6%	$685	36.4%	32.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.3%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*104*	*100.0%*	*$6,116*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$2,400*	*100.0%*	*100.0%*	*35*	*100.0%*	*100.0%*	*$1,880*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	7.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	2.8%	$0	0.0%	10.0%
	Moderate	0	0.0%	$0	0.0%	13.4%	0	0.0%	10.5%	$0	0.0%	4.9%	0	0.0%	2.8%	$0	0.0%	1.1%
	Middle	0	0.0%	$0	0.0%	56.9%	0	0.0%	63.2%	$0	0.0%	34.5%	0	0.0%	66.7%	$0	0.0%	76.3%
	Upper	0	0.0%	$0	0.0%	21.9%	0	0.0%	21.1%	$0	0.0%	15.2%	0	0.0%	27.8%	$0	0.0%	12.6%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	5.3%	$0	0.0%	45.4%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.5%
	Moderate	149	7.2%	$13,286	4.7%	12.7%	65	8.2%	10.5%	$5,788	5.5%	6.6%	64	7.2%	10.2%	$5,754	4.7%	5.9%
	Middle	1,377	66.4%	$173,361	61.1%	66.6%	518	65.7%	66.9%	$63,167	59.5%	59.8%	607	67.8%	65.6%	$79,654	65.0%	60.9%
	Upper	548	26.4%	$96,958	34.2%	20.7%	205	26.0%	22.4%	$37,136	35.0%	32.5%	224	25.0%	24.0%	$37,066	30.3%	32.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.2%	$0	0.0%	1.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*2,074*	*100.0%*	*$283,605*	*100.0%*	*100.0%*	*788*	*100.0%*	*100.0%*	*$106,091*	*100.0%*	*100.0%*	*895*	*100.0%*	*100.0%*	*$122,474*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.5%	$0	0.0%	1.4%	0	0.0%	0.3%	$0	0.0%	0.9%
	Moderate	54	6.2%	$12,753	9.9%	11.1%	24	6.5%	9.8%	$3,797	7.3%	10.3%	20	6.0%	10.2%	$5,595	9.9%	9.6%
	Middle	557	63.7%	$83,822	65.3%	64.9%	231	62.8%	62.6%	$35,465	67.7%	67.2%	218	65.1%	63.4%	$37,152	65.4%	66.5%
	Upper	263	30.1%	$31,775	24.8%	23.6%	113	30.7%	23.2%	$13,094	25.0%	19.8%	97	29.0%	23.3%	$14,036	24.7%	22.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.9%	$0	0.0%	1.3%	0	0.0%	2.9%	$0	0.0%	0.9%
	Total	*874*	*100.0%*	*$128,350*	*100.0%*	*100.0%*	*368*	*100.0%*	*100.0%*	*$52,356*	*100.0%*	*100.0%*	*335*	*100.0%*	*100.0%*	*$56,783*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.8%	$0	0.0%	3.3%	0	0.0%	0.9%	$0	0.0%	2.8%
	Moderate	0	0.0%	$0	0.0%	8.1%	0	0.0%	5.1%	$0	0.0%	7.2%	0	0.0%	5.7%	$0	0.0%	4.0%
	Middle	9	69.2%	$921	82.8%	70.8%	1	50.0%	76.5%	$113	55.7%	70.8%	3	50.0%	77.0%	$205	67.0%	79.1%
	Upper	4	30.8%	$191	17.2%	21.0%	1	50.0%	17.3%	$90	44.3%	18.4%	3	50.0%	15.9%	$101	33.0%	14.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.3%	$0	0.0%	0.2%	0	0.0%	0.5%	$0	0.0%	0.0%
	Total	*13*	*100.0%*	*$1,112*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$203*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$306*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Northern MI

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	73	8.0%	$4,714	3.7%	19.2%	31	7.9%	4.8%	$1,961	3.6%	2.2%	29	7.7%	5.5%	$1,809	3.3%	2.5%
	Moderate	196	21.5%	$17,386	13.6%	18.5%	96	24.6%	17.1%	$7,970	14.8%	10.7%	64	16.9%	16.0%	$5,872	10.6%	10.0%
	Middle	193	21.2%	$21,976	17.2%	22.2%	67	17.1%	17.4%	$7,626	14.1%	14.3%	92	24.3%	18.7%	$10,797	19.4%	14.8%
	Upper	413	45.4%	$77,815	60.8%	40.0%	181	46.3%	41.8%	$33,350	61.8%	55.3%	176	46.6%	42.1%	$34,444	61.9%	57.1%
	Unknown	35	3.8%	$6,103	4.8%	0.0%	16	4.1%	18.9%	$3,046	5.6%	17.5%	17	4.5%	17.7%	$2,729	4.9%	15.6%
	Total	*910*	*100.0%*	*$127,994*	*100.0%*	*100.0%*	*391*	*100.0%*	*100.0%*	*$53,953*	*100.0%*	*100.0%*	*378*	*100.0%*	*100.0%*	*$55,651*	*100.0%*	*100.0%*
REFINANCE	Low	111	10.5%	$8,377	5.6%	19.2%	47	13.3%	7.8%	$3,667	7.4%	4.1%	48	10.0%	6.6%	$3,531	5.4%	3.1%
	Moderate	208	19.6%	$17,185	11.5%	18.5%	83	23.5%	15.1%	$6,702	13.5%	9.1%	85	17.6%	12.5%	$7,155	11.0%	7.5%
	Middle	235	22.2%	$24,551	16.4%	22.2%	72	20.4%	19.7%	$6,730	13.5%	14.6%	116	24.1%	18.3%	$12,931	19.9%	13.2%
	Upper	475	44.8%	$93,254	62.4%	40.0%	144	40.8%	39.7%	$31,496	63.3%	52.7%	220	45.6%	43.7%	$38,152	58.7%	57.5%
	Unknown	31	2.9%	$6,128	4.1%	0.0%	7	2.0%	17.8%	$1,143	2.3%	19.5%	13	2.7%	18.9%	$3,174	4.9%	18.6%
	Total	*1,060*	*100.0%*	*$149,495*	*100.0%*	*100.0%*	*353*	*100.0%*	*100.0%*	*$49,738*	*100.0%*	*100.0%*	*482*	*100.0%*	*100.0%*	*$64,943*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	10	9.6%	$155	2.5%	19.2%	5	11.4%	9.5%	$53	2.2%	4.5%	3	8.6%	8.2%	$73	3.9%	3.2%
	Moderate	31	29.8%	$1,042	17.0%	18.5%	14	31.8%	22.0%	$332	13.8%	13.1%	9	25.7%	18.5%	$337	17.9%	11.9%
	Middle	31	29.8%	$1,921	31.4%	22.2%	15	34.1%	23.6%	$1,031	43.0%	18.5%	12	34.3%	24.4%	$755	40.2%	18.3%
	Upper	32	30.8%	$2,998	49.0%	40.0%	10	22.7%	41.9%	$984	41.0%	58.4%	11	31.4%	45.1%	$715	38.0%	60.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.0%	$0	0.0%	5.5%	0	0.0%	3.9%	$0	0.0%	5.9%
	Total	*104*	*100.0%*	*$6,116*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$2,400*	*100.0%*	*100.0%*	*35*	*100.0%*	*100.0%*	*$1,880*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	19.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	194	9.4%	$13,246	4.7%	19.2%	83	10.5%	6.2%	$5,681	5.4%	3.0%	80	8.9%	6.1%	$5,413	4.4%	2.6%
	Moderate	435	21.0%	$35,613	12.6%	18.5%	193	24.5%	16.6%	$15,004	14.1%	9.9%	158	17.7%	14.7%	$13,364	10.9%	8.5%
	Middle	459	22.1%	$48,448	17.1%	22.2%	154	19.5%	18.7%	$15,387	14.5%	14.2%	220	24.6%	18.9%	$24,483	20.0%	13.5%
	Upper	920	44.4%	$174,067	61.4%	40.0%	335	42.5%	40.9%	$65,830	62.1%	53.2%	407	45.5%	42.8%	$73,311	59.9%	54.6%
	Unknown	66	3.2%	$12,231	4.3%	0.0%	23	2.9%	17.6%	$4,189	3.9%	19.7%	30	3.4%	17.4%	$5,903	4.8%	20.7%
	Total	*2,074*	*100.0%*	*$283,605*	*100.0%*	*100.0%*	*788*	*100.0%*	*100.0%*	*$106,091*	*100.0%*	*100.0%*	*895*	*100.0%*	*100.0%*	*$122,474*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	427	48.9%	$31,070	24.2%	90.3%	170	46.2%	40.1%	$12,467	23.8%	39.4%	149	44.5%	48.6%	$12,529	22.1%	46.0%
	Over $1 Million	223	25.5%	$72,750	56.7%	7.9%	92	25.0%					97	29.0%				
	Total Rev. available	650	74.4%	$103,820	80.9%	98.2%	262	71.2%					246	73.5%				
	Rev. Not Known	224	25.6%	$24,530	19.1%	1.8%	106	28.8%					89	26.6%				
	Total	*874*	*100.0%*	*$128,350*	*100.0%*	*100.0%*	*368*	*100.0%*					*335*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	583	66.7%	$20,183	15.7%		250	67.9%	91.0%	$8,778	16.8%	31.2%	205	61.2%	88.1%	$7,330	12.9%	27.4%
	$100,001 - $250,000	147	16.8%	$26,889	20.9%		60	16.3%	4.7%	$11,043	21.1%	19.0%	64	19.1%	6.3%	$11,515	20.3%	19.6%
	$250,001 - $1 Million	144	16.5%	$81,278	63.3%		58	15.8%	4.3%	$32,535	62.1%	49.8%	66	19.7%	5.6%	$37,938	66.8%	53.0%
	Total	*874*	*100.0%*	*$128,350*	*100.0%*		*368*	*100.0%*	*100.0%*	*$52,356*	*100.0%*	*100.0%*	*335*	*100.0%*	*100.0%*	*$56,783*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	7	53.8%	$149	13.4%	97.0%	0	0.0%	60.5%	$0	0.0%	69.6%	3	50.0%	52.7%	$46	15.0%	61.2%
	Over $1 Million	2	15.4%	$650	58.5%	3.0%	0	0.0%					1	16.7%				
	Not Known	4	30.8%	$313	28.1%	0.0%	2	100.0%					2	33.3%				
	Total	*13*	*100.0%*	*$1,112*	*100.0%*	*100.0%*	*2*	*100.0%*					*6*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	10	76.9%	$349	31.4%		1	50.0%	83.8%	$90	44.3%	35.7%	5	83.3%	88.4%	$156	51.0%	41.4%
	$100,001 - $250,000	2	15.4%	$263	23.7%		1	50.0%	11.9%	$113	55.7%	34.6%	1	16.7%	6.8%	$150	49.0%	21.9%
	$250,001 - $500,000	1	7.7%	$500	45.0%		0	0.0%	4.3%	$0	0.0%	29.8%	0	0.0%	4.8%	$0	0.0%	36.7%
	Total	*13*	*100.0%*	*$1,112*	*100.0%*		*2*	*100.0%*	*100.0%*	*$203*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$306*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Southern MI

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	1	0.2%	$90	0.1%	0.3%	1	0.5%	0.2%	$90	0.4%	0.1%	0	0.0%	0.2%	$0	0.0%	0.1%
	Moderate	16	3.0%	$1,424	2.0%	5.4%	7	3.4%	4.5%	$633	2.5%	2.7%	5	2.4%	4.9%	$499	1.9%	2.8%
	Middle	346	64.4%	$41,583	58.7%	67.6%	134	65.4%	63.5%	$15,117	60.3%	59.5%	137	66.5%	63.5%	$16,656	62.1%	58.4%
	Upper	174	32.4%	$27,776	39.2%	26.7%	63	30.7%	31.8%	$9,225	36.8%	37.7%	64	31.1%	31.5%	$9,650	36.0%	38.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*537*	*100.0%*	*$70,873*	*100.0%*	*100.0%*	*205*	*100.0%*	*100.0%*	*$25,065*	*100.0%*	*100.0%*	*206*	*100.0%*	*100.0%*	*$26,805*	*100.0%*	*100.0%*
REFINANCE	Low	4	0.7%	$231	0.4%	0.3%	1	0.5%	0.3%	$112	0.6%	0.2%	3	1.2%	0.4%	$119	0.4%	0.3%
	Moderate	16	2.8%	$1,164	1.8%	5.4%	10	5.1%	3.5%	$658	3.5%	2.1%	2	0.8%	2.8%	$91	0.3%	2.0%
	Middle	353	61.2%	$34,356	54.1%	67.6%	115	58.7%	61.4%	$10,024	52.8%	56.7%	164	63.1%	60.0%	$16,688	56.3%	54.8%
	Upper	204	35.4%	$27,758	43.7%	26.7%	70	35.7%	34.9%	$8,190	43.1%	41.0%	91	35.0%	36.7%	$12,766	43.0%	42.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*577*	*100.0%*	*$63,509*	*100.0%*	*100.0%*	*196*	*100.0%*	*100.0%*	*$18,984*	*100.0%*	*100.0%*	*260*	*100.0%*	*100.0%*	*$29,664*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.4%	$0	0.0%	0.2%	0	0.0%	0.5%	$0	0.0%	0.1%
	Moderate	2	2.5%	$36	0.7%	5.4%	0	0.0%	6.4%	$0	0.0%	2.9%	1	2.8%	3.4%	$28	1.2%	2.3%
	Middle	59	72.8%	$3,647	68.4%	67.6%	24	85.7%	62.3%	$1,521	78.6%	60.6%	26	72.2%	65.3%	$1,690	71.5%	60.3%
	Upper	20	24.7%	$1,648	30.9%	26.7%	4	14.3%	30.9%	$413	21.4%	36.4%	9	25.0%	30.8%	$646	27.3%	37.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*81*	*100.0%*	*$5,331*	*100.0%*	*100.0%*	*28*	*100.0%*	*100.0%*	*$1,934*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$2,364*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	1.1%	0	0.0%	5.0%	$0	0.0%	2.0%	0	0.0%	7.7%	$0	0.0%	3.2%
	Moderate	0	0.0%	$0	0.0%	8.5%	0	0.0%	5.0%	$0	0.0%	2.7%	0	0.0%	7.7%	$0	0.0%	1.1%
	Middle	1	50.0%	$1,120	76.8%	75.7%	0	0.0%	55.0%	$0	0.0%	76.3%	0	0.0%	61.5%	$0	0.0%	65.2%
	Upper	1	50.0%	$339	23.2%	14.7%	1	100.0%	35.0%	$339	100.0%	19.0%	0	0.0%	23.1%	$0	0.0%	30.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2*	*100.0%*	*$1,459*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$339*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	5	0.4%	$321	0.2%	0.3%	2	0.5%	0.2%	$202	0.4%	0.2%	3	0.6%	0.3%	$119	0.2%	0.2%
	Moderate	34	2.8%	$2,624	1.9%	5.4%	17	4.0%	4.3%	$1,291	2.8%	2.5%	8	1.6%	4.0%	$618	1.1%	2.4%
	Middle	759	63.4%	$80,706	57.2%	67.6%	273	63.5%	62.6%	$26,662	57.6%	58.6%	327	65.1%	62.3%	$35,034	59.5%	57.0%
	Upper	399	33.3%	$57,521	40.7%	26.7%	138	32.1%	32.9%	$18,167	39.2%	38.7%	164	32.7%	33.4%	$23,062	39.2%	40.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,197*	*100.0%*	*$141,172*	*100.0%*	*100.0%*	*430*	*100.0%*	*100.0%*	*$46,322*	*100.0%*	*100.0%*	*502*	*100.0%*	*100.0%*	*$58,833*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	14	3.2%	$1,763	2.4%	1.9%	4	1.9%	2.2%	$864	2.5%	2.9%	9	6.2%	2.3%	$884	3.4%	3.5%
	Moderate	41	9.2%	$11,597	15.7%	5.6%	15	7.2%	7.2%	$4,080	11.8%	10.9%	14	9.6%	7.9%	$3,858	15.0%	13.1%
	Middle	262	59.0%	$42,699	57.6%	65.2%	124	59.9%	57.4%	$20,031	58.0%	54.4%	90	61.6%	56.7%	$16,039	62.4%	53.7%
	Upper	127	28.6%	$18,034	24.3%	27.4%	64	30.9%	29.7%	$9,563	27.7%	31.2%	33	22.6%	30.3%	$4,930	19.2%	29.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	3.5%	$0	0.0%	0.6%	0	0.0%	2.9%	$0	0.0%	0.6%
	Total	*444*	*100.0%*	*$74,093*	*100.0%*	*100.0%*	*207*	*100.0%*	*100.0%*	*$34,538*	*100.0%*	*100.0%*	*146*	*100.0%*	*100.0%*	*$25,711*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	2.2%	0	0.0%	3.5%	$0	0.0%	3.8%	0	0.0%	3.6%	$0	0.0%	3.7%
	Middle	17	81.0%	$4,078	88.5%	72.9%	6	75.0%	73.9%	$1,800	78.1%	69.8%	6	85.7%	68.1%	$1,650	99.5%	69.9%
	Upper	4	19.0%	$532	11.5%	24.8%	2	25.0%	22.2%	$505	21.9%	26.4%	1	14.3%	28.0%	$9	0.5%	26.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.4%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.3%
	Total	*21*	*100.0%*	*$4,610*	*100.0%*	*100.0%*	*8*	*100.0%*	*100.0%*	*$2,305*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$1,659*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Southern MI

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	44	8.2%	$3,008	4.2%	16.9%	19	9.3%	6.8%	$1,219	4.9%	3.4%	15	7.3%	6.7%	$1,082	4.0%	3.4%
	Moderate	165	30.7%	$15,395	21.7%	17.4%	72	35.1%	23.1%	$6,661	26.6%	16.2%	60	29.1%	22.3%	$5,717	21.3%	15.5%
	Middle	149	27.7%	$18,963	26.8%	23.2%	54	26.3%	21.6%	$6,792	27.1%	20.1%	59	28.6%	22.5%	$7,472	27.9%	20.8%
	Upper	159	29.6%	$29,889	42.2%	42.5%	52	25.4%	31.1%	$9,011	36.0%	44.8%	60	29.1%	32.1%	$10,298	38.4%	45.8%
	Unknown	20	3.7%	$3,618	5.1%	0.0%	8	3.9%	17.3%	$1,382	5.5%	15.5%	12	5.8%	16.4%	$2,236	8.3%	14.7%
	Total	*537*	*100.0%*	*$70,873*	*100.0%*	*100.0%*	*205*	*100.0%*	*100.0%*	*$25,065*	*100.0%*	*100.0%*	*206*	*100.0%*	*100.0%*	*$26,805*	*100.0%*	*100.0%*
REFINANCE	Low	50	8.7%	$3,253	5.1%	16.9%	24	12.2%	6.4%	$1,242	6.5%	3.7%	14	5.4%	5.4%	$916	3.1%	2.8%
	Moderate	131	22.7%	$10,046	15.8%	17.4%	53	27.0%	17.1%	$4,158	21.9%	11.4%	49	18.8%	14.5%	$3,879	13.1%	9.5%
	Middle	143	24.8%	$15,024	23.7%	23.2%	41	20.9%	20.9%	$4,078	21.5%	17.6%	76	29.2%	20.8%	$8,016	27.0%	16.7%
	Upper	239	41.4%	$33,815	53.2%	42.5%	74	37.8%	38.3%	$9,046	47.7%	48.8%	114	43.8%	39.8%	$16,234	54.7%	50.2%
	Unknown	14	2.4%	$1,371	2.2%	0.0%	4	2.0%	17.4%	$460	2.4%	18.5%	7	2.7%	19.4%	$619	2.1%	20.7%
	Total	*577*	*100.0%*	*$63,509*	*100.0%*	*100.0%*	*196*	*100.0%*	*100.0%*	*$18,984*	*100.0%*	*100.0%*	*260*	*100.0%*	*100.0%*	*$29,664*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	10	12.3%	$399	7.5%	16.9%	4	14.3%	9.9%	$113	5.8%	4.3%	3	8.3%	8.1%	$108	4.6%	3.8%
	Moderate	23	28.4%	$1,040	19.5%	17.4%	8	28.6%	21.3%	$436	22.5%	13.3%	11	30.6%	17.5%	$447	18.9%	9.5%
	Middle	18	22.2%	$1,067	20.0%	23.2%	7	25.0%	24.0%	$504	26.1%	20.5%	9	25.0%	26.8%	$425	18.0%	22.6%
	Upper	28	34.6%	$2,501	46.9%	42.5%	7	25.0%	41.1%	$557	28.8%	50.7%	13	36.1%	43.8%	$1,384	58.5%	58.8%
	Unknown	2	2.5%	$324	6.1%	0.0%	2	7.1%	3.7%	$324	16.8%	11.3%	0	0.0%	3.8%	$0	0.0%	5.4%
	Total	*81*	*100.0%*	*$5,331*	*100.0%*	*100.0%*	*28*	*100.0%*	*100.0%*	*$1,934*	*100.0%*	*100.0%*	*36*	*100.0%*	*100.0%*	*$2,364*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	16.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	23.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	42.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	2	100.0%	$1,459	100.0%	0.0%	1	100.0%	100.0%	$339	100.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*2*	*100.0%*	*$1,459*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$339*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	104	8.7%	$6,660	4.7%	16.9%	47	10.9%	6.9%	$2,574	5.6%	3.5%	32	6.4%	6.3%	$2,106	3.6%	3.1%
	Moderate	319	26.6%	$26,481	18.8%	17.4%	133	30.9%	20.6%	$11,255	24.3%	14.2%	120	23.9%	18.9%	$10,043	17.1%	12.8%
	Middle	310	25.9%	$35,054	24.8%	23.2%	102	23.7%	21.5%	$11,374	24.6%	18.9%	144	28.7%	22.2%	$15,913	27.0%	19.1%
	Upper	426	35.6%	$66,205	46.9%	42.5%	133	30.9%	34.6%	$18,614	40.2%	46.0%	187	37.3%	35.9%	$27,916	47.4%	47.7%
	Unknown	38	3.2%	$6,772	4.8%	0.0%	15	3.5%	16.4%	$2,505	5.4%	17.4%	19	3.8%	16.7%	$2,855	4.9%	17.3%
	Total	*1,197*	*100.0%*	*$141,172*	*100.0%*	*100.0%*	*430*	*100.0%*	*100.0%*	*$46,322*	*100.0%*	*100.0%*	*502*	*100.0%*	*100.0%*	*$58,833*	*100.0%*	*100.0%*
						Total Businesses												
Small Business – Revenue	$1 Million or Less	193	43.5%	$11,614	15.7%	90.5%	87	42.0%	40.8%	$5,375	15.6%	30.7%	56	38.4%	45.9%	$3,147	12.2%	29.5%
	Over $1 Million	152	34.2%	$52,719	71.2%	8.0%	65	31.4%					58	39.7%				
	Total Rev. available	345	77.7%	$64,333	86.9%	98.5%	152	73.4%					114	78.1%				
	Rev. Not Known	99	22.3%	$9,760	13.2%	1.5%	55	26.6%					32	21.9%				
	Total	*444*	*100.0%*	*$74,093*	*100.0%*	*100.0%*	*207*	*100.0%*					*146*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	293	66.0%	$10,177	13.7%		138	66.7%	87.0%	$4,627	13.4%	23.1%	94	64.4%	86.5%	$3,408	13.3%	24.5%
	$100,001 - $250,000	51	11.5%	$9,055	12.2%		19	9.2%	6.0%	$3,575	10.4%	17.2%	20	13.7%	7.0%	$3,596	14.0%	19.7%
	$250,001 - $1 Million	100	22.5%	$54,861	74.0%		50	24.2%	6.9%	$26,336	76.3%	59.7%	32	21.9%	6.5%	$18,707	72.8%	55.9%
	Total	*444*	*100.0%*	*$74,093*	*100.0%*		*207*	*100.0%*	*100.0%*	*$34,538*	*100.0%*	*100.0%*	*146*	*100.0%*	*100.0%*	*$25,711*	*100.0%*	*100.0%*
						Total Farms												
Small Farm – Revenue	$1 Million or Less	11	52.4%	$1,810	39.3%	97.1%	4	50.0%	43.7%	$1,205	52.3%	51.4%	2	28.6%	38.4%	$259	15.6%	55.9%
	Over $1 Million	7	33.3%	$2,450	53.1%	2.9%	2	25.0%					4	57.1%				
	Not Known	3	14.3%	$350	7.6%	0.0%	2	25.0%					1	14.3%				
	Total	*21*	*100.0%*	*$4,610*	*100.0%*	*100.0%*	*8*	*100.0%*					*7*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	8	38.1%	$210	4.6%		2	25.0%	75.4%	$55	2.4%	22.5%	2	28.6%	78.2%	$59	3.6%	20.9%
	$100,001 - $250,000	4	19.0%	$950	20.6%		1	12.5%	16.2%	$250	10.8%	36.6%	2	28.6%	11.1%	$450	27.1%	26.8%
	$250,001 - $500,000	9	42.9%	$3,450	74.8%		5	62.5%	8.5%	$2,000	86.8%	40.9%	3	42.9%	10.7%	$1,150	69.3%	52.3%
	Total	*21*	*100.0%*	*$4,610*	*100.0%*		*8*	*100.0%*	*100.0%*	*$2,305*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$1,659*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: MI Saginaw

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	1	1.4%	$20	0.2%	3.4%	0	0.0%	0.9%	$0	0.0%	0.4%	1	3.4%	0.8%	$20	0.5%	0.4%
	Moderate	9	12.3%	$608	7.0%	13.2%	7	26.9%	10.0%	$498	17.5%	9.7%	1	3.4%	8.8%	$45	1.2%	5.0%
	Middle	28	38.4%	$2,774	31.8%	52.7%	9	34.6%	49.3%	$910	32.1%	42.0%	10	34.5%	50.5%	$946	25.8%	44.4%
	Upper	35	47.9%	$5,324	61.0%	30.7%	10	38.5%	39.8%	$1,431	50.4%	47.9%	17	58.6%	39.9%	$2,653	72.4%	50.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*73*	*100.0%*	*$8,726*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$2,839*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$3,664*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	3.4%	0	0.0%	1.0%	$0	0.0%	0.6%	0	0.0%	1.0%	$0	0.0%	0.5%
	Moderate	10	9.8%	$621	5.9%	13.2%	2	5.4%	10.2%	$81	2.1%	6.1%	5	10.4%	7.5%	$293	6.4%	4.6%
	Middle	57	55.9%	$5,427	52.0%	52.7%	21	56.8%	53.0%	$2,126	54.2%	49.3%	33	68.8%	54.1%	$3,068	66.5%	50.1%
	Upper	35	34.3%	$4,393	42.1%	30.7%	14	37.8%	35.8%	$1,715	43.7%	43.9%	10	20.8%	37.4%	$1,252	27.1%	44.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*102*	*100.0%*	*$10,441*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,922*	*100.0%*	*100.0%*	*48*	*100.0%*	*100.0%*	*$4,613*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	3.4%	0	0.0%	2.8%	$0	0.0%	2.2%	0	0.0%	2.8%	$0	0.0%	0.7%
	Moderate	1	5.9%	$232	16.5%	13.2%	0	0.0%	12.4%	$0	0.0%	7.8%	1	25.0%	12.3%	$232	45.0%	6.6%
	Middle	10	58.8%	$630	44.9%	52.7%	5	71.4%	58.5%	$264	53.2%	59.4%	1	25.0%	56.2%	$62	12.0%	51.9%
	Upper	6	35.3%	$541	38.6%	30.7%	2	28.6%	26.3%	$232	46.8%	30.7%	2	50.0%	28.7%	$221	42.9%	40.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*17*	*100.0%*	*$1,403*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$496*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$515*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	8.7%	0	0.0%	6.3%	$0	0.0%	0.2%	0	0.0%	10.5%	$0	0.0%	1.3%
	Moderate	0	0.0%	$0	0.0%	24.6%	0	0.0%	12.5%	$0	0.0%	2.8%	0	0.0%	31.6%	$0	0.0%	12.4%
	Middle	0	0.0%	$0	0.0%	33.7%	0	0.0%	31.3%	$0	0.0%	27.7%	0	0.0%	21.1%	$0	0.0%	14.9%
	Upper	0	0.0%	$0	0.0%	32.9%	0	0.0%	50.0%	$0	0.0%	69.3%	0	0.0%	36.8%	$0	0.0%	71.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	1	0.5%	$20	0.1%	3.4%	0	0.0%	1.1%	$0	0.0%	0.5%	1	1.2%	1.0%	$20	0.2%	0.5%
	Moderate	20	10.4%	$1,461	7.1%	13.2%	9	12.9%	10.3%	$579	8.0%	8.1%	7	8.6%	8.7%	$570	6.5%	5.3%
	Middle	95	49.5%	$8,831	42.9%	52.7%	35	50.0%	51.7%	$3,300	45.5%	44.7%	44	54.3%	52.4%	$4,076	46.4%	45.3%
	Upper	76	39.6%	$10,258	49.9%	30.7%	26	37.1%	36.8%	$3,378	46.5%	46.6%	29	35.8%	37.9%	$4,126	46.9%	49.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*192*	*100.0%*	*$20,570*	*100.0%*	*100.0%*	*70*	*100.0%*	*100.0%*	*$7,257*	*100.0%*	*100.0%*	*81*	*100.0%*	*100.0%*	*$8,792*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	12	5.6%	$561	1.6%	4.2%	5	6.3%	4.7%	$233	2.2%	6.9%	6	6.7%	4.8%	$288	1.7%	8.5%
	Moderate	27	12.6%	$5,522	16.1%	15.3%	10	12.5%	14.7%	$1,531	14.5%	14.9%	8	9.0%	13.9%	$2,767	16.6%	14.9%
	Middle	104	48.6%	$15,992	46.6%	47.7%	39	48.8%	42.8%	$6,631	62.7%	42.9%	45	50.6%	44.6%	$7,187	43.2%	42.1%
	Upper	71	33.2%	$12,253	35.7%	32.8%	26	32.5%	36.1%	$2,182	20.6%	34.7%	30	33.7%	35.3%	$6,390	38.4%	33.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.7%	$0	0.0%	0.6%	0	0.0%	1.3%	$0	0.0%	0.8%
	Total	*214*	*100.0%*	*$34,328*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$10,577*	*100.0%*	*100.0%*	*89*	*100.0%*	*100.0%*	*$16,632*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	3.3%	0	0.0%	1.7%	$0	0.0%	0.3%	0	0.0%	1.0%	$0	0.0%	0.2%
	Middle	0	0.0%	$0	0.0%	69.4%	0	0.0%	80.1%	$0	0.0%	76.5%	0	0.0%	75.6%	$0	0.0%	77.2%
	Upper	0	0.0%	$0	0.0%	27.2%	0	0.0%	18.2%	$0	0.0%	23.3%	0	0.0%	23.4%	$0	0.0%	22.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: MI Saginaw

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	10	13.7%	$564	6.5%	20.6%	4	15.4%	10.9%	$258	9.1%	5.4%	5	17.2%	11.6%	$230	6.3%	5.8%
	Moderate	15	20.5%	$1,357	15.6%	17.6%	6	23.1%	20.2%	$556	19.6%	13.8%	4	13.8%	21.6%	$389	10.6%	15.2%
	Middle	20	27.4%	$2,315	26.5%	21.3%	7	26.9%	21.6%	$666	23.5%	19.0%	8	27.6%	22.0%	$1,186	32.4%	21.1%
	Upper	26	35.6%	$4,231	48.5%	40.6%	8	30.8%	30.1%	$1,271	44.8%	44.1%	11	37.9%	28.7%	$1,688	46.1%	44.3%
	Unknown	2	2.7%	$259	3.0%	0.0%	1	3.8%	17.2%	$88	3.1%	17.7%	1	3.4%	16.1%	$171	4.7%	13.6%
	Total	*73*	*100.0%*	*$8,726*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$2,839*	*100.0%*	*100.0%*	*29*	*100.0%*	*100.0%*	*$3,664*	*100.0%*	*100.0%*
REFINANCE	Low	6	5.9%	$383	3.7%	20.6%	2	5.4%	9.1%	$79	2.0%	5.4%	3	6.3%	7.4%	$193	4.2%	3.9%
	Moderate	16	15.7%	$1,491	14.3%	17.6%	9	24.3%	18.5%	$1,013	25.8%	13.2%	4	8.3%	17.0%	$331	7.2%	12.1%
	Middle	34	33.3%	$3,342	32.0%	21.3%	11	29.7%	23.0%	$976	24.9%	18.9%	15	31.3%	22.4%	$1,310	28.4%	18.8%
	Upper	41	40.2%	$4,630	44.3%	40.6%	12	32.4%	34.3%	$1,476	37.6%	45.4%	24	50.0%	35.8%	$2,562	55.5%	46.6%
	Unknown	5	4.9%	$595	5.7%	0.0%	3	8.1%	15.1%	$378	9.6%	17.1%	2	4.2%	17.3%	$217	4.7%	18.7%
	Total	*102*	*100.0%*	*$10,441*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$3,922*	*100.0%*	*100.0%*	*48*	*100.0%*	*100.0%*	*$4,613*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	5.9%	$64	4.6%	20.6%	0	0.0%	14.5%	$0	0.0%	5.4%	0	0.0%	15.3%	$0	0.0%	4.1%
	Moderate	2	11.8%	$10	0.7%	17.6%	1	14.3%	26.2%	$6	1.2%	14.3%	0	0.0%	22.6%	$0	0.0%	12.1%
	Middle	6	35.3%	$460	32.8%	21.3%	3	42.9%	25.5%	$172	34.7%	25.0%	1	25.0%	23.5%	$62	12.0%	20.1%
	Upper	8	47.1%	$869	61.9%	40.6%	3	42.9%	30.3%	$318	64.1%	51.0%	3	75.0%	35.8%	$453	88.0%	58.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.5%	$0	0.0%	4.3%	0	0.0%	2.8%	$0	0.0%	5.2%
	Total	*17*	*100.0%*	*$1,403*	*100.0%*	*100.0%*	*7*	*100.0%*	*100.0%*	*$496*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$515*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	17	8.9%	$1,011	4.9%	20.6%	6	8.6%	10.6%	$337	4.6%	5.2%	8	9.9%	10.2%	$423	4.8%	4.7%
	Moderate	33	17.2%	$2,858	13.9%	17.6%	16	22.9%	20.1%	$1,575	21.7%	13.1%	8	9.9%	19.8%	$720	8.2%	13.1%
	Middle	60	31.3%	$6,117	29.7%	21.3%	21	30.0%	22.5%	$1,814	25.0%	18.5%	24	29.6%	22.2%	$2,558	29.1%	19.1%
	Upper	75	39.1%	$9,730	47.3%	40.6%	23	32.9%	31.7%	$3,065	42.2%	43.3%	38	46.9%	32.1%	$4,703	53.5%	43.3%
	Unknown	7	3.6%	$854	4.2%	0.0%	4	5.7%	15.1%	$466	6.4%	19.8%	3	3.7%	15.6%	$388	4.4%	19.9%
	Total	*192*	*100.0%*	*$20,570*	*100.0%*	*100.0%*	*70*	*100.0%*	*100.0%*	*$7,257*	*100.0%*	*100.0%*	*81*	*100.0%*	*100.0%*	*$8,792*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	93	43.5%	$4,467	13.0%	89.3%	34	42.5%	38.9%	$1,503	14.2%	33.3%	37	41.6%	45.8%	$1,670	10.0%	33.8%
	Over $1 Million	73	34.1%	$22,677	66.1%	9.7%	25	31.3%					35	39.3%				
	Total Rev. available	166	77.6%	$27,144	79.1%	99.0%	59	73.8%					72	80.9%				
	Rev. Not Known	48	22.4%	$7,184	20.9%	1.0%	21	26.3%					17	19.1%				
	Total	*214*	*100.0%*	*$34,328*	*100.0%*	*100.0%*	*80*	*100.0%*					*89*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	136	63.6%	$4,822	14.0%		54	67.5%	89.2%	$1,962	18.5%	28.1%	51	57.3%	88.1%	$1,779	10.7%	25.2%
	$100,001 - $250,000	32	15.0%	$5,899	17.2%		13	16.3%	5.4%	$2,599	24.6%	17.6%	15	16.9%	5.9%	$2,569	15.4%	17.5%
	$250,001 - $1 Million	46	21.5%	$23,607	68.8%		13	16.3%	5.4%	$6,016	56.9%	54.4%	23	25.8%	6.1%	$12,284	73.9%	57.2%
	Total	*214*	*100.0%*	*$34,328*	*100.0%*		*80*	*100.0%*	*100.0%*	*$10,577*	*100.0%*	*100.0%*	*89*	*100.0%*	*100.0%*	*$16,632*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	99.3%	0	0.0%	64.2%	$0	0.0%	68.7%	0	0.0%	54.3%	$0	0.0%	72.7%
	Over $1 Million	0	0.0%	$0	0.0%	0.7%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	83.0%	$0	0.0%	35.1%	0	0.0%	81.2%	$0	0.0%	38.6%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	13.6%	$0	0.0%	41.6%	0	0.0%	15.2%	$0	0.0%	40.0%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	3.4%	$0	0.0%	23.3%	0	0.0%	3.6%	$0	0.0%	21.4%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: NC Asheville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	1	2.0%	$128	0.9%	1.1%	1	3.1%	1.7%	$128	1.7%	1.6%	0	0.0%	1.5%	$0	0.0%	1.7%
	Moderate	1	2.0%	$539	3.9%	12.8%	1	3.1%	14.9%	$539	7.3%	11.5%	0	0.0%	14.3%	$0	0.0%	11.0%
	Middle	37	72.5%	$8,253	60.3%	63.7%	23	71.9%	61.2%	$4,206	57.1%	55.3%	9	81.8%	61.4%	$2,278	83.5%	55.7%
	Upper	12	23.5%	$4,773	34.9%	22.4%	7	21.9%	22.1%	$2,492	33.8%	31.5%	2	18.2%	22.8%	$450	16.5%	31.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*51*	*100.0%*	*$13,693*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$7,365*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$2,728*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	1.1%	0	0.0%	1.7%	$0	0.0%	1.4%	0	0.0%	1.7%	$0	0.0%	1.6%
	Moderate	5	10.6%	$909	10.0%	12.8%	3	13.6%	14.3%	$574	13.7%	10.2%	1	6.7%	15.3%	$139	5.1%	10.7%
	Middle	35	74.5%	$5,077	56.1%	63.7%	16	72.7%	61.4%	$2,216	52.9%	56.6%	13	86.7%	59.2%	$2,003	73.2%	53.7%
	Upper	7	14.9%	$3,065	33.9%	22.4%	3	13.6%	22.6%	$1,398	33.4%	31.8%	1	6.7%	23.8%	$595	21.7%	33.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*47*	*100.0%*	*$9,051*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$4,188*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$2,737*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.1%	0	0.0%	0.4%	$0	0.0%	0.6%	0	0.0%	1.4%	$0	0.0%	2.5%
	Moderate	0	0.0%	$0	0.0%	12.8%	0	0.0%	17.6%	$0	0.0%	10.6%	0	0.0%	16.0%	$0	0.0%	11.4%
	Middle	10	83.3%	$908	83.5%	63.7%	5	83.3%	61.8%	$559	98.2%	58.2%	3	75.0%	61.2%	$182	51.9%	56.8%
	Upper	2	16.7%	$179	16.5%	22.4%	1	16.7%	20.2%	$10	1.8%	30.6%	1	25.0%	21.5%	$169	48.1%	29.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*12*	*100.0%*	*$1,087*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$569*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$351*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	6.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	15.5%	0	0.0%	18.8%	$0	0.0%	16.6%	0	0.0%	14.3%	$0	0.0%	2.9%
	Middle	0	0.0%	$0	0.0%	39.4%	0	0.0%	62.5%	$0	0.0%	13.9%	0	0.0%	53.6%	$0	0.0%	34.8%
	Upper	0	0.0%	$0	0.0%	38.6%	0	0.0%	18.8%	$0	0.0%	69.5%	0	0.0%	32.1%	$0	0.0%	62.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	1	0.9%	$128	0.5%	1.1%	1	1.7%	1.7%	$128	1.1%	1.5%	0	0.0%	1.5%	$0	0.0%	1.6%
	Moderate	6	5.5%	$1,448	6.1%	12.8%	4	6.7%	14.8%	$1,113	9.2%	11.3%	1	3.3%	14.8%	$139	2.4%	10.6%
	Middle	82	74.5%	$14,238	59.7%	63.7%	44	73.3%	61.3%	$6,981	57.6%	54.3%	25	83.3%	60.5%	$4,463	76.7%	54.1%
	Upper	21	19.1%	$8,017	33.6%	22.4%	11	18.3%	22.2%	$3,900	32.2%	33.0%	4	13.3%	23.2%	$1,214	20.9%	33.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*110*	*100.0%*	*$23,831*	*100.0%*	*100.0%*	*60*	*100.0%*	*100.0%*	*$12,122*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$5,816*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	0	0.0%	$0	0.0%	3.6%	0	0.0%	4.2%	$0	0.0%	6.5%	0	0.0%	4.1%	$0	0.0%	6.8%
	Moderate	3	8.8%	$46	1.1%	15.1%	1	5.6%	16.9%	$3	0.1%	20.2%	1	8.3%	17.6%	$10	1.3%	21.6%
	Middle	23	67.6%	$2,503	62.5%	51.4%	13	72.2%	46.1%	$2,027	74.2%	39.5%	8	66.7%	46.8%	$98	12.4%	37.0%
	Upper	8	23.5%	$1,456	36.4%	29.9%	4	22.2%	29.9%	$701	25.7%	32.5%	3	25.0%	29.4%	$680	86.3%	33.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.9%	$0	0.0%	1.3%	0	0.0%	2.1%	$0	0.0%	1.2%
	Total	*34*	*100.0%*	*$4,005*	*100.0%*	*100.0%*	*18*	*100.0%*	*100.0%*	*$2,731*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$788*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	3.3%	$0	0.0%	15.9%	0	0.0%	2.8%	$0	0.0%	10.4%
	Moderate	0	0.0%	$0	0.0%	13.2%	0	0.0%	13.3%	$0	0.0%	22.2%	0	0.0%	2.8%	$0	0.0%	6.6%
	Middle	0	0.0%	$0	0.0%	63.0%	0	0.0%	53.3%	$0	0.0%	21.8%	0	0.0%	63.9%	$0	0.0%	57.4%
	Upper	0	0.0%	$0	0.0%	23.8%	0	0.0%	23.3%	$0	0.0%	32.8%	0	0.0%	22.2%	$0	0.0%	20.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	6.7%	$0	0.0%	7.3%	0	0.0%	8.3%	$0	0.0%	5.1%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: NC Asheville

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	2	3.9%	$100	0.7%	19.8%	2	6.3%	3.5%	$100	1.4%	1.4%	0	0.0%	3.2%	$0	0.0%	1.4%
	Moderate	6	11.8%	$871	6.4%	18.5%	3	9.4%	14.1%	$377	5.1%	8.5%	3	27.3%	15.0%	$494	18.1%	9.2%
	Middle	8	15.7%	$1,284	9.4%	21.4%	6	18.8%	20.6%	$868	11.8%	16.3%	1	9.1%	21.7%	$170	6.2%	17.4%
	Upper	33	64.7%	$11,180	81.6%	40.2%	20	62.5%	46.0%	$5,892	80.0%	59.5%	6	54.5%	47.0%	$1,934	70.9%	60.0%
	Unknown	2	3.9%	$258	1.9%	0.0%	1	3.1%	15.8%	$128	1.7%	14.3%	1	9.1%	13.2%	$130	4.8%	11.9%
	Total	*51*	*100.0%*	*$13,693*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$7,365*	*100.0%*	*100.0%*	*11*	*100.0%*	*100.0%*	*$2,728*	*100.0%*	*100.0%*
REFINANCE	Low	3	6.4%	$393	4.3%	19.8%	2	9.1%	7.3%	$296	7.1%	3.7%	0	0.0%	4.8%	$0	0.0%	2.3%
	Moderate	8	17.0%	$760	8.4%	18.5%	4	18.2%	14.9%	$331	7.9%	9.4%	2	13.3%	12.2%	$274	10.0%	7.4%
	Middle	10	21.3%	$1,146	12.7%	21.4%	4	18.2%	21.2%	$422	10.1%	16.2%	3	20.0%	19.1%	$342	12.5%	14.7%
	Upper	19	40.4%	$5,437	60.1%	40.2%	9	40.9%	40.6%	$2,535	60.5%	52.5%	6	40.0%	44.9%	$1,410	51.5%	57.0%
	Unknown	7	14.9%	$1,315	14.5%	0.0%	3	13.6%	16.0%	$604	14.4%	18.1%	4	26.7%	19.0%	$711	26.0%	18.5%
	Total	*47*	*100.0%*	*$9,051*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$4,188*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$2,737*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	8.3%	$7	0.6%	19.8%	0	0.0%	9.4%	$0	0.0%	1.7%	0	0.0%	8.5%	$0	0.0%	1.4%
	Moderate	1	8.3%	$107	9.8%	18.5%	1	16.7%	22.5%	$107	18.8%	10.2%	0	0.0%	15.7%	$0	0.0%	9.6%
	Middle	3	25.0%	$341	31.4%	21.4%	0	0.0%	20.6%	$0	0.0%	18.3%	3	75.0%	22.3%	$341	97.2%	18.4%
	Upper	7	58.3%	$632	58.1%	40.2%	5	83.3%	43.4%	$462	81.2%	59.5%	1	25.0%	45.7%	$10	2.8%	63.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.1%	$0	0.0%	10.2%	0	0.0%	7.7%	$0	0.0%	7.4%
	Total	*12*	*100.0%*	*$1,087*	*100.0%*	*100.0%*	*6*	*100.0%*	*100.0%*	*$569*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$351*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	19.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	6	5.5%	$500	2.1%	19.8%	4	6.7%	5.1%	$396	3.3%	2.1%	0	0.0%	4.0%	$0	0.0%	1.7%
	Moderate	15	13.6%	$1,738	7.3%	18.5%	8	13.3%	14.7%	$815	6.7%	8.5%	5	16.7%	14.0%	$768	13.2%	8.2%
	Middle	21	19.1%	$2,771	11.6%	21.4%	10	16.7%	20.8%	$1,290	10.6%	15.7%	7	23.3%	20.6%	$853	14.7%	15.7%
	Upper	59	53.6%	$17,249	72.4%	40.2%	34	56.7%	43.9%	$8,889	73.3%	55.1%	13	43.3%	46.0%	$3,354	57.7%	56.5%
	Unknown	9	8.2%	$1,573	6.6%	0.0%	4	6.7%	15.6%	$732	6.0%	18.5%	5	16.7%	15.4%	$841	14.5%	17.9%
	Total	*110*	*100.0%*	*$23,831*	*100.0%*	*100.0%*	*60*	*100.0%*	*100.0%*	*$12,122*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$5,816*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	32	94.1%	$3,190	79.7%	92.8%	17	94.4%	48.3%	$1,981	72.5%	43.4%	11	91.7%	52.7%	$723	91.8%	43.3%
	Over $1 Million	2	5.9%	$815	20.3%	6.6%	1	5.6%					1	8.3%				
	Total Rev. available	34	100.0%	$4,005	100.0%	99.4%	18	100.0%					12	100.0%				
	Rev. Not Known	0	0.0%	$0	0.0%	0.6%	0	0.0%					0	0.0%				
	Total	*34*	*100.0%*	*$4,005*	*100.0%*	*100.0%*	*18*	*100.0%*					*12*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	28	82.4%	$478	11.9%		14	77.8%	90.9%	$184	6.7%	28.6%	11	91.7%	90.9%	$183	23.2%	28.7%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	4.2%	$0	0.0%	16.0%	0	0.0%	3.8%	$0	0.0%	14.2%
	$250,001 - $1 Million	6	17.6%	$3,527	88.1%		4	22.2%	4.9%	$2,547	93.3%	55.3%	1	8.3%	5.3%	$605	76.8%	57.1%
	Total	*34*	*100.0%*	*$4,005*	*100.0%*		*18*	*100.0%*	*100.0%*	*$2,731*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$788*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	0	0.0%	$0	0.0%	98.3%	0	0.0%	30.0%	$0	0.0%	37.7%	0	0.0%	33.3%	$0	0.0%	33.7%
	Over $1 Million	0	0.0%	$0	0.0%	1.7%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	97.2%	$0	0.0%	83.8%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	2.8%	$0	0.0%	16.2%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: NC Hickory

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison													
							2014						2015							
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar				
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg		
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %		
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	5.5%	0	0.0%	3.4%	$0	0.0%	3.2%	0	0.0%	3.1%	$0	0.0%	1.6%		
	Middle	34	64.2%	$3,826	47.1%	64.1%	13	61.9%	60.8%	$1,272	55.8%	49.1%	14	63.6%	60.8%	$1,843	43.2%	49.5%		
	Upper	19	35.8%	$4,298	52.9%	30.4%	8	38.1%	35.8%	$1,006	44.2%	47.7%	8	36.4%	36.1%	$2,419	56.8%	48.9%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*53*	*100.0%*	*$8,124*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$2,278*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$4,262*	*100.0%*	*100.0%*		
REFINANCE	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	5.5%	0	0.0%	4.3%	$0	0.0%	3.2%	0	0.0%	2.4%	$0	0.0%	1.4%		
	Middle	17	36.2%	$1,723	22.5%	64.1%	8	57.1%	59.8%	$858	46.9%	49.8%	5	27.8%	58.8%	$466	16.7%	47.3%		
	Upper	30	63.8%	$5,940	77.5%	30.4%	6	42.9%	35.9%	$971	53.1%	47.0%	13	72.2%	38.8%	$2,319	83.3%	51.4%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*47*	*100.0%*	*$7,663*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,829*	*100.0%*	*100.0%*	*18*	*100.0%*	*100.0%*	*$2,785*	*100.0%*	*100.0%*		
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	5.5%	0	0.0%	2.7%	$0	0.0%	0.5%	0	0.0%	4.8%	$0	0.0%	1.2%		
	Middle	4	50.0%	$148	27.5%	64.1%	1	50.0%	63.3%	$62	23.4%	52.8%	2	40.0%	64.7%	$78	29.3%	58.1%		
	Upper	4	50.0%	$391	72.5%	30.4%	1	50.0%	34.0%	$203	76.6%	46.6%	3	60.0%	30.5%	$188	70.7%	40.7%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*8*	*100.0%*	*$539*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$265*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$266*	*100.0%*	*100.0%*		
MULTI FAMILY						Multi-Family Units														
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	22.9%	0	0.0%	66.7%	$0	0.0%	21.0%	0	0.0%	26.7%	$0	0.0%	4.6%		
	Middle	0	0.0%	$0	0.0%	60.5%	0	0.0%	16.7%	$0	0.0%	56.0%	0	0.0%	53.3%	$0	0.0%	13.5%		
	Upper	0	0.0%	$0	0.0%	16.7%	0	0.0%	16.7%	$0	0.0%	23.0%	0	0.0%	20.0%	$0	0.0%	81.9%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*		
HMDA TOTALS	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	5.5%	0	0.0%	3.8%	$0	0.0%	3.3%	0	0.0%	3.0%	$0	0.0%	1.7%		
	Middle	55	50.9%	$5,697	34.9%	64.1%	22	59.5%	60.5%	$2,192	50.1%	49.5%	21	46.7%	60.2%	$2,387	32.6%	47.1%		
	Upper	53	49.1%	$10,629	65.1%	30.4%	15	40.5%	35.7%	$2,180	49.9%	47.1%	24	53.3%	36.8%	$4,926	67.4%	51.2%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Total	*108*	*100.0%*	*$16,326*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$4,372*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$7,313*	*100.0%*	*100.0%*		
SMALL BUSINESSES						Small Businesses														
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	1	2.4%	$25	2.4%	13.8%	0	0.0%	18.3%	$0	0.0%	22.6%	1	4.2%	18.7%	$25	4.4%	31.4%		
	Middle	13	31.0%	$204	19.3%	52.4%	3	30.0%	45.7%	$71	26.3%	44.1%	7	29.2%	42.8%	$105	18.6%	39.3%		
	Upper	28	66.7%	$830	78.4%	33.8%	7	70.0%	33.4%	$199	73.7%	32.5%	16	66.7%	35.4%	$434	77.0%	28.6%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.5%	$0	0.0%	0.8%	0	0.0%	3.0%	$0	0.0%	0.8%		
	Total	*42*	*100.0%*	*$1,059*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$270*	*100.0%*	*100.0%*	*24*	*100.0%*	*100.0%*	*$564*	*100.0%*	*100.0%*		
SMALL FARM						Small Farms														
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Moderate	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.8%	$0	0.0%	0.8%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Middle	1	100.0%	$30	100.0%	61.4%	1	100.0%	85.7%	$30	100.0%	96.6%	0	0.0%	77.3%	$0	0.0%	88.7%		
	Upper	0	0.0%	$0	0.0%	38.6%	0	0.0%	9.5%	$0	0.0%	2.7%	0	0.0%	13.6%	$0	0.0%	6.2%		
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%		
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	9.1%	$0	0.0%	5.1%		
	Total	*1*	*100.0%*	*$30*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$30*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*		

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: NC Hickory

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Families by Family Income	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	6	11.3%	$465	5.7%	17.8%	3	14.3%	4.9%	$235	10.3%	2.2%	2	9.1%	5.3%	$132	3.1%	2.6%
	Moderate	14	26.4%	$1,287	15.8%	17.5%	6	28.6%	19.5%	$550	24.1%	11.5%	3	13.6%	20.4%	$259	6.1%	12.9%
	Middle	9	17.0%	$1,166	14.4%	21.3%	3	14.3%	16.0%	$390	17.1%	12.7%	5	22.7%	18.9%	$698	16.4%	15.9%
	Upper	20	37.7%	$4,451	54.8%	43.3%	8	38.1%	38.1%	$1,006	44.2%	52.8%	9	40.9%	37.2%	$2,515	59.0%	52.3%
	Unknown	4	7.5%	$755	9.3%	0.0%	1	4.8%	21.5%	$97	4.3%	20.8%	3	13.6%	18.3%	$658	15.4%	16.3%
	Total	*53*	*100.0%*	*$8,124*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$2,278*	*100.0%*	*100.0%*	*22*	*100.0%*	*100.0%*	*$4,262*	*100.0%*	*100.0%*
REFINANCE	Low	6	12.8%	$338	4.4%	17.8%	0	0.0%	6.5%	$0	0.0%	3.3%	3	16.7%	4.6%	$227	8.2%	2.2%
	Moderate	6	12.8%	$602	7.9%	17.5%	3	21.4%	14.7%	$194	10.6%	9.0%	2	11.1%	14.0%	$231	8.3%	8.5%
	Middle	9	19.1%	$914	11.9%	21.3%	2	14.3%	15.1%	$97	5.3%	11.8%	5	27.8%	17.3%	$625	22.4%	12.6%
	Upper	21	44.7%	$4,987	65.1%	43.3%	6	42.9%	42.7%	$1,047	57.2%	51.9%	6	33.3%	41.5%	$1,371	49.2%	53.7%
	Unknown	5	10.6%	$822	10.7%	0.0%	3	21.4%	21.0%	$491	26.8%	24.0%	2	11.1%	22.6%	$331	11.9%	23.0%
	Total	*47*	*100.0%*	*$7,663*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,829*	*100.0%*	*100.0%*	*18*	*100.0%*	*100.0%*	*$2,785*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	17.8%	0	0.0%	7.3%	$0	0.0%	4.8%	0	0.0%	5.4%	$0	0.0%	1.4%
	Moderate	2	25.0%	$70	13.0%	17.5%	1	50.0%	15.3%	$62	23.4%	8.7%	1	20.0%	16.2%	$8	3.0%	5.8%
	Middle	1	12.5%	$10	1.9%	21.3%	0	0.0%	18.7%	$0	0.0%	11.2%	1	20.0%	20.4%	$10	3.8%	14.6%
	Upper	5	62.5%	$459	85.2%	43.3%	1	50.0%	48.7%	$203	76.6%	65.5%	3	60.0%	51.5%	$248	93.2%	58.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	10.0%	$0	0.0%	9.7%	0	0.0%	6.6%	$0	0.0%	19.8%
	Total	*8*	*100.0%*	*$539*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$265*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$266*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	17.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	43.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	12	11.1%	$803	4.9%	17.8%	3	8.1%	5.6%	$235	5.4%	2.7%	5	11.1%	5.0%	$359	4.9%	2.3%
	Moderate	22	20.4%	$1,959	12.0%	17.5%	10	27.0%	17.4%	$806	18.4%	10.4%	6	13.3%	17.7%	$498	6.8%	10.5%
	Middle	19	17.6%	$2,090	12.8%	21.3%	5	13.5%	15.7%	$487	11.1%	12.1%	11	24.4%	18.3%	$1,333	18.2%	13.9%
	Upper	46	42.6%	$9,897	60.6%	43.3%	15	40.5%	40.3%	$2,256	51.6%	52.1%	18	40.0%	39.3%	$4,134	56.5%	50.3%
	Unknown	9	8.3%	$1,577	9.7%	0.0%	4	10.8%	20.9%	$588	13.4%	22.7%	5	11.1%	19.7%	$989	13.5%	23.0%
	Total	*108*	*100.0%*	*$16,326*	*100.0%*	*100.0%*	*37*	*100.0%*	*100.0%*	*$4,372*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$7,313*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	37	88.1%	$808	76.3%	87.9%	8	80.0%	44.4%	$165	61.1%	46.1%	21	87.5%	47.6%	$418	74.1%	42.8%
	Over $1 Million	1	2.4%	$25	2.4%	11.2%	0	0.0%					1	4.2%				
	Total Rev. available	38	90.5%	$833	78.7%	99.1%	8	80.0%					22	91.7%				
	Rev. Not Known	4	9.5%	$226	21.3%	0.9%	2	20.0%					2	8.3%				
	Total	*42*	*100.0%*	*$1,059*	*100.0%*	*100.0%*	*10*	*100.0%*					*24*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	42	100.0%	$1,059	100.0%		10	100.0%	88.8%	$270	100.0%	26.4%	24	100.0%	88.1%	$564	100.0%	27.5%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	5.5%	$0	0.0%	17.2%	0	0.0%	5.9%	$0	0.0%	17.3%
	$250,001 - $1 Million	0	0.0%	$0	0.0%		0	0.0%	5.7%	$0	0.0%	56.4%	0	0.0%	6.0%	$0	0.0%	55.2%
	Total	*42*	*100.0%*	*$1,059*	*100.0%*		*10*	*100.0%*	*100.0%*	*$270*	*100.0%*	*100.0%*	*24*	*100.0%*	*100.0%*	*$564*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$30	100.0%	95.7%	1	100.0%	38.1%	$30	100.0%	25.9%	0	0.0%	45.5%	$0	0.0%	37.6%
	Over $1 Million	0	0.0%	$0	0.0%	4.3%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$30*	*100.0%*	*100.0%*	*1*	*100.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$30	100.0%		1	100.0%	90.5%	$30	100.0%	38.6%	0	0.0%	86.4%	$0	0.0%	45.5%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	9.5%	$0	0.0%	61.4%	0	0.0%	13.6%	$0	0.0%	54.5%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$30*	*100.0%*		*1*	*100.0%*	*100.0%*	*$30*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: NC Western NC

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	2	1.4%	$91	0.5%	1.0%	1	1.6%	0.7%	$43	0.6%	0.3%	1	2.0%	0.6%	$48	0.8%	0.3%
	Moderate	4	2.8%	$398	2.3%	8.2%	2	3.3%	5.8%	$238	3.3%	4.3%	1	2.0%	4.9%	$70	1.2%	3.3%
	Middle	114	79.7%	$13,592	77.8%	74.5%	51	83.6%	69.5%	$6,169	85.3%	66.6%	40	80.0%	68.2%	$4,604	76.0%	64.9%
	Upper	23	16.1%	$3,391	19.4%	16.3%	7	11.5%	24.1%	$784	10.8%	28.8%	8	16.0%	26.3%	$1,337	22.1%	31.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*143*	*100.0%*	*$17,472*	*100.0%*	*100.0%*	*61*	*100.0%*	*100.0%*	*$7,234*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$6,059*	*100.0%*	*100.0%*
REFINANCE	Low	1	0.5%	$60	0.2%	1.0%	0	0.0%	0.5%	$0	0.0%	0.3%	0	0.0%	0.4%	$0	0.0%	0.2%
	Moderate	13	6.2%	$1,278	4.9%	8.2%	5	7.2%	6.8%	$504	6.1%	4.9%	5	5.1%	4.9%	$485	3.9%	3.8%
	Middle	154	73.0%	$18,466	70.7%	74.5%	48	69.6%	71.1%	$5,932	71.6%	69.8%	73	73.7%	70.3%	$8,632	69.1%	66.7%
	Upper	43	20.4%	$6,314	24.2%	16.3%	16	23.2%	21.5%	$1,847	22.3%	25.0%	21	21.2%	24.4%	$3,383	27.1%	29.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*211*	*100.0%*	*$26,118*	*100.0%*	*100.0%*	*69*	*100.0%*	*100.0%*	*$8,283*	*100.0%*	*100.0%*	*99*	*100.0%*	*100.0%*	*$12,500*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	1.0%	0	0.0%	1.9%	$0	0.0%	1.1%	0	0.0%	1.6%	$0	0.0%	0.6%
	Moderate	0	0.0%	$0	0.0%	8.2%	0	0.0%	5.6%	$0	0.0%	4.2%	0	0.0%	6.5%	$0	0.0%	3.7%
	Middle	46	80.7%	$2,359	73.9%	74.5%	19	73.1%	67.6%	$855	58.2%	60.9%	16	80.0%	72.9%	$1,083	83.0%	60.4%
	Upper	11	19.3%	$835	26.1%	16.3%	7	26.9%	24.9%	$613	41.8%	33.8%	4	20.0%	19.0%	$222	17.0%	35.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*57*	*100.0%*	*$3,194*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$1,468*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,305*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	3.2%	0	0.0%	5.0%	$0	0.0%	0.5%	0	0.0%	7.4%	$0	0.0%	0.8%
	Moderate	0	0.0%	$0	0.0%	7.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	14.8%	$0	0.0%	5.4%
	Middle	0	0.0%	$0	0.0%	50.0%	0	0.0%	55.0%	$0	0.0%	11.9%	0	0.0%	40.7%	$0	0.0%	37.4%
	Upper	0	0.0%	$0	0.0%	38.9%	0	0.0%	40.0%	$0	0.0%	87.6%	0	0.0%	37.0%	$0	0.0%	56.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	3	0.7%	$151	0.3%	1.0%	1	0.6%	0.7%	$43	0.3%	0.3%	1	0.6%	0.6%	$48	0.2%	0.3%
	Moderate	17	4.1%	$1,676	3.6%	8.2%	7	4.5%	6.2%	$742	4.4%	4.4%	6	3.6%	5.0%	$555	2.8%	3.6%
	Middle	314	76.4%	$34,417	73.6%	74.5%	118	75.6%	70.0%	$12,956	76.3%	65.6%	129	76.3%	69.2%	$14,319	72.1%	64.6%
	Upper	77	18.7%	$10,540	22.5%	16.3%	30	19.2%	23.1%	$3,244	19.1%	29.8%	33	19.5%	25.2%	$4,942	24.9%	31.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*411*	*100.0%*	*$46,784*	*100.0%*	*100.0%*	*156*	*100.0%*	*100.0%*	*$16,985*	*100.0%*	*100.0%*	*169*	*100.0%*	*100.0%*	*$19,864*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	4	2.3%	$126	1.7%	1.9%	1	2.0%	1.7%	$18	0.7%	2.1%	2	3.2%	1.8%	$93	3.2%	1.5%
	Moderate	18	10.2%	$1,609	22.1%	9.0%	7	14.0%	7.9%	$1,182	45.7%	8.2%	6	9.5%	8.3%	$229	7.9%	7.4%
	Middle	125	70.6%	$3,972	54.5%	69.6%	33	66.0%	64.5%	$831	32.1%	68.7%	43	68.3%	63.9%	$1,921	66.0%	63.9%
	Upper	30	16.9%	$1,585	21.7%	19.4%	9	18.0%	20.6%	$556	21.5%	18.8%	12	19.0%	22.0%	$669	23.0%	25.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	5.4%	$0	0.0%	2.3%	0	0.0%	3.9%	$0	0.0%	2.0%
	Total	*177*	*100.0%*	*$7,292*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$2,587*	*100.0%*	*100.0%*	*63*	*100.0%*	*100.0%*	*$2,912*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.5%	$0	0.0%	0.1%
	Moderate	0	0.0%	$0	0.0%	9.3%	0	0.0%	12.9%	$0	0.0%	6.6%	0	0.0%	12.4%	$0	0.0%	5.6%
	Middle	3	60.0%	$105	76.6%	78.5%	0	0.0%	75.4%	$0	0.0%	78.5%	1	50.0%	71.9%	$25	55.6%	82.9%
	Upper	2	40.0%	$32	23.4%	12.2%	0	0.0%	10.5%	$0	0.0%	14.2%	1	50.0%	13.0%	$20	44.4%	10.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.2%	$0	0.0%	0.6%	0	0.0%	2.2%	$0	0.0%	0.9%
	Total	*5*	*100.0%*	*$137*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$45*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: NC Western NC

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						Bank & Aggregate Lending Comparison 2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	13	9.1%	$893	5.1%	21.7%	5	8.2%	4.2%	$344	4.8%	1.8%	6	12.0%	2.9%	$396	6.5%	1.2%
	Moderate	39	27.3%	$3,296	18.9%	17.3%	17	27.9%	14.7%	$1,569	21.7%	8.6%	15	30.0%	14.6%	$1,094	18.1%	8.3%
	Middle	37	25.9%	$4,423	25.3%	20.5%	18	29.5%	18.8%	$2,277	31.5%	14.3%	11	22.0%	19.6%	$1,424	23.5%	15.0%
	Upper	54	37.8%	$8,860	50.7%	40.5%	21	34.4%	46.5%	$3,044	42.1%	61.0%	18	36.0%	48.0%	$3,145	51.9%	61.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	15.9%	$0	0.0%	14.2%	0	0.0%	14.8%	$0	0.0%	13.8%
	Total	*143*	*100.0%*	*$17,472*	*100.0%*	*100.0%*	*61*	*100.0%*	*100.0%*	*$7,234*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$6,059*	*100.0%*	*100.0%*
REFINANCE	Low	15	7.1%	$680	2.6%	21.7%	3	4.3%	5.0%	$112	1.4%	2.3%	11	11.1%	4.0%	$524	4.2%	1.7%
	Moderate	43	20.4%	$3,252	12.5%	17.3%	16	23.2%	13.3%	$1,368	16.5%	7.4%	16	16.2%	10.5%	$1,020	8.2%	5.5%
	Middle	51	24.2%	$5,356	20.5%	20.5%	24	34.8%	20.3%	$2,314	27.9%	14.5%	20	20.2%	17.4%	$2,213	17.7%	12.5%
	Upper	93	44.1%	$15,408	59.0%	40.5%	21	30.4%	47.5%	$3,805	45.9%	62.1%	48	48.5%	51.9%	$8,005	64.0%	64.7%
	Unknown	9	4.3%	$1,422	5.4%	0.0%	5	7.2%	14.0%	$684	8.3%	13.6%	4	4.0%	16.3%	$738	5.9%	15.6%
	Total	*211*	*100.0%*	*$26,118*	*100.0%*	*100.0%*	*69*	*100.0%*	*100.0%*	*$8,283*	*100.0%*	*100.0%*	*99*	*100.0%*	*100.0%*	*$12,500*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	8	14.0%	$226	7.1%	21.7%	5	19.2%	8.1%	$100	6.8%	3.0%	2	10.0%	5.2%	$102	7.8%	1.4%
	Moderate	17	29.8%	$604	18.9%	17.3%	5	19.2%	17.1%	$270	18.4%	9.0%	10	50.0%	14.8%	$320	24.5%	5.0%
	Middle	13	22.8%	$714	22.4%	20.5%	7	26.9%	22.4%	$364	24.8%	15.0%	4	20.0%	19.4%	$252	19.3%	15.0%
	Upper	18	31.6%	$1,645	51.5%	40.5%	8	30.8%	49.8%	$729	49.7%	67.2%	4	20.0%	54.5%	$631	48.4%	70.6%
	Unknown	1	1.8%	$5	0.2%	0.0%	1	3.8%	2.5%	$5	0.3%	5.8%	0	0.0%	6.1%	$0	0.0%	8.1%
	Total	*57*	*100.0%*	*$3,194*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$1,468*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$1,305*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	36	8.8%	$1,799	3.8%	21.7%	13	8.3%	4.7%	$556	3.3%	2.0%	19	11.2%	3.4%	$1,022	5.1%	1.4%
	Moderate	99	24.1%	$7,152	15.3%	17.3%	38	24.4%	14.2%	$3,207	18.9%	7.8%	41	24.3%	12.9%	$2,434	12.3%	6.8%
	Middle	101	24.6%	$10,493	22.4%	20.5%	49	31.4%	19.5%	$4,955	29.2%	13.9%	35	20.7%	18.6%	$3,889	19.6%	13.4%
	Upper	165	40.1%	$25,913	55.4%	40.5%	50	32.1%	46.9%	$7,578	44.6%	59.2%	70	41.4%	49.7%	$11,781	59.3%	61.1%
	Unknown	10	2.4%	$1,427	3.1%	0.0%	6	3.8%	14.7%	$689	4.1%	17.2%	4	2.4%	15.3%	$738	3.7%	17.3%
	Total	*411*	*100.0%*	*$46,784*	*100.0%*	*100.0%*	*156*	*100.0%*	*100.0%*	*$16,985*	*100.0%*	*100.0%*	*169*	*100.0%*	*100.0%*	*$19,864*	*100.0%*	*100.0%*
						Total Businesses												
Small Business Revenue	$1 Million or Less	138	78.0%	$2,902	39.8%	91.2%	32	64.0%	48.0%	$539	20.8%	45.2%	49	77.8%	52.5%	$1,163	39.9%	49.4%
	Over $1 Million	25	14.1%	$3,424	47.0%	7.3%	9	18.0%					9	14.3%				
	Total Rev. available	163	92.1%	$6,326	86.8%	98.5%	41	82.0%					58	92.1%				
	Rev. Not Known	14	7.9%	$966	13.2%	1.5%	9	18.0%					5	7.9%				
	Total	*177*	*100.0%*	*$7,292*	*100.0%*	*100.0%*	*50*	*100.0%*					*63*	*100.0%*				
Small Business Loan Size	$100,000 or Less	167	94.4%	$4,252	58.3%		47	94.0%	91.8%	$1,262	48.8%	36.2%	58	92.1%	91.5%	$1,572	54.0%	37.4%
	$100,001 - $250,000	8	4.5%	$1,590	21.8%		2	4.0%	4.6%	$375	14.5%	19.6%	4	6.3%	4.6%	$840	28.8%	18.2%
	$250,001 - $1 Million	2	1.1%	$1,450	19.9%		1	2.0%	3.6%	$950	36.7%	44.2%	1	1.6%	4.0%	$500	17.2%	44.5%
	Total	*177*	*100.0%*	*$7,292*	*100.0%*		*50*	*100.0%*	*100.0%*	*$2,587*	*100.0%*	*100.0%*	*63*	*100.0%*	*100.0%*	*$2,912*	*100.0%*	*100.0%*
						Total Farms												
Small Farm Revenue	$1 Million or Less	3	60.0%	$47	34.3%	98.0%	0	0.0%	64.3%	$0	0.0%	61.7%	1	50.0%	58.9%	$20	44.4%	65.6%
	Over $1 Million	2	40.0%	$90	65.7%	1.8%	0	0.0%					1	50.0%				
	Not Known	0	0.0%	$0	0.0%	0.2%	0	0.0%					0	0.0%				
	Total	*5*	*100.0%*	*$137*	*100.0%*	*100.0%*	*0*	*0.0%*					*2*	*100.0%*				
Small Farm Loan Size	$100,000 or Less	5	100.0%	$137	100.0%		0	0.0%	90.1%	$0	0.0%	43.3%	2	100.0%	88.6%	$45	100.0%	42.5%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	6.4%	$0	0.0%	24.1%	0	0.0%	7.6%	$0	0.0%	27.7%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	3.5%	$0	0.0%	32.6%	0	0.0%	3.8%	$0	0.0%	29.8%
	Total	*5*	*100.0%*	*$137*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$45*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: NC Raleigh

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Owner Occupied Units	Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	5	1.9%	$523	0.7%	2.0%	0	0.0%	1.4%	$0	0.0%	0.9%	2	2.9%	1.6%	$207	1.0%	1.0%
	Moderate	23	8.8%	$3,288	4.4%	17.0%	16	11.6%	14.3%	$2,144	5.6%	9.5%	3	4.3%	14.0%	$681	3.3%	9.7%
	Middle	74	28.5%	$17,555	23.7%	38.2%	32	23.2%	45.1%	$6,476	17.0%	40.3%	23	33.3%	46.1%	$5,374	26.2%	41.8%
	Upper	158	60.8%	$52,796	71.2%	42.9%	90	65.2%	39.1%	$29,504	77.4%	49.2%	41	59.4%	38.3%	$14,228	69.4%	47.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*260*	*100.0%*	*$74,162*	*100.0%*	*100.0%*	*138*	*100.0%*	*100.0%*	*$38,124*	*100.0%*	*100.0%*	*69*	*100.0%*	*100.0%*	*$20,490*	*100.0%*	*100.0%*
REFINANCE	Low	2	0.9%	$667	1.2%	2.0%	0	0.0%	1.9%	$0	0.0%	1.2%	0	0.0%	1.8%	$0	0.0%	1.2%
	Moderate	23	10.3%	$3,819	6.9%	17.0%	5	9.8%	15.6%	$1,058	8.5%	18.0%	12	11.3%	13.7%	$1,802	6.4%	9.1%
	Middle	75	33.5%	$15,305	27.6%	38.2%	15	29.4%	40.4%	$2,671	21.4%	35.7%	33	31.1%	39.6%	$6,754	24.1%	34.9%
	Upper	124	55.4%	$35,708	64.3%	42.9%	31	60.8%	42.1%	$8,776	70.2%	45.1%	61	57.5%	44.8%	$19,490	69.5%	54.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*224*	*100.0%*	*$55,499*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$12,505*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$28,046*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	0	0.0%	$0	0.0%	2.0%	0	0.0%	2.6%	$0	0.0%	2.2%	0	0.0%	3.0%	$0	0.0%	1.9%
	Moderate	1	33.3%	$78	19.3%	17.0%	1	33.3%	15.1%	$78	19.3%	9.9%	0	0.0%	14.6%	$0	0.0%	11.0%
	Middle	1	33.3%	$324	80.2%	38.2%	1	33.3%	39.0%	$324	80.2%	32.3%	0	0.0%	38.2%	$0	0.0%	28.3%
	Upper	1	33.3%	$2	0.5%	42.9%	1	33.3%	43.3%	$2	0.5%	55.6%	0	0.0%	44.2%	$0	0.0%	58.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3*	*100.0%*	*$404*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$404*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	11.1%	0	0.0%	9.6%	$0	0.0%	2.7%	0	0.0%	12.5%	$0	0.0%	7.7%
	Moderate	0	0.0%	$0	0.0%	25.3%	0	0.0%	32.7%	$0	0.0%	22.3%	0	0.0%	30.4%	$0	0.0%	25.4%
	Middle	0	0.0%	$0	0.0%	30.0%	0	0.0%	25.0%	$0	0.0%	14.8%	0	0.0%	35.7%	$0	0.0%	41.3%
	Upper	0	0.0%	$0	0.0%	33.5%	0	0.0%	32.7%	$0	0.0%	60.2%	0	0.0%	21.4%	$0	0.0%	25.6%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	7	1.4%	$1,190	0.9%	2.0%	0	0.0%	1.6%	$0	0.0%	1.1%	2	1.1%	1.7%	$207	0.4%	1.4%
	Moderate	47	9.7%	$7,185	5.5%	17.0%	22	11.5%	14.8%	$3,280	6.4%	12.8%	15	8.6%	14.0%	$2,483	5.1%	10.3%
	Middle	150	30.8%	$33,184	25.5%	38.2%	48	25.0%	43.4%	$9,471	18.6%	37.5%	56	32.0%	43.4%	$12,128	25.0%	39.2%
	Upper	283	58.1%	$88,506	68.0%	42.9%	122	63.5%	40.2%	$38,282	75.0%	48.6%	102	58.3%	40.9%	$33,718	69.5%	49.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*487*	*100.0%*	*$130,065*	*100.0%*	*100.0%*	*192*	*100.0%*	*100.0%*	*$51,033*	*100.0%*	*100.0%*	*175*	*100.0%*	*100.0%*	*$48,536*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	9	4.6%	$2,702	8.4%	3.6%	3	3.5%	3.4%	$1,100	8.0%	4.1%	4	5.4%	3.4%	$429	3.7%	4.1%
	Moderate	24	12.2%	$2,036	6.3%	16.2%	8	9.4%	15.2%	$238	1.7%	16.8%	8	10.8%	15.4%	$828	7.2%	16.2%
	Middle	62	31.5%	$8,819	27.4%	33.9%	32	37.6%	34.1%	$4,506	32.6%	33.1%	17	23.0%	34.2%	$2,413	21.0%	31.5%
	Upper	102	51.8%	$18,645	57.9%	46.2%	42	49.4%	45.7%	$7,984	57.7%	44.8%	45	60.8%	45.7%	$7,821	68.1%	47.4%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.4%	0	0.0%	0.1%	$0	0.0%	0.1%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.5%	$0	0.0%	0.8%	0	0.0%	1.2%	$0	0.0%	0.7%
	Total	*197*	*100.0%*	*$32,202*	*100.0%*	*100.0%*	*85*	*100.0%*	*100.0%*	*$13,828*	*100.0%*	*100.0%*	*74*	*100.0%*	*100.0%*	*$11,491*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	1.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	1.3%	$0	0.0%	0.2%
	Moderate	0	0.0%	$0	0.0%	12.2%	0	0.0%	7.3%	$0	0.0%	6.6%	0	0.0%	8.8%	$0	0.0%	11.9%
	Middle	1	100.0%	$130	100.0%	48.9%	1	100.0%	39.0%	$130	100.0%	34.7%	0	0.0%	47.5%	$0	0.0%	45.5%
	Upper	0	0.0%	$0	0.0%	37.4%	0	0.0%	53.7%	$0	0.0%	58.7%	0	0.0%	41.3%	$0	0.0%	42.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	1.3%	$0	0.0%	0.2%
	Total	*1*	*100.0%*	*$130*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$130*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: NC Raleigh

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	19	7.3%	$2,546	3.4%	19.5%	12	8.7%	6.4%	$1,545	4.1%	3.1%	3	4.3%	6.8%	$410	2.0%	3.4%
	Moderate	28	10.8%	$5,365	7.2%	15.8%	18	13.0%	16.5%	$3,410	8.9%	11.2%	5	7.2%	17.2%	$887	4.3%	12.0%
	Middle	26	10.0%	$6,045	8.2%	19.6%	11	8.0%	19.7%	$2,383	6.3%	17.7%	7	10.1%	20.3%	$1,743	8.5%	18.5%
	Upper	105	40.4%	$34,494	46.5%	45.1%	46	33.3%	40.8%	$13,722	36.0%	52.6%	25	36.2%	40.7%	$9,724	47.5%	52.2%
	Unknown	82	31.5%	$25,712	34.7%	0.0%	51	37.0%	16.6%	$17,064	44.8%	15.4%	29	42.0%	15.0%	$7,726	37.7%	13.9%
	Total	*260*	*100.0%*	*$74,162*	*100.0%*	*100.0%*	*138*	*100.0%*	*100.0%*	*$38,124*	*100.0%*	*100.0%*	*69*	*100.0%*	*100.0%*	*$20,490*	*100.0%*	*100.0%*
REFINANCE	Low	9	4.0%	$1,045	1.9%	19.5%	2	3.9%	6.3%	$224	1.8%	2.8%	4	3.8%	4.9%	$544	1.9%	2.5%
	Moderate	24	10.7%	$4,307	7.8%	15.8%	4	7.8%	13.5%	$668	5.3%	7.9%	10	9.4%	12.8%	$1,949	6.9%	8.6%
	Middle	33	14.7%	$6,510	11.7%	19.6%	11	21.6%	17.7%	$2,041	16.3%	12.9%	11	10.4%	17.4%	$2,221	7.9%	14.9%
	Upper	105	46.9%	$30,171	54.4%	45.1%	19	37.3%	41.5%	$5,802	46.4%	44.0%	43	40.6%	41.7%	$13,636	48.6%	52.1%
	Unknown	53	23.7%	$13,466	24.3%	0.0%	15	29.4%	21.0%	$3,770	30.1%	32.4%	38	35.8%	23.1%	$9,696	34.6%	21.9%
	Total	*224*	*100.0%*	*$55,499*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$12,505*	*100.0%*	*100.0%*	*106*	*100.0%*	*100.0%*	*$28,046*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	33.3%	$78	19.3%	19.5%	1	33.3%	6.5%	$78	19.3%	2.4%	0	0.0%	6.8%	$0	0.0%	3.1%
	Moderate	1	33.3%	$2	0.5%	15.8%	1	33.3%	15.4%	$2	0.5%	9.1%	0	0.0%	14.5%	$0	0.0%	8.5%
	Middle	0	0.0%	$0	0.0%	19.6%	0	0.0%	21.2%	$0	0.0%	20.2%	0	0.0%	20.4%	$0	0.0%	16.6%
	Upper	1	33.3%	$324	80.2%	45.1%	1	33.3%	42.1%	$324	80.2%	57.5%	0	0.0%	51.3%	$0	0.0%	64.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	14.7%	$0	0.0%	10.8%	0	0.0%	7.1%	$0	0.0%	7.7%
	Total	*3*	*100.0%*	*$404*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$404*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	19.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	15.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	19.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	45.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	29	6.0%	$3,669	2.8%	19.5%	15	7.8%	6.4%	$1,847	3.6%	2.9%	7	4.0%	6.1%	$954	2.0%	2.9%
	Moderate	53	10.9%	$9,674	7.4%	15.8%	23	12.0%	15.5%	$4,080	8.0%	9.6%	15	8.6%	15.4%	$2,836	5.8%	10.2%
	Middle	59	12.1%	$12,555	9.7%	19.6%	22	11.5%	19.1%	$4,424	8.7%	15.3%	18	10.3%	19.2%	$3,964	8.2%	16.3%
	Upper	211	43.3%	$64,989	50.0%	45.1%	66	34.4%	41.0%	$19,848	38.9%	47.3%	68	38.9%	41.3%	$23,360	48.1%	49.7%
	Unknown	135	27.7%	$39,178	30.1%	0.0%	66	34.4%	18.1%	$20,834	40.8%	24.9%	67	38.3%	18.1%	$17,422	35.9%	21.0%
	Total	*487*	*100.0%*	*$130,065*	*100.0%*	*100.0%*	*192*	*100.0%*	*100.0%*	*$51,033*	*100.0%*	*100.0%*	*175*	*100.0%*	*100.0%*	*$48,536*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	92	46.7%	$6,159	19.1%	91.2%	36	42.4%	48.8%	$2,500	18.1%	36.6%	34	45.9%	53.4%	$1,858	16.2%	39.9%
	Over $1 Million	74	37.6%	$21,303	66.2%	7.9%	34	40.0%					29	39.2%				
	Total Rev. available	166	84.3%	$27,462	85.3%	99.1%	70	82.4%					63	85.1%				
	Rev. Not Known	31	15.7%	$4,740	14.7%	0.9%	15	17.6%					11	14.9%				
	Total	*197*	*100.0%*	*$32,202*	*100.0%*	*100.0%*	*85*	*100.0%*					*74*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	128	65.0%	$4,199	13.0%		53	62.4%	91.8%	$1,777	12.9%	31.7%	50	67.6%	91.5%	$1,806	15.7%	32.2%
	$100,001 - $250,000	24	12.2%	$4,628	14.4%		12	14.1%	3.8%	$2,244	16.2%	15.4%	8	10.8%	3.9%	$1,665	14.5%	15.0%
	$250,001 - $1 Million	45	22.8%	$23,375	72.6%		20	23.5%	4.4%	$9,807	70.9%	52.9%	16	21.6%	4.6%	$8,020	69.8%	52.8%
	Total	*197*	*100.0%*	*$32,202*	*100.0%*		*85*	*100.0%*	*100.0%*	*$13,828*	*100.0%*	*100.0%*	*74*	*100.0%*	*100.0%*	*$11,491*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$130	100.0%	98.5%	1	100.0%	48.8%	$130	100.0%	51.3%	0	0.0%	58.8%	$0	0.0%	74.9%
	Over $1 Million	0	0.0%	$0	0.0%	1.5%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$130*	*100.0%*	*100.0%*	*1*	*100.0%*					*0*	*0.0%*				
Small Farm – Loan Size	$100,000 or Less	0	0.0%	$0	0.0%		0	0.0%	74.4%	$0	0.0%	23.2%	0	0.0%	83.8%	$0	0.0%	32.1%
	$100,001 - $250,000	1	100.0%	$130	100.0%		1	100.0%	20.7%	$130	100.0%	51.0%	0	0.0%	12.5%	$0	0.0%	41.7%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	4.9%	$0	0.0%	25.8%	0	0.0%	3.8%	$0	0.0%	26.2%
	Total	*1*	*100.0%*	*$130*	*100.0%*		*1*	*100.0%*	*100.0%*	*$130*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: OH Dayton

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	29	2.3%	$1,950	1.3%	4.5%	8	1.8%	1.6%	$621	1.1%	0.9%	14	2.6%	1.6%	$915	1.4%	1.0%
	Moderate	223	17.8%	$16,404	10.6%	17.6%	42	9.7%	12.0%	$2,722	4.8%	7.2%	116	21.3%	12.1%	$8,539	13.1%	7.4%
	Middle	594	47.5%	$60,677	39.3%	44.2%	210	48.5%	45.8%	$21,792	38.5%	38.5%	256	47.1%	44.7%	$25,815	39.7%	37.3%
	Upper	404	32.3%	$75,231	48.8%	33.7%	173	40.0%	40.6%	$31,437	55.6%	53.4%	158	29.0%	41.6%	$29,794	45.8%	54.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,250*	*100.0%*	*$154,262*	*100.0%*	*100.0%*	*433*	*100.0%*	*100.0%*	*$56,572*	*100.0%*	*100.0%*	*544*	*100.0%*	*100.0%*	*$65,063*	*100.0%*	*100.0%*
REFINANCE	Low	55	3.5%	$2,916	1.9%	4.5%	15	2.6%	2.2%	$747	1.4%	1.3%	20	2.8%	1.8%	$1,007	1.5%	1.0%
	Moderate	294	18.4%	$18,495	12.2%	17.6%	113	19.8%	14.4%	$7,086	13.4%	9.3%	136	18.9%	11.8%	$8,800	12.8%	7.8%
	Middle	750	47.1%	$62,519	41.4%	44.2%	265	46.5%	44.9%	$22,397	42.5%	39.9%	337	46.8%	43.8%	$27,730	40.5%	37.4%
	Upper	495	31.1%	$67,150	44.4%	33.7%	177	31.1%	38.4%	$22,519	42.7%	49.6%	227	31.5%	42.6%	$31,006	45.2%	53.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,594*	*100.0%*	*$151,080*	*100.0%*	*100.0%*	*570*	*100.0%*	*100.0%*	*$52,749*	*100.0%*	*100.0%*	*720*	*100.0%*	*100.0%*	*$68,543*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	5	3.2%	$109	1.6%	4.5%	2	4.4%	2.4%	$50	2.5%	1.1%	2	2.5%	3.3%	$20	0.5%	1.3%
	Moderate	34	21.9%	$1,060	15.3%	17.6%	11	24.4%	14.1%	$218	11.1%	6.6%	16	20.3%	12.9%	$495	13.0%	6.7%
	Middle	85	54.8%	$3,266	47.0%	44.2%	23	51.1%	48.0%	$803	40.9%	41.0%	45	57.0%	46.1%	$1,892	49.8%	42.7%
	Upper	31	20.0%	$2,513	36.2%	33.7%	9	20.0%	35.6%	$892	45.4%	51.3%	16	20.3%	37.7%	$1,395	36.7%	49.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*155*	*100.0%*	*$6,948*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$1,963*	*100.0%*	*100.0%*	*79*	*100.0%*	*100.0%*	*$3,802*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	11.4%	0	0.0%	6.8%	$0	0.0%	1.8%	0	0.0%	6.5%	$0	0.0%	2.7%
	Moderate	0	0.0%	$0	0.0%	26.6%	0	0.0%	16.9%	$0	0.0%	17.9%	0	0.0%	23.9%	$0	0.0%	26.6%
	Middle	0	0.0%	$0	0.0%	42.0%	0	0.0%	62.7%	$0	0.0%	60.2%	0	0.0%	45.7%	$0	0.0%	35.0%
	Upper	1	100.0%	$2,700	100.0%	20.0%	0	0.0%	13.6%	$0	0.0%	20.1%	1	100.0%	23.9%	$2,700	100.0%	35.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$2,700*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$2,700*	*100.0%*	*100.0%*
HMDA TOTALS	Low	89	3.0%	$4,975	1.6%	4.5%	25	2.4%	1.9%	$1,418	1.3%	1.1%	36	2.7%	1.8%	$1,942	1.4%	1.2%
	Moderate	551	18.4%	$35,959	11.4%	17.6%	166	15.8%	13.0%	$10,026	9.0%	8.4%	268	19.9%	12.1%	$17,834	12.7%	9.2%
	Middle	1,429	47.6%	$126,462	40.1%	44.2%	498	47.5%	45.6%	$44,992	40.4%	40.1%	638	47.5%	44.4%	$55,437	39.6%	37.2%
	Upper	931	31.0%	$147,594	46.9%	33.7%	359	34.3%	39.5%	$54,848	49.3%	50.3%	402	29.9%	41.7%	$64,895	46.3%	52.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*3,000*	*100.0%*	*$314,990*	*100.0%*	*100.0%*	*1,048*	*100.0%*	*100.0%*	*$111,284*	*100.0%*	*100.0%*	*1,344*	*100.0%*	*100.0%*	*$140,108*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	63	6.5%	$12,441	7.7%	6.7%	23	5.6%	6.3%	$4,573	6.7%	9.6%	27	7.8%	6.1%	$6,154	10.0%	8.8%
	Moderate	188	19.3%	$47,702	29.4%	17.5%	78	19.1%	17.2%	$18,100	26.6%	22.8%	64	18.5%	16.7%	$17,964	29.1%	22.3%
	Middle	408	41.9%	$62,035	38.2%	41.8%	180	44.1%	38.6%	$27,747	40.8%	36.0%	156	45.1%	39.4%	$25,449	41.2%	36.6%
	Upper	315	32.3%	$40,163	24.7%	34.0%	127	31.1%	36.6%	$17,537	25.8%	31.2%	99	28.6%	36.8%	$12,249	19.8%	32.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.3%	$0	0.0%	0.3%	0	0.0%	1.0%	$0	0.0%	0.2%
	Total	*974*	*100.0%*	*$162,341*	*100.0%*	*100.0%*	*408*	*100.0%*	*100.0%*	*$67,957*	*100.0%*	*100.0%*	*346*	*100.0%*	*100.0%*	*$61,816*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	5.6%	0	0.0%	4.8%	$0	0.0%	6.7%	0	0.0%	3.7%	$0	0.0%	2.1%
	Middle	11	57.9%	$726	48.2%	57.9%	2	40.0%	49.5%	$185	34.0%	47.2%	5	55.6%	49.2%	$183	32.5%	46.4%
	Upper	8	42.1%	$779	51.8%	35.7%	3	60.0%	45.6%	$359	66.0%	46.1%	4	44.4%	46.5%	$380	67.5%	51.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.0%
	Total	*19*	*100.0%*	*$1,505*	*100.0%*	*100.0%*	*5*	*100.0%*	*100.0%*	*$544*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$563*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: OH Dayton

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Families by Family Income	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg	
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %	
HOME PURCHASE	Low	218	17.4%	$13,728	8.9%	20.8%	48	11.1%	8.3%	$3,042	5.4%	4.1%	113	20.8%	7.9%	$7,160	11.0%	3.8%	
	Moderate	313	25.0%	$25,858	16.8%	18.1%	108	24.9%	20.8%	$9,126	16.1%	14.1%	132	24.3%	19.1%	$10,448	16.1%	13.2%	
	Middle	265	21.2%	$30,284	19.6%	21.0%	93	21.5%	22.2%	$10,600	18.7%	20.5%	122	22.4%	21.7%	$14,350	22.1%	19.9%	
	Upper	412	33.0%	$79,389	51.5%	40.2%	166	38.3%	33.5%	$31,795	56.2%	47.3%	164	30.1%	33.1%	$31,400	48.3%	46.6%	
	Unknown	42	3.4%	$5,003	3.2%	0.0%	18	4.2%	15.2%	$2,009	3.6%	14.0%	13	2.4%	18.1%	$1,705	2.6%	16.5%	
	Total	*1,250*	*100.0%*	*$154,262*	*100.0%*	*100.0%*	*433*	*100.0%*	*100.0%*	*$56,572*	*100.0%*	*100.0%*	*544*	*100.0%*	*100.0%*	*$65,063*	*100.0%*	*100.0%*	
REFINANCE	Low	275	17.3%	$16,676	11.0%	20.8%	95	16.7%	7.9%	$5,703	10.8%	4.8%	124	17.2%	6.8%	$7,633	11.1%	3.5%	
	Moderate	331	20.8%	$23,368	15.5%	18.1%	125	21.9%	15.8%	$8,806	16.7%	11.1%	150	20.8%	12.7%	$10,744	15.7%	8.3%	
	Middle	367	23.0%	$32,533	21.5%	21.0%	123	21.6%	20.2%	$10,551	20.0%	17.3%	173	24.0%	18.3%	$15,818	23.1%	14.7%	
	Upper	550	34.5%	$70,365	46.6%	40.2%	199	34.9%	36.8%	$24,267	46.0%	46.2%	244	33.9%	36.2%	$31,294	45.7%	44.7%	
	Unknown	71	4.5%	$8,138	5.4%	0.0%	28	4.9%	19.3%	$3,422	6.5%	20.6%	29	4.0%	26.0%	$3,054	4.5%	28.7%	
	Total	*1,594*	*100.0%*	*$151,080*	*100.0%*	*100.0%*	*570*	*100.0%*	*100.0%*	*$52,749*	*100.0%*	*100.0%*	*720*	*100.0%*	*100.0%*	*$68,543*	*100.0%*	*100.0%*	
HOME IMPROVEMENT	Low	38	24.5%	$941	13.5%	20.8%	12	26.7%	6.9%	$294	15.0%	3.9%	20	25.3%	9.4%	$537	14.1%	3.2%	
	Moderate	45	29.0%	$1,388	20.0%	18.1%	14	31.1%	17.5%	$357	18.2%	9.5%	25	31.6%	17.0%	$888	23.4%	8.1%	
	Middle	27	17.4%	$1,317	19.0%	21.0%	8	17.8%	20.4%	$263	13.4%	16.7%	14	17.7%	22.8%	$889	23.4%	19.6%	
	Upper	45	29.0%	$3,302	47.5%	40.2%	11	24.4%	41.1%	$1,049	53.4%	59.7%	20	25.3%	46.2%	$1,488	39.1%	63.5%	
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	14.1%	$0	0.0%	10.2%	0	0.0%	4.5%	$0	0.0%	5.6%	
	Total	*155*	*100.0%*	*$6,948*	*100.0%*	*100.0%*	*45*	*100.0%*	*100.0%*	*$1,963*	*100.0%*	*100.0%*	*79*	*100.0%*	*100.0%*	*$3,802*	*100.0%*	*100.0%*	
MULTIFAMILY	Low	0	0.0%	$0	0.0%	20.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Moderate	0	0.0%	$0	0.0%	18.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Middle	0	0.0%	$0	0.0%	21.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Upper	0	0.0%	$0	0.0%	40.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	
	Unknown	1	100.0%	$2,700	100.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	1	100.0%	100.0%	$2,700	100.0%	100.0%	
	Total	*1*	*100.0%*	*$2,700*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$2,700*	*100.0%*	*100.0%*	
HMDA TOTALS	Low	531	17.7%	$31,345	10.0%	20.8%	155	14.8%	8.1%	$9,039	8.1%	4.1%	257	19.1%	7.5%	$15,330	10.9%	3.4%	
	Moderate	689	23.0%	$50,614	16.1%	18.1%	247	23.6%	18.7%	$18,289	16.4%	12.3%	307	22.8%	16.4%	$22,080	15.8%	10.2%	
	Middle	659	22.0%	$64,134	20.4%	21.0%	224	21.4%	21.3%	$21,414	19.2%	18.3%	309	23.0%	20.4%	$31,057	22.2%	16.3%	
	Upper	1,007	33.6%	$153,056	48.6%	40.2%	376	35.9%	35.0%	$57,111	51.3%	44.7%	428	31.8%	34.8%	$64,182	45.8%	42.0%	
	Unknown	114	3.8%	$15,841	5.0%	0.0%	46	4.4%	16.9%	$5,431	4.9%	20.6%	43	3.2%	20.9%	$7,459	5.3%	28.1%	
	Total	*3,000*	*100.0%*	*$314,990*	*100.0%*	*100.0%*	*1,048*	*100.0%*	*100.0%*	*$111,284*	*100.0%*	*100.0%*	*1,344*	*100.0%*	*100.0%*	*$140,108*	*100.0%*	*100.0%*	
Small Business						**Total Businesses**													
Small Business – Revenue	$1 Million or Less	463	47.5%	$21,509	13.2%	89.0%	176	43.1%	41.8%	$8,862	13.0%	27.5%	161	46.5%	45.1%	$7,179	11.6%	29.1%	
	Over $1 Million	338	34.7%	$121,259	74.7%	10.1%	136	33.3%					132	38.2%					
	Total Rev. available	801	82.2%	$142,768	87.9%	99.1%	312	76.4%					293	84.7%					
	Rev. Not Known	173	17.8%	$19,573	12.1%	0.9%	96	23.5%					53	15.3%					
	Total	*974*	*100.0%*	*$162,341*	*100.0%*	*100.0%*	*408*	*100.0%*					*346*	*100.0%*					
Small Business – Loan Size	$100,000 or Less	644	66.1%	$21,861	13.5%		265	65.0%	88.3%	$8,885	13.1%	25.9%	226	65.3%	89.4%	$8,279	13.4%	27.6%	
	$100,001 - $250,000	135	13.9%	$24,734	15.2%		62	15.2%	6.0%	$11,254	16.6%	18.8%	46	13.3%	5.4%	$8,523	13.8%	17.8%	
	$250,001 - $1 Million	195	20.0%	$115,746	71.3%		81	19.9%	5.8%	$47,818	70.4%	55.3%	74	21.4%	5.3%	$45,014	72.8%	54.6%	
	Total	*974*	*100.0%*	*$162,341*	*100.0%*		*408*	*100.0%*	*100.0%*	*$67,957*	*100.0%*	*100.0%*	*346*	*100.0%*	*100.0%*	*$61,816*	*100.0%*	*100.0%*	
Small Farm						**Total Farms**													
Small Farm – Revenue	$1 Million or Less	13	68.4%	$382	25.4%	97.8%	3	60.0%	60.4%	$204	37.5%	58.9%	6	66.7%	55.4%	$80	14.2%	56.6%	
	Over $1 Million	1	5.3%	$300	19.9%	2.3%	0	0.0%					1	11.1%					
	Not Known	5	26.3%	$823	54.7%	0.0%	2	40.0%					2	22.2%					
	Total	*19*	*100.0%*	*$1,505*	*100.0%*	*100.0%*	*5*	*100.0%*					*9*	*100.0%*					
Small Farm – Loan Size	$100,000 or Less	14	73.7%	$308	20.5%		3	60.0%	69.7%	$90	16.5%	20.3%	7	77.8%	71.1%	$120	21.3%	19.3%	
	$100,001 - $250,000	2	10.5%	$297	19.7%		1	20.0%	18.0%	$154	28.3%	32.5%	1	11.1%	15.7%	$143	25.4%	27.8%	
	$250,001 - $500,000	3	15.8%	$900	59.8%		1	20.0%	12.3%	$300	55.1%	47.2%	1	11.1%	13.2%	$300	53.3%	52.9%	
	Total	*19*	*100.0%*	*$1,505*	*100.0%*		*5*	*100.0%*	*100.0%*	*$544*	*100.0%*	*100.0%*	*9*	*100.0%*	*100.0%*	*$563*	*100.0%*	*100.0%*	

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: OH Lima

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
		Bank				Owner Occupied Units	2014						2015						
		Count		Dollar			Count			Dollar			Count			Dollar			
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	5.6%	0	0.0%	3.1%	$0	0.0%	1.4%	0	0.0%	1.5%	$0	0.0%	0.7%
	Moderate	3	6.7%	$175	3.3%	10.4%	2	7.4%	6.9%	$107	3.4%	4.2%	1	8.3%	6.4%	$68	4.3%	3.6%
	Middle	22	48.9%	$2,388	44.8%	51.3%	14	51.9%	50.3%	$1,568	50.0%	45.4%	3	25.0%	50.9%	$387	24.2%	45.5%
	Upper	20	44.4%	$2,762	51.9%	32.7%	11	40.7%	39.7%	$1,464	46.6%	49.0%	8	66.7%	41.3%	$1,143	71.5%	50.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*45*	*100.0%*	*$5,325*	*100.0%*	*100.0%*	*27*	*100.0%*	*100.0%*	*$3,139*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$1,598*	*100.0%*	*100.0%*
REFINANCE	Low	8	10.4%	$343	5.8%	5.6%	4	10.0%	3.5%	$170	7.1%	1.9%	4	13.3%	3.4%	$173	6.2%	1.7%
	Moderate	11	14.3%	$489	8.2%	10.4%	6	15.0%	6.9%	$212	8.9%	3.8%	3	10.0%	8.3%	$178	6.3%	4.4%
	Middle	35	45.5%	$2,810	47.3%	51.3%	17	42.5%	50.6%	$971	40.6%	46.9%	15	50.0%	51.6%	$1,493	53.1%	50.8%
	Upper	23	29.9%	$2,300	38.7%	32.7%	13	32.5%	39.0%	$1,041	43.5%	47.4%	8	26.7%	36.7%	$968	34.4%	43.2%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*77*	*100.0%*	*$5,942*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$2,394*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$2,812*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	14.3%	$10	2.2%	5.6%	1	25.0%	2.5%	$10	5.0%	2.4%	0	0.0%	2.6%	$0	0.0%	1.1%
	Moderate	0	0.0%	$0	0.0%	10.4%	0	0.0%	6.3%	$0	0.0%	5.7%	0	0.0%	7.0%	$0	0.0%	1.7%
	Middle	5	71.4%	$396	85.3%	51.3%	2	50.0%	46.3%	$132	66.0%	46.0%	2	100.0%	62.6%	$53	100.0%	65.2%
	Upper	1	14.3%	$58	12.5%	32.7%	1	25.0%	45.0%	$58	29.0%	45.8%	0	0.0%	27.8%	$0	0.0%	32.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*7*	*100.0%*	*$464*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$200*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$53*	*100.0%*	*100.0%*
MULTI FAMILY						Multi-Family Units												
	Low	0	0.0%	$0	0.0%	13.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	25.0%	$0	0.0%	16.9%
	Moderate	0	0.0%	$0	0.0%	21.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	54.9%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	75.0%	$0	0.0%	83.1%
	Upper	0	0.0%	$0	0.0%	10.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	9	7.0%	$353	3.0%	5.6%	5	7.0%	3.2%	$180	3.1%	1.5%	4	9.1%	2.3%	$173	3.9%	1.3%
	Moderate	14	10.9%	$664	5.7%	10.4%	8	11.3%	6.9%	$319	5.6%	4.0%	4	9.1%	7.1%	$246	5.5%	3.8%
	Middle	62	48.1%	$5,594	47.7%	51.3%	33	46.5%	50.3%	$2,671	46.6%	46.8%	20	45.5%	51.9%	$1,933	43.3%	48.5%
	Upper	44	34.1%	$5,120	43.6%	32.7%	25	35.2%	39.6%	$2,563	44.7%	47.6%	16	36.4%	38.8%	$2,111	47.3%	46.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*129*	*100.0%*	*$11,731*	*100.0%*	*100.0%*	*71*	*100.0%*	*100.0%*	*$5,733*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$4,463*	*100.0%*	*100.0%*
SMALL BUSINESSES						Small Businesses												
	Low	12	27.3%	$913	31.0%	14.2%	1	8.3%	13.0%	$25	2.6%	17.4%	6	26.1%	14.2%	$439	31.9%	24.0%
	Moderate	6	13.6%	$195	6.6%	10.4%	2	16.7%	9.7%	$57	6.0%	10.3%	3	13.0%	6.3%	$88	6.4%	6.6%
	Middle	13	29.5%	$876	29.7%	48.4%	4	33.3%	45.0%	$228	24.1%	40.9%	7	30.4%	48.5%	$528	38.4%	44.1%
	Upper	13	29.5%	$964	32.7%	27.0%	5	41.7%	30.9%	$635	67.2%	31.1%	7	30.4%	30.1%	$320	23.3%	25.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	0.3%	0	0.0%	0.9%	$0	0.0%	0.2%
	Total	*44*	*100.0%*	*$2,948*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$945*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$1,375*	*100.0%*	*100.0%*
SMALL FARM						Small Farms												
	Low	0	0.0%	$0	0.0%	0.0%	0	0.0%	1.5%	$0	0.0%	1.3%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	0.4%	0	0.0%	0.8%	$0	0.0%	0.7%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	1	100.0%	$12	100.0%	83.2%	0	0.0%	80.8%	$0	0.0%	79.0%	1	100.0%	87.2%	$12	100.0%	86.0%
	Upper	0	0.0%	$0	0.0%	16.4%	0	0.0%	16.2%	$0	0.0%	17.6%	0	0.0%	12.8%	$0	0.0%	14.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.8%	$0	0.0%	1.4%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$12*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$12*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: OH Lima

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016: Bank Count #	Bank Count %	Bank Dollar $ (000s)	Bank Dollar $ %	Families by Family Income %	2014 Count Bank #	2014 Count Bank %	2014 Count Agg %	2014 Dollar Bank $(000s)	2014 Dollar Bank $ %	2014 Dollar Agg $ %	2015 Count Bank #	2015 Count Bank %	2015 Count Agg %	2015 Dollar Bank $(000s)	2015 Dollar Bank $ %	2015 Dollar Agg $ %
HOME PURCHASE	Low	3	6.7%	$173	3.2%	21.5%	0	0.0%	9.9%	$0	0.0%	5.4%	1	8.3%	8.2%	$69	4.3%	4.6%
	Moderate	14	31.1%	$1,544	29.0%	17.5%	7	25.9%	22.3%	$691	22.0%	16.3%	4	33.3%	19.9%	$491	30.7%	14.0%
	Middle	15	33.3%	$1,548	29.1%	22.4%	12	44.4%	25.3%	$1,110	35.4%	24.2%	3	25.0%	22.9%	$438	27.4%	22.8%
	Upper	13	28.9%	$2,060	38.7%	38.7%	8	29.6%	31.1%	$1,338	42.6%	43.4%	4	33.3%	30.8%	$600	37.5%	42.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	11.5%	$0	0.0%	10.6%	0	0.0%	18.1%	$0	0.0%	15.7%
	Total	*45*	*100.0%*	*$5,325*	*100.0%*	*100.0%*	*27*	*100.0%*	*100.0%*	*$3,139*	*100.0%*	*100.0%*	*12*	*100.0%*	*100.0%*	*$1,598*	*100.0%*	*100.0%*
REFINANCE	Low	11	14.3%	$514	8.7%	21.5%	6	15.0%	8.1%	$251	10.5%	4.2%	5	16.7%	6.4%	$263	9.4%	3.1%
	Moderate	17	22.1%	$815	13.7%	17.5%	12	30.0%	20.0%	$573	23.9%	15.0%	5	16.7%	19.2%	$242	8.6%	12.4%
	Middle	21	27.3%	$1,153	19.4%	22.4%	8	20.0%	24.8%	$439	18.3%	21.2%	10	33.3%	22.8%	$525	18.7%	18.0%
	Upper	26	33.8%	$3,006	50.6%	38.7%	13	32.5%	35.6%	$1,035	43.2%	46.8%	9	30.0%	35.2%	$1,424	50.6%	46.9%
	Unknown	2	2.6%	$454	7.6%	0.0%	1	2.5%	11.5%	$96	4.0%	12.7%	1	3.3%	16.4%	$358	12.7%	19.6%
	Total	*77*	*100.0%*	*$5,942*	*100.0%*	*100.0%*	*40*	*100.0%*	*100.0%*	*$2,394*	*100.0%*	*100.0%*	*30*	*100.0%*	*100.0%*	*$2,812*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	3	42.9%	$83	17.9%	21.5%	2	50.0%	8.8%	$38	19.0%	4.1%	1	50.0%	6.1%	$45	84.9%	3.0%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	21.3%	$0	0.0%	19.0%	0	0.0%	17.4%	$0	0.0%	8.4%
	Middle	1	14.3%	$8	1.7%	22.4%	0	0.0%	16.3%	$0	0.0%	11.4%	1	50.0%	29.6%	$8	15.1%	17.8%
	Upper	3	42.9%	$373	80.4%	38.7%	2	50.0%	48.8%	$162	81.0%	63.9%	0	0.0%	40.0%	$0	0.0%	66.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	5.0%	$0	0.0%	1.6%	0	0.0%	7.0%	$0	0.0%	4.1%
	Total	*7*	*100.0%*	*$464*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$200*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$53*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	38.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	17	13.2%	$770	6.6%	21.5%	8	11.3%	9.2%	$289	5.0%	4.9%	7	15.9%	7.4%	$377	8.4%	3.9%
	Moderate	31	24.0%	$2,359	20.1%	17.5%	19	26.8%	21.4%	$1,264	22.0%	15.7%	9	20.5%	19.5%	$733	16.4%	13.1%
	Middle	37	28.7%	$2,709	23.1%	22.4%	20	28.2%	24.7%	$1,549	27.0%	22.6%	14	31.8%	23.2%	$971	21.8%	20.6%
	Upper	42	32.6%	$5,439	46.4%	38.7%	23	32.4%	33.4%	$2,535	44.2%	44.1%	13	29.5%	32.9%	$2,024	45.4%	44.6%
	Unknown	2	1.6%	$454	3.9%	0.0%	1	1.4%	11.3%	$96	1.7%	12.6%	1	2.3%	17.0%	$358	8.0%	17.8%
	Total	*129*	*100.0%*	*$11,731*	*100.0%*	*100.0%*	*71*	*100.0%*	*100.0%*	*$5,733*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$4,463*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	22	50.0%	$886	30.1%	88.3%	5	41.7%	32.7%	$188	19.9%	25.3%	13	56.5%	30.3%	$420	30.5%	23.7%
	Over $1 Million	9	20.5%	$1,335	45.3%	10.7%	1	8.3%					5	21.7%				
	Total Rev. available	31	70.5%	$2,221	75.4%	99.0%	6	50.0%					18	78.2%				
	Rev. Not Known	13	29.5%	$727	24.7%	1.0%	6	50.0%					5	21.7%				
	Total	*44*	*100.0%*	*$2,948*	*100.0%*	*100.0%*	*12*	*100.0%*					*23*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	39	88.6%	$1,400	47.5%		10	83.3%	88.3%	$385	40.7%	21.2%	21	91.3%	87.7%	$641	46.6%	23.6%
	$100,001 - $250,000	1	2.3%	$110	3.7%		1	8.3%	5.4%	$110	11.6%	17.5%	0	0.0%	5.8%	$0	0.0%	16.1%
	$250,001 - $1 Million	4	9.1%	$1,438	48.8%		1	8.3%	6.3%	$450	47.6%	61.4%	2	8.7%	6.5%	$734	53.4%	60.4%
	Total	*44*	*100.0%*	*$2,948*	*100.0%*		*12*	*100.0%*	*100.0%*	*$945*	*100.0%*	*100.0%*	*23*	*100.0%*	*100.0%*	*$1,375*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$12	100.0%	99.2%	0	0.0%	70.8%	$0	0.0%	60.3%	1	100.0%	70.7%	$12	100.0%	73.6%
	Over $1 Million	0	0.0%	$0	0.0%	0.8%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$12*	*100.0%*	*100.0%*	*0*	*0.0%*					*1*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$12	100.0%		0	0.0%	60.0%	$0	0.0%	22.2%	1	100.0%	61.7%	$12	100.0%	21.6%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	26.2%	$0	0.0%	34.7%	0	0.0%	27.1%	$0	0.0%	37.8%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	13.8%	$0	0.0%	43.1%	0	0.0%	11.3%	$0	0.0%	40.6%
	Total	*1*	*100.0%*	*$12*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$12*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: OH Northwest OH

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.2%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Moderate	74	9.5%	$5,508	5.5%	9.1%	25	7.6%	8.6%	$1,850	4.7%	5.9%	31	10.3%	8.7%	$2,115	5.2%	5.9%
	Middle	399	51.1%	$44,484	44.7%	58.9%	194	59.0%	56.6%	$20,912	52.8%	52.5%	131	43.7%	54.6%	$15,186	37.5%	50.2%
	Upper	308	39.4%	$49,544	49.8%	31.7%	110	33.4%	34.6%	$16,862	42.6%	41.5%	138	46.0%	36.5%	$23,231	57.3%	43.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*781*	*100.0%*	*$99,536*	*100.0%*	*100.0%*	*329*	*100.0%*	*100.0%*	*$39,624*	*100.0%*	*100.0%*	*300*	*100.0%*	*100.0%*	*$40,532*	*100.0%*	*100.0%*
REFINANCE	Low	1	0.1%	$58	0.1%	0.3%	0	0.0%	0.3%	$0	0.0%	0.1%	0	0.0%	0.2%	$0	0.0%	0.1%
	Moderate	87	10.1%	$6,206	7.3%	9.1%	35	10.5%	7.6%	$2,431	7.6%	5.5%	30	8.9%	7.3%	$2,213	6.3%	4.9%
	Middle	453	52.5%	$40,325	47.6%	58.9%	180	54.1%	56.7%	$15,853	49.7%	52.3%	181	53.7%	53.8%	$16,708	47.5%	49.5%
	Upper	322	37.3%	$38,204	45.1%	31.7%	118	35.4%	35.4%	$13,601	42.7%	42.0%	126	37.4%	38.7%	$16,278	46.2%	45.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*863*	*100.0%*	*$84,793*	*100.0%*	*100.0%*	*333*	*100.0%*	*100.0%*	*$31,885*	*100.0%*	*100.0%*	*337*	*100.0%*	*100.0%*	*$35,199*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	0.7%	$7	0.1%	0.3%	1	1.9%	0.1%	$7	0.3%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%
	Moderate	13	9.5%	$415	6.2%	9.1%	5	9.6%	8.6%	$194	7.7%	5.5%	3	5.8%	8.6%	$99	3.6%	5.7%
	Middle	85	62.0%	$3,864	57.6%	58.9%	36	69.2%	56.5%	$1,726	68.3%	54.9%	32	61.5%	56.4%	$1,365	49.5%	48.8%
	Upper	38	27.7%	$2,422	36.1%	31.7%	10	19.2%	34.8%	$601	23.8%	39.6%	17	32.7%	34.9%	$1,291	46.9%	45.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*137*	*100.0%*	*$6,708*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$2,528*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$2,755*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	0.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	22.8%	0	0.0%	45.0%	$0	0.0%	25.5%	0	0.0%	16.3%	$0	0.0%	32.3%
	Middle	0	0.0%	$0	0.0%	51.6%	0	0.0%	45.0%	$0	0.0%	58.1%	0	0.0%	53.5%	$0	0.0%	26.0%
	Upper	0	0.0%	$0	0.0%	24.8%	0	0.0%	10.0%	$0	0.0%	16.4%	0	0.0%	30.2%	$0	0.0%	41.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	2	0.1%	$65	0.0%	0.3%	1	0.1%	0.2%	$7	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Moderate	174	9.8%	$12,129	6.3%	9.1%	65	9.1%	8.3%	$4,475	6.0%	5.8%	64	9.3%	8.2%	$4,427	5.6%	6.4%
	Middle	937	52.6%	$88,673	46.4%	58.9%	410	57.4%	56.6%	$38,491	52.0%	52.5%	344	49.9%	54.4%	$33,259	42.4%	49.1%
	Upper	668	37.5%	$90,170	47.2%	31.7%	238	33.3%	34.9%	$31,064	42.0%	41.5%	281	40.8%	37.2%	$40,800	52.0%	44.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,781*	*100.0%*	*$191,037*	*100.0%*	*100.0%*	*714*	*100.0%*	*100.0%*	*$74,037*	*100.0%*	*100.0%*	*689*	*100.0%*	*100.0%*	*$78,486*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	1	0.2%	$6	0.0%	0.4%	0	0.0%	0.3%	$0	0.0%	0.1%	1	0.5%	0.3%	$6	0.0%	0.4%
	Moderate	72	16.5%	$14,053	19.5%	12.6%	27	15.0%	11.2%	$5,905	20.3%	15.0%	33	17.7%	11.5%	$6,216	19.3%	15.4%
	Middle	221	50.7%	$33,175	46.1%	56.5%	92	51.1%	54.3%	$14,534	49.9%	53.9%	98	52.7%	53.8%	$15,578	48.3%	49.2%
	Upper	142	32.6%	$24,707	34.3%	30.5%	61	33.9%	31.9%	$8,687	29.8%	30.3%	54	29.0%	31.9%	$10,449	32.4%	34.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.3%	$0	0.0%	0.6%	0	0.0%	2.4%	$0	0.0%	1.0%
	Total	*436*	*100.0%*	*$71,941*	*100.0%*	*100.0%*	*180*	*100.0%*	*100.0%*	*$29,126*	*100.0%*	*100.0%*	*186*	*100.0%*	*100.0%*	*$32,249*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	1.5%	0	0.0%	0.6%	$0	0.0%	0.7%	0	0.0%	1.2%	$0	0.0%	1.4%
	Middle	10	55.6%	$1,242	73.8%	59.9%	1	25.0%	64.5%	$13	6.0%	65.0%	7	70.0%	59.1%	$954	87.1%	59.8%
	Upper	8	44.4%	$441	26.2%	38.5%	3	75.0%	34.5%	$205	94.0%	33.1%	3	30.0%	39.2%	$141	12.9%	38.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.5%	$0	0.0%	1.2%	0	0.0%	0.6%	$0	0.0%	0.3%
	Total	*18*	*100.0%*	*$1,683*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$218*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,095*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: OH Northwest OH

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	64	8.2%	$4,102	4.1%	16.8%	27	8.2%	6.3%	$1,660	4.2%	3.4%	23	7.7%	7.4%	$1,387	3.4%	4.2%
	Moderate	197	25.2%	$16,873	17.0%	17.3%	90	27.4%	23.9%	$7,707	19.5%	17.5%	66	22.0%	22.7%	$5,545	13.7%	16.6%
	Middle	209	26.8%	$23,560	23.7%	22.1%	82	24.9%	22.7%	$8,968	22.6%	21.1%	89	29.7%	22.8%	$10,383	25.6%	21.2%
	Upper	292	37.4%	$52,722	53.0%	43.8%	123	37.4%	31.0%	$20,635	52.1%	43.7%	113	37.7%	30.7%	$22,086	54.5%	43.7%
	Unknown	19	2.4%	$2,279	2.3%	0.0%	7	2.1%	16.1%	$654	1.7%	14.3%	9	3.0%	16.5%	$1,131	2.8%	14.3%
	Total	*781*	*100.0%*	*$99,536*	*100.0%*	*100.0%*	*329*	*100.0%*	*100.0%*	*$39,624*	*100.0%*	*100.0%*	*300*	*100.0%*	*100.0%*	*$40,532*	*100.0%*	*100.0%*
REFINANCE	Low	68	7.9%	$4,175	4.9%	16.8%	27	8.1%	7.4%	$1,464	4.6%	4.4%	26	7.7%	5.7%	$1,857	5.3%	3.0%
	Moderate	177	20.5%	$12,605	14.9%	17.3%	73	21.9%	18.7%	$5,026	15.8%	13.2%	68	20.2%	16.3%	$5,188	14.7%	11.0%
	Middle	235	27.2%	$19,663	23.2%	22.1%	97	29.1%	24.2%	$7,384	23.2%	20.6%	89	26.4%	22.7%	$8,233	23.4%	18.8%
	Upper	362	41.9%	$46,105	54.4%	43.8%	128	38.4%	36.6%	$17,303	54.3%	47.5%	148	43.9%	38.2%	$19,128	54.3%	48.7%
	Unknown	21	2.4%	$2,245	2.6%	0.0%	8	2.4%	13.1%	$708	2.2%	14.3%	6	1.8%	17.1%	$793	2.3%	18.5%
	Total	*863*	*100.0%*	*$84,793*	*100.0%*	*100.0%*	*333*	*100.0%*	*100.0%*	*$31,885*	*100.0%*	*100.0%*	*337*	*100.0%*	*100.0%*	*$35,199*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	20	14.6%	$465	6.9%	16.8%	7	13.5%	7.8%	$161	6.4%	4.9%	9	17.3%	8.6%	$225	8.2%	3.4%
	Moderate	28	20.4%	$1,466	21.9%	17.3%	10	19.2%	20.4%	$595	23.5%	14.3%	10	19.2%	20.6%	$546	19.8%	13.0%
	Middle	47	34.3%	$1,893	28.2%	22.1%	20	38.5%	27.9%	$793	31.4%	22.4%	17	32.7%	25.6%	$596	21.6%	20.7%
	Upper	42	30.7%	$2,884	43.0%	43.8%	15	28.8%	39.0%	$979	38.7%	52.4%	16	30.8%	40.5%	$1,388	50.4%	56.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.9%	$0	0.0%	6.0%	0	0.0%	4.6%	$0	0.0%	5.9%
	Total	*137*	*100.0%*	*$6,708*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$2,528*	*100.0%*	*100.0%*	*52*	*100.0%*	*100.0%*	*$2,755*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	16.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	22.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	43.8%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	152	8.5%	$8,742	4.6%	16.8%	61	8.5%	6.8%	$3,285	4.4%	3.8%	58	8.4%	6.8%	$3,469	4.4%	3.6%
	Moderate	402	22.6%	$30,944	16.2%	17.3%	173	24.2%	21.7%	$13,328	18.0%	15.7%	144	20.9%	20.1%	$11,279	14.4%	13.9%
	Middle	491	27.6%	$45,116	23.6%	22.1%	199	27.9%	23.6%	$17,145	23.2%	20.9%	195	28.3%	22.9%	$19,212	24.5%	19.6%
	Upper	696	39.1%	$101,711	53.2%	43.8%	266	37.3%	33.6%	$38,917	52.6%	45.2%	277	40.2%	34.1%	$42,602	54.3%	44.6%
	Unknown	40	2.2%	$4,524	2.4%	0.0%	15	2.1%	14.4%	$1,362	1.8%	14.5%	15	2.2%	16.1%	$1,924	2.5%	18.4%
	Total	*1,781*	*100.0%*	*$191,037*	*100.0%*	*100.0%*	*714*	*100.0%*	*100.0%*	*$74,037*	*100.0%*	*100.0%*	*689*	*100.0%*	*100.0%*	*$78,486*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	223	51.1%	$16,606	23.1%	88.7%	86	47.8%	40.5%	$5,199	17.9%	32.1%	95	51.1%	42.7%	$8,358	25.9%	32.5%
	Over $1 Million	120	27.5%	$44,230	61.5%	9.4%	49	27.2%					53	28.5%				
	Total Rev. available	343	78.6%	$60,836	84.6%	98.1%	135	75.0%					148	79.6%				
	Rev. Not Known	93	21.3%	$11,105	15.4%	1.9%	45	25.0%					38	20.4%				
	Total	*436*	*100.0%*	*$71,941*	*100.0%*	*100.0%*	*180*	*100.0%*					*186*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	290	66.5%	$9,099	12.6%		118	65.6%	91.2%	$3,995	13.7%	30.7%	123	66.1%	91.8%	$3,673	11.4%	31.3%
	$100,001 - $250,000	68	15.6%	$11,948	16.6%		31	17.2%	4.5%	$5,352	18.4%	17.7%	27	14.5%	4.0%	$4,865	15.1%	15.5%
	$250,001 - $1 Million	78	17.9%	$50,894	70.7%		31	17.2%	4.2%	$19,779	67.9%	51.6%	36	19.4%	4.3%	$23,711	73.5%	53.2%
	Total	*436*	*100.0%*	*$71,941*	*100.0%*		*180*	*100.0%*	*100.0%*	*$29,126*	*100.0%*	*100.0%*	*186*	*100.0%*	*100.0%*	*$32,249*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	12	66.7%	$462	27.5%	98.8%	4	100.0%	64.8%	$218	100.0%	69.2%	5	50.0%	67.4%	$119	10.9%	74.5%
	Over $1 Million	2	11.1%	$560	33.3%	1.2%	0	0.0%					2	20.0%				
	Not Known	4	22.2%	$661	39.3%	0.0%	0	0.0%					3	30.0%				
	Total	*18*	*100.0%*	*$1,683*	*100.0%*	*100.0%*	*4*	*100.0%*					*10*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	12	66.7%	$427	25.4%		3	75.0%	71.7%	$108	49.5%	25.6%	6	60.0%	73.8%	$194	17.7%	27.8%
	$100,001 - $250,000	5	27.8%	$941	55.9%		1	25.0%	18.3%	$110	50.5%	33.8%	3	30.0%	17.8%	$586	53.5%	36.2%
	$250,001 - $500,000	1	5.6%	$315	18.7%		0	0.0%	10.0%	$0	0.0%	40.6%	1	10.0%	8.5%	$315	28.8%	36.0%
	Total	*18*	*100.0%*	*$1,683*	*100.0%*		*4*	*100.0%*	*100.0%*	*$218*	*100.0%*	*100.0%*	*10*	*100.0%*	*100.0%*	*$1,095*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: OH Southwest OH

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Owner Occupied Units	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	3	0.5%	$159	0.2%	1.6%	2	0.8%	0.7%	$99	0.4%	0.5%	1	0.4%	1.1%	$60	0.2%	0.6%
	Moderate	112	18.2%	$9,291	14.5%	17.6%	50	19.3%	12.6%	$3,883	15.0%	9.9%	40	16.9%	14.5%	$3,469	13.3%	11.7%
	Middle	455	74.0%	$48,327	75.3%	72.1%	187	72.2%	73.8%	$19,588	75.5%	73.6%	180	75.9%	72.6%	$19,457	74.6%	73.0%
	Upper	45	7.3%	$6,401	10.0%	8.7%	20	7.7%	12.9%	$2,383	9.2%	16.0%	16	6.8%	11.8%	$3,109	11.9%	14.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*615*	*100.0%*	*$64,178*	*100.0%*	*100.0%*	*259*	*100.0%*	*100.0%*	*$25,953*	*100.0%*	*100.0%*	*237*	*100.0%*	*100.0%*	*$26,095*	*100.0%*	*100.0%*
REFINANCE	Low	2	0.3%	$102	0.1%	1.6%	0	0.0%	1.0%	$0	0.0%	0.9%	2	0.7%	0.6%	$102	0.4%	0.3%
	Moderate	127	17.5%	$9,495	13.7%	17.6%	53	20.7%	13.2%	$4,170	17.8%	10.5%	37	12.3%	13.2%	$2,708	9.3%	10.7%
	Middle	528	72.7%	$51,986	75.1%	72.1%	179	69.9%	75.3%	$16,850	72.0%	76.0%	235	78.3%	75.9%	$23,334	80.2%	76.4%
	Upper	69	9.5%	$7,624	11.0%	8.7%	24	9.4%	10.5%	$2,383	10.2%	12.6%	26	8.7%	10.2%	$2,945	10.1%	12.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.1%	0	0.0%	0.1%	$0	0.0%	0.1%
	Total	*726*	*100.0%*	*$69,207*	*100.0%*	*100.0%*	*256*	*100.0%*	*100.0%*	*$23,403*	*100.0%*	*100.0%*	*300*	*100.0%*	*100.0%*	*$29,089*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	0.6%	$21	0.3%	1.6%	0	0.0%	1.0%	$0	0.0%	0.2%	1	1.4%	1.9%	$21	0.6%	0.6%
	Moderate	45	28.7%	$1,859	28.0%	17.6%	14	28.0%	16.4%	$694	32.4%	16.2%	19	26.4%	15.5%	$874	26.9%	13.1%
	Middle	102	65.0%	$4,317	65.1%	72.1%	33	66.0%	74.2%	$1,313	61.2%	70.9%	48	66.7%	73.5%	$2,082	64.1%	75.8%
	Upper	9	5.7%	$435	6.6%	8.7%	3	6.0%	8.4%	$137	6.4%	12.7%	4	5.6%	9.0%	$273	8.4%	10.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*157*	*100.0%*	*$6,632*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$2,144*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$3,250*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	0	0.0%	$0	0.0%	16.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	18.8%	$0	0.0%	7.1%
	Moderate	0	0.0%	$0	0.0%	18.5%	0	0.0%	60.0%	$0	0.0%	31.2%	0	0.0%	31.3%	$0	0.0%	21.5%
	Middle	0	0.0%	$0	0.0%	55.7%	0	0.0%	40.0%	$0	0.0%	68.8%	0	0.0%	43.8%	$0	0.0%	49.7%
	Upper	0	0.0%	$0	0.0%	9.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	6.3%	$0	0.0%	21.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	6	0.4%	$282	0.2%	1.6%	2	0.4%	0.8%	$99	0.2%	0.6%	4	0.7%	1.0%	$183	0.3%	0.6%
	Moderate	284	19.0%	$20,645	14.7%	17.6%	117	20.7%	13.1%	$8,747	17.0%	10.5%	96	15.8%	14.1%	$7,051	12.1%	11.5%
	Middle	1,085	72.4%	$104,630	74.7%	72.1%	399	70.6%	74.4%	$37,751	73.3%	74.4%	463	76.0%	73.8%	$44,873	76.8%	74.1%
	Upper	123	8.2%	$14,460	10.3%	8.7%	47	8.3%	11.7%	$4,903	9.5%	14.4%	46	7.6%	11.0%	$6,327	10.8%	13.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%
	Total	*1,498*	*100.0%*	*$140,017*	*100.0%*	*100.0%*	*565*	*100.0%*	*100.0%*	*$51,500*	*100.0%*	*100.0%*	*609*	*100.0%*	*100.0%*	*$58,434*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	7	2.6%	$256	0.9%	4.9%	3	2.6%	5.2%	$85	0.7%	5.9%	3	3.9%	5.0%	$96	1.1%	7.5%
	Moderate	47	17.6%	$6,632	23.9%	20.9%	18	15.4%	16.9%	$3,262	28.4%	19.4%	19	24.7%	17.4%	$2,553	28.3%	23.1%
	Middle	199	74.5%	$20,370	73.4%	65.7%	90	76.9%	66.6%	$7,922	68.9%	67.1%	51	66.2%	64.7%	$6,224	69.0%	60.7%
	Upper	14	5.2%	$512	1.8%	8.5%	6	5.1%	8.4%	$225	2.0%	6.5%	4	5.2%	9.0%	$146	1.6%	7.1%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	2.9%	$0	0.0%	1.2%	0	0.0%	3.9%	$0	0.0%	1.6%
	Total	*267*	*100.0%*	*$27,770*	*100.0%*	*100.0%*	*117*	*100.0%*	*100.0%*	*$11,494*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$9,019*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.3%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.0%
	Moderate	3	7.9%	$74	2.4%	11.4%	0	0.0%	5.5%	$0	0.0%	2.2%	2	14.3%	7.2%	$47	3.5%	4.0%
	Middle	33	86.8%	$2,991	95.9%	79.8%	15	100.0%	85.6%	$1,214	100.0%	88.1%	10	71.4%	82.9%	$1,251	92.5%	87.2%
	Upper	2	5.3%	$54	1.7%	8.6%	0	0.0%	8.6%	$0	0.0%	9.7%	2	14.3%	9.3%	$54	4.0%	8.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.3%	$0	0.0%	0.0%
	Total	*38*	*100.0%*	*$3,119*	*100.0%*	*100.0%*	*15*	*100.0%*	*100.0%*	*$1,214*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,352*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: OH Southwest OH

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank				Families by Family Income	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	66	10.7%	$4,043	6.3%	24.2%	30	11.6%	7.3%	$1,848	7.1%	4.1%	22	9.3%	8.2%	$1,145	4.4%	4.5%
	Moderate	228	37.1%	$18,976	29.6%	18.3%	92	35.5%	23.1%	$7,523	29.0%	16.9%	97	40.9%	23.7%	$8,499	32.6%	18.0%
	Middle	144	23.4%	$15,541	24.2%	21.1%	55	21.2%	22.9%	$5,324	20.5%	21.7%	50	21.1%	24.0%	$5,670	21.7%	23.2%
	Upper	164	26.7%	$24,308	37.9%	36.4%	75	29.0%	31.6%	$10,548	40.6%	43.2%	63	26.6%	27.6%	$10,270	39.4%	39.2%
	Unknown	13	2.1%	$1,310	2.0%	0.0%	7	2.7%	15.1%	$710	2.7%	14.2%	5	2.1%	16.5%	$511	2.0%	15.1%
	Total	*615*	*100.0%*	*$64,178*	*100.0%*	*100.0%*	*259*	*100.0%*	*100.0%*	*$25,953*	*100.0%*	*100.0%*	*237*	*100.0%*	*100.0%*	*$26,095*	*100.0%*	*100.0%*
REFINANCE	Low	80	11.0%	$5,074	7.3%	24.2%	31	12.1%	9.0%	$1,786	7.6%	5.5%	36	12.0%	7.6%	$2,430	8.4%	4.4%
	Moderate	160	22.0%	$11,905	17.2%	18.3%	59	23.0%	17.7%	$4,010	17.1%	13.2%	61	20.3%	17.4%	$4,913	16.9%	12.3%
	Middle	211	29.1%	$19,426	28.1%	21.1%	64	25.0%	22.9%	$5,856	25.0%	19.9%	96	32.0%	22.1%	$9,106	31.3%	19.2%
	Upper	257	35.4%	$30,735	44.4%	36.4%	97	37.9%	37.0%	$11,121	47.5%	46.5%	102	34.0%	35.3%	$12,035	41.4%	44.1%
	Unknown	18	2.5%	$2,067	3.0%	0.0%	5	2.0%	13.4%	$630	2.7%	14.9%	5	1.7%	17.6%	$605	2.1%	20.0%
	Total	*726*	*100.0%*	*$69,207*	*100.0%*	*100.0%*	*256*	*100.0%*	*100.0%*	*$23,403*	*100.0%*	*100.0%*	*300*	*100.0%*	*100.0%*	*$29,089*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	31	19.7%	$747	11.3%	24.2%	11	22.0%	13.4%	$274	12.8%	5.3%	13	18.1%	13.5%	$267	8.2%	4.1%
	Moderate	25	15.9%	$596	9.0%	18.3%	9	18.0%	21.6%	$366	17.1%	14.6%	12	16.7%	20.6%	$149	4.6%	11.1%
	Middle	46	29.3%	$2,554	38.5%	21.1%	14	28.0%	22.6%	$931	43.4%	23.5%	19	26.4%	24.2%	$1,068	32.9%	26.6%
	Upper	55	35.0%	$2,735	41.2%	36.4%	16	32.0%	37.9%	$573	26.7%	50.9%	28	38.9%	38.4%	$1,766	54.3%	53.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.4%	$0	0.0%	5.7%	0	0.0%	3.2%	$0	0.0%	4.9%
	Total	*157*	*100.0%*	*$6,632*	*100.0%*	*100.0%*	*50*	*100.0%*	*100.0%*	*$2,144*	*100.0%*	*100.0%*	*72*	*100.0%*	*100.0%*	*$3,250*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	24.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	18.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	21.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	36.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	177	11.8%	$9,864	7.0%	24.2%	72	12.7%	8.4%	$3,908	7.6%	4.6%	71	11.7%	8.4%	$3,842	6.6%	4.4%
	Moderate	413	27.6%	$31,477	22.5%	18.3%	160	28.3%	20.9%	$11,899	23.1%	15.2%	170	27.9%	21.1%	$13,561	23.2%	15.3%
	Middle	401	26.8%	$37,521	26.8%	21.1%	133	23.5%	22.8%	$12,111	23.5%	20.9%	165	27.1%	23.2%	$15,844	27.1%	21.4%
	Upper	476	31.8%	$57,778	41.3%	36.4%	188	33.3%	34.1%	$22,242	43.2%	44.3%	193	31.7%	31.3%	$24,071	41.2%	41.0%
	Unknown	31	2.1%	$3,377	2.4%	0.0%	12	2.1%	13.8%	$1,340	2.6%	15.0%	10	1.6%	16.0%	$1,116	1.9%	18.0%
	Total	*1,498*	*100.0%*	*$140,017*	*100.0%*	*100.0%*	*565*	*100.0%*	*100.0%*	*$51,500*	*100.0%*	*100.0%*	*609*	*100.0%*	*100.0%*	*$58,434*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	164	61.4%	$7,579	27.3%	90.2%	69	59.0%	43.3%	$3,088	26.9%	33.4%	45	58.4%	41.5%	$2,063	22.9%	33.8%
	Over $1 Million	51	19.1%	$14,846	53.5%	7.5%	21	17.9%					13	16.9%				
	Total Rev. available	215	80.5%	$22,425	80.8%	97.7%	90	76.9%					58	75.3%				
	Rev. Not Known	52	19.5%	$5,345	19.2%	2.3%	27	23.1%					19	24.7%				
	Total	*267*	*100.0%*	*$27,770*	*100.0%*	*100.0%*	*117*	*100.0%*					*77*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	218	81.6%	$7,155	25.8%		97	82.9%	94.0%	$3,010	26.2%	34.1%	60	77.9%	94.8%	$1,998	22.2%	39.8%
	$100,001 - $250,000	14	5.2%	$2,482	8.9%		6	5.1%	2.6%	$1,098	9.6%	13.6%	5	6.5%	2.6%	$954	10.6%	14.8%
	$250,001 - $1 Million	35	13.1%	$18,133	65.3%		14	12.0%	3.4%	$7,386	64.3%	52.3%	12	15.6%	2.6%	$6,067	67.3%	45.4%
	Total	*267*	*100.0%*	*$27,770*	*100.0%*		*117*	*100.0%*	*100.0%*	*$11,494*	*100.0%*	*100.0%*	*77*	*100.0%*	*100.0%*	*$9,019*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	18	47.4%	$1,058	33.9%	99.3%	6	40.0%	51.1%	$433	35.7%	64.8%	3	21.4%	54.9%	$72	5.3%	69.8%
	Over $1 Million	0	0.0%	$0	0.0%	0.7%	0	0.0%					0	0.0%				
	Not Known	20	52.6%	$2,061	66.1%	0.0%	9	60.0%					11	78.6%				
	Total	*38*	*100.0%*	*$3,119*	*100.0%*	*100.0%*	*15*	*100.0%*					*14*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	27	71.1%	$1,010	32.4%		10	66.7%	76.6%	$345	28.4%	24.0%	10	71.4%	81.3%	$362	26.8%	33.8%
	$100,001 - $250,000	8	21.1%	$1,079	34.6%		4	26.7%	13.9%	$579	47.7%	31.0%	2	14.3%	12.8%	$250	18.5%	35.4%
	$250,001 - $500,000	3	7.9%	$1,030	33.0%		1	6.7%	9.6%	$290	23.9%	45.0%	2	14.3%	5.9%	$740	54.7%	30.7%
	Total	*38*	*100.0%*	*$3,119*	*100.0%*		*15*	*100.0%*	*100.0%*	*$1,214*	*100.0%*	*100.0%*	*14*	*100.0%*	*100.0%*	*$1,352*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: OH Toledo

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
							2014						2015					
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar		
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	37	3.0%	$3,012	1.8%	5.8%	7	1.4%	0.9%	$242	0.4%	0.4%	23	4.7%	1.4%	$1,946	2.9%	1.0%
	Moderate	130	10.5%	$9,191	5.5%	12.9%	27	5.3%	6.1%	$1,654	2.5%	3.3%	67	13.7%	7.4%	$4,798	7.3%	3.9%
	Middle	537	43.4%	$54,074	32.6%	49.0%	241	47.4%	48.8%	$24,183	35.9%	38.4%	194	39.7%	47.3%	$19,548	29.6%	37.5%
	Upper	534	43.1%	$99,651	60.1%	32.4%	233	45.9%	44.2%	$41,330	61.3%	58.0%	205	41.9%	43.8%	$39,782	60.2%	57.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,238*	*100.0%*	*$165,928*	*100.0%*	*100.0%*	*508*	*100.0%*	*100.0%*	*$67,409*	*100.0%*	*100.0%*	*489*	*100.0%*	*100.0%*	*$66,074*	*100.0%*	*100.0%*
REFINANCE	Low	33	2.9%	$1,526	1.2%	5.8%	7	1.6%	1.6%	$316	0.7%	0.9%	21	4.2%	1.5%	$817	1.4%	0.7%
	Moderate	134	11.7%	$8,217	6.5%	12.9%	46	10.6%	8.8%	$2,634	5.7%	5.8%	60	12.0%	7.2%	$3,702	6.5%	4.4%
	Middle	486	42.4%	$44,597	35.4%	49.0%	192	44.0%	50.7%	$16,769	36.1%	43.0%	199	39.8%	46.3%	$19,148	33.9%	38.4%
	Upper	494	43.1%	$71,779	56.9%	32.4%	191	43.8%	38.8%	$26,716	57.5%	50.3%	220	44.0%	44.9%	$32,875	58.1%	56.6%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1,147*	*100.0%*	*$126,119*	*100.0%*	*100.0%*	*436*	*100.0%*	*100.0%*	*$46,435*	*100.0%*	*100.0%*	*500*	*100.0%*	*100.0%*	*$56,542*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	6	3.7%	$76	1.1%	5.8%	3	6.8%	4.4%	$50	2.6%	1.1%	1	1.3%	5.0%	$10	0.3%	1.5%
	Moderate	23	14.1%	$481	6.7%	12.9%	3	6.8%	11.9%	$37	1.9%	4.6%	14	17.5%	10.4%	$255	7.6%	4.3%
	Middle	84	51.5%	$3,265	45.5%	49.0%	28	63.6%	52.3%	$1,014	52.0%	43.5%	36	45.0%	49.9%	$1,498	44.6%	46.0%
	Upper	50	30.7%	$3,355	46.7%	32.4%	10	22.7%	31.4%	$850	43.6%	50.8%	29	36.3%	34.7%	$1,599	47.6%	48.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*163*	*100.0%*	*$7,177*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$1,951*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$3,362*	*100.0%*	*100.0%*
MULTI FAMILY						**Multi-Family Units**												
	Low	2	40.0%	$34	0.2%	12.5%	0	0.0%	7.3%	$0	0.0%	10.4%	2	100.0%	13.8%	$34	100.0%	3.0%
	Moderate	0	0.0%	$0	0.0%	26.9%	0	0.0%	21.8%	$0	0.0%	18.1%	0	0.0%	27.5%	$0	0.0%	19.5%
	Middle	2	40.0%	$9,005	64.1%	44.0%	0	0.0%	32.7%	$0	0.0%	16.0%	0	0.0%	43.8%	$0	0.0%	45.6%
	Upper	1	20.0%	$5,000	35.6%	16.4%	1	100.0%	38.2%	$5,000	100.0%	55.5%	0	0.0%	15.0%	$0	0.0%	32.0%
	Unknown	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*5*	*100.0%*	*$14,039*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$5,000*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$34*	*100.0%*	*100.0%*
HMDA TOTALS	Low	78	3.1%	$4,648	1.5%	5.8%	17	1.7%	1.5%	$608	0.5%	1.2%	47	4.4%	1.7%	$2,807	2.2%	1.0%
	Moderate	287	11.2%	$17,889	5.7%	12.9%	76	7.7%	7.6%	$4,325	3.6%	5.1%	141	13.2%	7.6%	$8,755	6.9%	5.1%
	Middle	1,109	43.4%	$110,941	35.4%	49.0%	461	46.6%	49.7%	$41,966	34.7%	38.6%	429	40.1%	47.1%	$40,194	31.9%	38.5%
	Upper	1,079	42.3%	$179,785	57.4%	32.4%	435	44.0%	41.3%	$73,896	61.2%	55.1%	454	42.4%	43.5%	$74,256	58.9%	55.4%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*2,553*	*100.0%*	*$313,263*	*100.0%*	*100.0%*	*989*	*100.0%*	*100.0%*	*$120,795*	*100.0%*	*100.0%*	*1,071*	*100.0%*	*100.0%*	*$126,012*	*100.0%*	*100.0%*
SMALL BUSINESSES						**Small Businesses**												
	Low	99	8.4%	$22,889	11.2%	6.1%	42	8.0%	4.4%	$8,537	9.6%	6.0%	37	8.4%	4.0%	$10,640	12.3%	6.6%
	Moderate	163	13.8%	$31,884	15.6%	13.4%	71	13.5%	10.9%	$14,037	15.8%	12.0%	60	13.7%	10.5%	$11,309	13.1%	10.0%
	Middle	457	38.7%	$85,358	41.7%	45.2%	203	38.5%	45.5%	$34,871	39.3%	50.6%	166	37.8%	44.9%	$37,874	43.8%	48.6%
	Upper	461	39.1%	$64,414	31.5%	35.2%	211	40.0%	37.9%	$31,316	35.3%	31.1%	176	40.1%	39.4%	$26,598	30.8%	34.5%
	Unknown	0	0.0%	$0	0.0%	0.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.2%	$0	0.0%	0.3%	0	0.0%	1.2%	$0	0.0%	0.4%
	Total	*1,180*	*100.0%*	*$204,545*	*100.0%*	*100.0%*	*527*	*100.0%*	*100.0%*	*$88,761*	*100.0%*	*100.0%*	*439*	*100.0%*	*100.0%*	*$86,421*	*100.0%*	*100.0%*
SMALL FARM						**Small Farms**												
	Low	0	0.0%	$0	0.0%	0.2%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	1.2%	0	0.0%	0.2%	$0	0.0%	0.4%	0	0.0%	0.2%	$0	0.0%	0.4%
	Middle	2	33.3%	$108	78.8%	69.2%	0	0.0%	78.0%	$0	0.0%	78.8%	2	50.0%	80.8%	$108	93.1%	82.8%
	Upper	4	66.7%	$29	21.2%	29.4%	1	100.0%	21.6%	$15	100.0%	20.8%	2	50.0%	19.0%	$8	6.9%	16.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.2%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*6*	*100.0%*	*$137*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$15*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$116*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: OH Toledo

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison											
		Bank				Families by Family Income	2014						2015					
		Count		Dollar			Count			Dollar			Count			Dollar		
							Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	202	16.3%	$13,220	8.0%	21.9%	66	13.0%	7.8%	$3,809	5.7%	3.8%	82	16.8%	8.4%	$5,406	8.2%	4.2%
	Moderate	278	22.5%	$25,257	15.2%	17.0%	130	25.6%	21.3%	$11,722	17.4%	14.2%	107	21.9%	22.4%	$9,840	14.9%	15.4%
	Middle	277	22.4%	$32,621	19.7%	20.5%	120	23.6%	22.7%	$14,415	21.4%	20.5%	102	20.9%	23.6%	$11,564	17.5%	21.2%
	Upper	449	36.3%	$89,161	53.7%	40.6%	181	35.6%	34.5%	$35,485	52.6%	48.9%	182	37.2%	32.8%	$36,403	55.1%	47.8%
	Unknown	32	2.6%	$5,669	3.4%	0.0%	11	2.2%	13.7%	$1,978	2.9%	12.6%	16	3.3%	12.8%	$2,861	4.3%	11.4%
	Total	*1,238*	*100.0%*	*$165,928*	*100.0%*	*100.0%*	*508*	*100.0%*	*100.0%*	*$67,409*	*100.0%*	*100.0%*	*489*	*100.0%*	*100.0%*	*$66,074*	*100.0%*	*100.0%*
REFINANCE	Low	130	11.3%	$7,735	6.1%	21.9%	41	9.4%	7.7%	$2,237	4.8%	4.4%	64	12.8%	6.1%	$3,951	7.0%	3.3%
	Moderate	229	20.0%	$17,868	14.2%	17.0%	82	18.8%	17.6%	$6,413	13.8%	12.4%	107	21.4%	16.1%	$8,265	14.6%	10.5%
	Middle	271	23.6%	$25,447	20.2%	20.5%	119	27.3%	23.7%	$10,722	23.1%	20.4%	105	21.0%	21.4%	$10,575	18.7%	18.3%
	Upper	486	42.4%	$70,381	55.8%	40.6%	183	42.0%	38.0%	$25,674	55.3%	48.2%	210	42.0%	40.1%	$31,474	55.7%	50.4%
	Unknown	31	2.7%	$4,688	3.7%	0.0%	11	2.5%	13.0%	$1,389	3.0%	14.6%	14	2.8%	16.3%	$2,277	4.0%	17.4%
	Total	*1,147*	*100.0%*	*$126,119*	*100.0%*	*100.0%*	*436*	*100.0%*	*100.0%*	*$46,435*	*100.0%*	*100.0%*	*500*	*100.0%*	*100.0%*	*$56,542*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	23	14.1%	$703	9.8%	21.9%	8	18.2%	13.5%	$272	13.9%	7.1%	9	11.3%	10.2%	$239	7.1%	3.5%
	Moderate	46	28.2%	$1,653	23.0%	17.0%	9	20.5%	21.6%	$321	16.5%	13.5%	22	27.5%	24.3%	$779	23.2%	15.2%
	Middle	45	27.6%	$1,554	21.7%	20.5%	16	36.4%	26.7%	$638	32.7%	21.0%	22	27.5%	25.6%	$756	22.5%	21.8%
	Upper	49	30.1%	$3,267	45.5%	40.6%	11	25.0%	33.8%	$720	36.9%	54.4%	27	33.8%	35.9%	$1,588	47.2%	54.9%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	4.4%	$0	0.0%	4.0%	0	0.0%	4.1%	$0	0.0%	4.6%
	Total	*163*	*100.0%*	*$7,177*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$1,951*	*100.0%*	*100.0%*	*80*	*100.0%*	*100.0%*	*$3,362*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	21.9%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	17.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	40.6%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	5	100.0%	$14,039	100.0%	0.0%	1	100.0%	100.0%	$5,000	100.0%	100.0%	2	100.0%	100.0%	$34	100.0%	100.0%
	Total	*5*	*100.0%*	*$14,039*	*100.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$5,000*	*100.0%*	*100.0%*	*2*	*100.0%*	*100.0%*	*$34*	*100.0%*	*100.0%*
HMDA TOTALS	Low	355	13.9%	$21,658	6.9%	21.9%	115	11.6%	8.1%	$6,318	5.2%	3.8%	155	14.5%	7.6%	$9,596	7.6%	3.6%
	Moderate	553	21.7%	$44,778	14.3%	17.0%	221	22.3%	19.8%	$18,456	15.3%	12.7%	236	22.0%	20.0%	$18,884	15.0%	12.7%
	Middle	593	23.2%	$59,622	19.0%	20.5%	255	25.8%	23.2%	$25,775	21.3%	19.2%	229	21.4%	22.7%	$22,895	18.2%	18.8%
	Upper	984	38.5%	$162,809	52.0%	40.6%	375	37.9%	35.6%	$61,879	51.2%	45.8%	419	39.1%	35.5%	$69,465	55.1%	45.6%
	Unknown	68	2.7%	$24,396	7.8%	0.0%	23	2.3%	13.2%	$8,367	6.9%	18.4%	32	3.0%	14.1%	$5,172	4.1%	19.3%
	Total	*2,553*	*100.0%*	*$313,263*	*100.0%*	*100.0%*	*989*	*100.0%*	*100.0%*	*$120,795*	*100.0%*	*100.0%*	*1,071*	*100.0%*	*100.0%*	*$126,012*	*100.0%*	*100.0%*
Small Business						**Total Businesses**												
Small Business – Revenue	$1 Million or Less	582	49.3%	$49,513	24.2%	88.0%	252	47.8%	44.2%	$24,693	27.8%	31.5%	207	47.2%	48.3%	$17,184	19.9%	30.8%
	Over $1 Million	381	32.3%	$129,074	63.1%	11.0%	163	30.9%					151	34.4%				
	Total Rev. available	963	81.6%	$178,587	87.3%	99.0%	415	78.7%					358	81.6%				
	Rev. Not Known	217	18.4%	$25,958	12.7%	1.0%	112	21.3%					81	18.5%				
	Total	*1,180*	*100.0%*	*$204,545*	*100.0%*	*100.0%*	*527*	*100.0%*					*439*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	706	59.8%	$23,295	11.4%		320	60.7%	88.2%	$10,396	11.7%	26.0%	244	55.6%	88.8%	$8,106	9.4%	26.3%
	$100,001 - $250,000	226	19.2%	$43,388	21.2%		95	18.0%	5.5%	$18,066	20.4%	16.7%	89	20.3%	5.3%	$17,507	20.3%	16.7%
	$250,001 - $1 Million	248	21.0%	$137,862	67.4%		112	21.3%	6.3%	$60,299	67.9%	57.3%	106	24.1%	5.8%	$60,808	70.4%	57.0%
	Total	*1,180*	*100.0%*	*$204,545*	*100.0%*		*527*	*100.0%*	*100.0%*	*$88,761*	*100.0%*	*100.0%*	*439*	*100.0%*	*100.0%*	*$86,421*	*100.0%*	*100.0%*
Small Farm						**Total Farms**												
Small Farm – Revenue	$1 Million or Less	6	100.0%	$137	100.0%	97.6%	1	100.0%	82.0%	$15	100.0%	79.8%	4	100.0%	79.2%	$116	100.0%	78.0%
	Over $1 Million	0	0.0%	$0	0.0%	2.4%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*6*	*100.0%*	*$137*	*100.0%*	*100.0%*	*1*	*100.0%*					*4*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	6	100.0%	$137	100.0%		1	100.0%	64.7%	$15	100.0%	24.8%	4	100.0%	67.3%	$116	100.0%	25.9%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	23.4%	$0	0.0%	37.3%	0	0.0%	21.0%	$0	0.0%	35.0%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	11.8%	$0	0.0%	38.0%	0	0.0%	11.6%	$0	0.0%	39.1%
	Total	*6*	*100.0%*	*$137*	*100.0%*		*1*	*100.0%*	*100.0%*	*$15*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$116*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Geographic Distribution of HMDA, Small Business, & Small Farm Loans

Assessment Area: TN Knoxville

PRODUCT TYPE	Tract Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison												
							2014						2015						
		Bank				Owner Occupied Units	Count			Dollar			Count			Dollar			
		Count		Dollar			Bank		Agg	Bank		Agg	Bank		Agg	Bank		Agg
		#	%	$ (000s)	$ %	%	#	%	%	$ (000s)	$ %	$ %	#	%	%	$ (000s)	$ %	$ %
HOME PURCHASE	Low	0	0.0%	$0	0.0%	3.2%	0	0.0%	2.0%	$0	0.0%	1.2%	0	0.0%	1.8%	$0	0.0%	1.1%
	Moderate	1	1.6%	$47	0.3%	11.3%	0	0.0%	7.5%	$0	0.0%	4.9%	1	3.8%	8.2%	$47	0.7%	5.3%
	Middle	15	24.6%	$2,312	15.0%	45.2%	4	20.0%	43.3%	$493	9.6%	33.2%	5	19.2%	45.1%	$679	10.4%	35.9%
	Upper	45	73.8%	$13,104	84.7%	40.3%	16	80.0%	47.2%	$4,667	90.4%	60.7%	20	76.9%	45.0%	$5,795	88.9%	57.8%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*61*	*100.0%*	*$15,463*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$5,160*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$6,521*	*100.0%*	*100.0%*
REFINANCE	Low	0	0.0%	$0	0.0%	3.2%	0	0.0%	2.8%	$0	0.0%	1.5%	0	0.0%	1.8%	$0	0.0%	0.9%
	Moderate	9	15.3%	$790	5.7%	11.3%	3	14.3%	9.1%	$281	6.6%	5.6%	4	19.0%	8.6%	$373	10.0%	5.7%
	Middle	17	28.8%	$2,360	17.0%	45.2%	5	23.8%	41.9%	$666	15.6%	33.2%	8	38.1%	39.9%	$1,215	32.5%	31.9%
	Upper	33	55.9%	$10,741	77.3%	40.3%	13	61.9%	46.1%	$3,323	77.8%	59.7%	9	42.9%	49.6%	$2,153	57.6%	61.5%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*59*	*100.0%*	*$13,891*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$4,270*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$3,741*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	12.5%	$5	0.8%	3.2%	0	0.0%	2.9%	$0	0.0%	1.0%	1	25.0%	2.7%	$5	1.6%	1.5%
	Moderate	1	12.5%	$20	3.4%	11.3%	0	0.0%	8.8%	$0	0.0%	4.4%	0	0.0%	12.6%	$0	0.0%	8.5%
	Middle	1	12.5%	$132	22.4%	45.2%	0	0.0%	44.8%	$0	0.0%	34.1%	1	25.0%	45.7%	$132	42.4%	36.7%
	Upper	5	62.5%	$432	73.3%	40.3%	3	100.0%	43.5%	$258	100.0%	60.5%	2	50.0%	38.9%	$174	55.9%	53.3%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*8*	*100.0%*	*$589*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$258*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$311*	*100.0%*	*100.0%*
						Multi-Family Units												
MULTI FAMILY	Low	0	0.0%	$0	0.0%	24.5%	0	0.0%	23.3%	$0	0.0%	25.0%	0	0.0%	24.6%	$0	0.0%	15.8%
	Moderate	0	0.0%	$0	0.0%	20.8%	0	0.0%	25.6%	$0	0.0%	30.3%	0	0.0%	14.0%	$0	0.0%	7.0%
	Middle	0	0.0%	$0	0.0%	36.0%	0	0.0%	39.5%	$0	0.0%	42.5%	0	0.0%	43.9%	$0	0.0%	36.4%
	Upper	0	0.0%	$0	0.0%	18.1%	0	0.0%	11.6%	$0	0.0%	2.1%	0	0.0%	17.5%	$0	0.0%	40.8%
	Unknown	0	0.0%	$0	0.0%	0.7%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	1	0.8%	$5	0.0%	3.2%	0	0.0%	2.4%	$0	0.0%	2.4%	1	2.0%	1.9%	$5	0.0%	2.1%
	Moderate	11	8.6%	$857	2.9%	11.3%	3	6.8%	8.2%	$281	2.9%	6.3%	5	9.8%	8.6%	$420	4.0%	5.6%
	Middle	33	25.8%	$4,804	16.0%	45.2%	9	20.5%	42.9%	$1,159	12.0%	33.6%	14	27.5%	43.2%	$2,026	19.2%	34.6%
	Upper	83	64.8%	$24,277	81.1%	40.3%	32	72.7%	46.5%	$8,248	85.1%	57.7%	31	60.8%	46.3%	$8,122	76.8%	57.7%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*128*	*100.0%*	*$29,943*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$9,688*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$10,573*	*100.0%*	*100.0%*
						Small Businesses												
SMALL BUSINESSES	Low	3	3.9%	$75	1.4%	6.0%	1	3.1%	5.9%	$25	1.2%	6.5%	1	3.1%	5.5%	$25	1.2%	6.4%
	Moderate	18	23.4%	$1,083	20.3%	15.1%	8	25.0%	16.0%	$473	21.8%	17.5%	8	25.0%	14.7%	$557	26.8%	17.2%
	Middle	24	31.2%	$2,396	44.9%	33.8%	9	28.1%	30.3%	$1,269	58.5%	30.1%	9	28.1%	31.9%	$352	16.9%	30.6%
	Upper	32	41.6%	$1,785	33.4%	44.8%	14	43.8%	46.3%	$402	18.5%	45.5%	14	43.8%	46.5%	$1,148	55.1%	45.4%
	Unknown	0	0.0%	$0	0.0%	0.3%	0	0.0%	0.1%	$0	0.0%	0.0%	0	0.0%	0.1%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	1.4%	$0	0.0%	0.3%	0	0.0%	1.2%	$0	0.0%	0.3%
	Total	*77*	*100.0%*	*$5,339*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$2,169*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$2,082*	*100.0%*	*100.0%*
						Small Farms												
SMALL FARM	Low	0	0.0%	$0	0.0%	2.3%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	6.9%	0	0.0%	8.3%	$0	0.0%	0.9%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	1	100.0%	$13	100.0%	52.3%	0	0.0%	50.0%	$0	0.0%	46.8%	1	100.0%	61.5%	$13	100.0%	72.5%
	Upper	0	0.0%	$0	0.0%	36.9%	0	0.0%	41.7%	$0	0.0%	52.2%	0	0.0%	38.5%	$0	0.0%	27.5%
	Unknown	0	0.0%	$0	0.0%	1.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Tr Unknown	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$13*	*100.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$13*	*100.0%*	*100.0%*

Originations & Purchases
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

Borrower Distribution of HMDA Loans & Small Business/Small Farm Lending by Revenue & Loan Size

Assessment Area: TN Knoxville

PRODUCT TYPE	Borrower Income Levels	Bank Lending & Demographic Data Comparison 1/1/2014-6/30/2016					Bank & Aggregate Lending Comparison 2014						2015					
		Bank Count		Bank Dollar		Families by Family Income	Count Bank		Count Agg	Dollar Bank		Dollar Agg	Count Bank		Count Agg	Dollar Bank		Dollar Agg
		#	%	$ (000s)	$ %	%	#	%	%	$(000s)	$ %	$ %	#	%	%	$(000s)	$ %	$ %
HOME PURCHASE	Low	3	4.9%	$331	2.1%	18.5%	1	5.0%	6.2%	$87	1.7%	2.9%	1	3.8%	6.9%	$120	1.8%	3.4%
	Moderate	8	13.1%	$751	4.9%	15.4%	2	10.0%	17.4%	$119	2.3%	11.4%	3	11.5%	18.0%	$232	3.6%	12.3%
	Middle	7	11.5%	$1,281	8.3%	20.1%	2	10.0%	19.1%	$319	6.2%	15.8%	4	15.4%	19.6%	$702	10.8%	17.2%
	Upper	33	54.1%	$11,147	72.1%	46.0%	13	65.0%	38.2%	$4,253	82.4%	53.1%	11	42.3%	36.4%	$4,147	63.6%	49.7%
	Unknown	10	16.4%	$1,953	12.6%	0.0%	2	10.0%	19.1%	$382	7.4%	16.8%	7	26.9%	19.1%	$1,320	20.2%	17.4%
	Total	*61*	*100.0%*	*$15,463*	*100.0%*	*100.0%*	*20*	*100.0%*	*100.0%*	*$5,160*	*100.0%*	*100.0%*	*26*	*100.0%*	*100.0%*	*$6,521*	*100.0%*	*100.0%*
REFINANCE	Low	2	3.4%	$174	1.3%	18.5%	1	4.8%	7.0%	$57	1.3%	3.5%	0	0.0%	6.1%	$0	0.0%	3.1%
	Moderate	11	18.6%	$1,005	7.2%	15.4%	6	28.6%	15.6%	$622	14.6%	10.3%	4	19.0%	13.5%	$298	8.0%	8.7%
	Middle	11	18.6%	$1,798	12.9%	20.1%	5	23.8%	19.0%	$731	17.1%	15.9%	3	14.3%	17.9%	$470	12.6%	14.5%
	Upper	29	49.2%	$9,690	69.8%	46.0%	8	38.1%	38.1%	$2,703	63.3%	50.8%	9	42.9%	37.1%	$1,906	50.9%	48.6%
	Unknown	6	10.2%	$1,224	8.8%	0.0%	1	4.8%	20.2%	$157	3.7%	19.4%	5	23.8%	25.3%	$1,067	28.5%	25.1%
	Total	*59*	*100.0%*	*$13,891*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$4,270*	*100.0%*	*100.0%*	*21*	*100.0%*	*100.0%*	*$3,741*	*100.0%*	*100.0%*
HOME IMPROVEMENT	Low	1	12.5%	$5	0.8%	18.5%	0	0.0%	11.8%	$0	0.0%	4.3%	1	25.0%	9.0%	$5	1.6%	3.2%
	Moderate	2	25.0%	$252	42.8%	15.4%	1	33.3%	18.0%	$120	46.5%	10.7%	1	25.0%	17.9%	$132	42.4%	10.0%
	Middle	2	25.0%	$134	22.8%	20.1%	0	0.0%	21.6%	$0	0.0%	17.5%	1	25.0%	22.6%	$114	36.7%	23.2%
	Upper	2	25.0%	$68	11.5%	46.0%	1	33.3%	41.4%	$8	3.1%	60.1%	1	25.0%	43.0%	$60	19.3%	59.4%
	Unknown	1	12.5%	$130	22.1%	0.0%	1	33.3%	7.2%	$130	50.4%	7.3%	0	0.0%	7.5%	$0	0.0%	4.3%
	Total	*8*	*100.0%*	*$589*	*100.0%*	*100.0%*	*3*	*100.0%*	*100.0%*	*$258*	*100.0%*	*100.0%*	*4*	*100.0%*	*100.0%*	*$311*	*100.0%*	*100.0%*
MULTIFAMILY	Low	0	0.0%	$0	0.0%	18.5%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Moderate	0	0.0%	$0	0.0%	15.4%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Middle	0	0.0%	$0	0.0%	20.1%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Upper	0	0.0%	$0	0.0%	46.0%	0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Unknown	0	0.0%	$0	0.0%	0.0%	0	0.0%	100.0%	$0	0.0%	100.0%	0	0.0%	100.0%	$0	0.0%	100.0%
	Total	*0*	*0.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*
HMDA TOTALS	Low	6	4.7%	$510	1.7%	18.5%	2	4.5%	6.8%	$144	1.5%	3.0%	2	3.9%	6.7%	$125	1.2%	3.0%
	Moderate	21	16.4%	$2,008	6.7%	15.4%	9	20.5%	16.8%	$861	8.9%	10.6%	8	15.7%	16.3%	$662	6.3%	10.2%
	Middle	20	15.6%	$3,213	10.7%	20.1%	7	15.9%	19.1%	$1,050	10.8%	15.1%	8	15.7%	19.1%	$1,286	12.2%	15.2%
	Upper	64	50.0%	$20,905	69.8%	46.0%	22	50.0%	38.2%	$6,964	71.9%	50.1%	21	41.2%	36.8%	$6,113	57.8%	45.8%
	Unknown	17	13.3%	$3,307	11.0%	0.0%	4	9.1%	19.0%	$669	6.9%	21.2%	12	23.5%	21.2%	$2,387	22.6%	25.8%
	Total	*128*	*100.0%*	*$29,943*	*100.0%*	*100.0%*	*44*	*100.0%*	*100.0%*	*$9,688*	*100.0%*	*100.0%*	*51*	*100.0%*	*100.0%*	*$10,573*	*100.0%*	*100.0%*
Small Business						Total Businesses												
Small Business – Revenue	$1 Million or Less	40	51.9%	$1,168	21.9%	88.6%	19	59.4%	43.3%	$526	24.3%	29.9%	14	43.8%	48.3%	$333	16.0%	32.6%
	Over $1 Million	20	26.0%	$3,561	66.7%	11.0%	8	25.0%					7	21.9%				
	Total Rev. available	60	77.9%	$4,729	88.6%	99.6%	27	84.4%					21	65.7%				
	Rev. Not Known	17	22.1%	$610	11.4%	0.5%	5	15.6%					11	34.4%				
	Total	*77*	*100.0%*	*$5,339*	*100.0%*	*100.0%*	*32*	*100.0%*					*32*	*100.0%*				
Small Business – Loan Size	$100,000 or Less	66	85.7%	$2,103	39.4%		27	84.4%	87.6%	$749	34.5%	21.1%	28	87.5%	88.4%	$907	43.6%	21.8%
	$100,001 - $250,000	7	9.1%	$1,001	18.7%		3	9.4%	5.6%	$420	19.4%	16.9%	3	9.4%	5.0%	$440	21.1%	15.2%
	$250,001 - $1 Million	4	5.2%	$2,235	41.9%		2	6.3%	6.8%	$1,000	46.1%	61.9%	1	3.1%	6.6%	$735	35.3%	63.0%
	Total	*77*	*100.0%*	*$5,339*	*100.0%*		*32*	*100.0%*	*100.0%*	*$2,169*	*100.0%*	*100.0%*	*32*	*100.0%*	*100.0%*	*$2,082*	*100.0%*	*100.0%*
Small Farm						Total Farms												
Small Farm – Revenue	$1 Million or Less	1	100.0%	$13	100.0%	97.7%	0	0.0%	50.0%	$0	0.0%	43.7%	1	100.0%	38.5%	$13	100.0%	74.8%
	Over $1 Million	0	0.0%	$0	0.0%	2.3%	0	0.0%					0	0.0%				
	Not Known	0	0.0%	$0	0.0%	0.0%	0	0.0%					0	0.0%				
	Total	*1*	*100.0%*	*$13*	*100.0%*	*100.0%*	*0*	*0.0%*					*1*	*100.0%*				
Small Farm – Loan Size	$100,000 or Less	1	100.0%	$13	100.0%		0	0.0%	83.3%	$0	0.0%	21.7%	1	100.0%	100.0%	$13	100.0%	100.0%
	$100,001 - $250,000	0	0.0%	$0	0.0%		0	0.0%	16.7%	$0	0.0%	78.3%	0	0.0%	0.0%	$0	0.0%	0.0%
	$250,001 - $500,000	0	0.0%	$0	0.0%		0	0.0%	0.0%	$0	0.0%	0.0%	0	0.0%	0.0%	$0	0.0%	0.0%
	Total	*1*	*100.0%*	*$13*	*100.0%*		*0*	*0.0%*	*100.0%*	*$0*	*0.0%*	*100.0%*	*1*	*100.0%*	*100.0%*	*$13*	*100.0%*	*100.0%*

Originations & Purchases
Aggregate data is unavailable for loans to businesses with revenue over $1 million or revenue unknown, and for loan size by revenue.
2016 FFIEC Census Data, ACS 2010 data, and 2016 D&B Information

APPENDIX G

LIMITED-SCOPE DEMOGRAPHICS TABLES

Combined Demographics Report

Assessment Area: FL Cape Coral

Income Categories	Tract Distribution #	Tract Distribution %	Families by Tract Income #	Families by Tract Income %	Families < Poverty Level as % of Families by Tract #	Families < Poverty Level as % of Families by Tract %	Families by Family Income #	Families by Family Income %
Low-income	5	3	4,411	2.7	1,344	30.5	30,892	19
Moderate-income	32	19.2	27,458	16.9	4,214	15.3	30,886	19
Middle-income	80	47.9	86,515	53.1	5,796	6.7	34,898	21.4
Upper-income	48	28.7	44,541	27.3	1,390	3.1	66,249	40.7
Unknown-income	2	1.2	0	0	0	0	0	0
Total Assessment Area	**167**	**100.0**	**162,925**	**100.0**	**12,744**	**7.8**	**162,925**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	10,760	2,430	1.3	22.6	5,440	50.6	2,890	26.9
Moderate-income	61,029	26,066	14.2	42.7	16,593	27.2	18,370	30.1
Middle-income	185,990	102,292	55.6	55	29,224	15.7	54,474	29.3
Upper-income	106,113	53,140	28.9	50.1	10,566	10	42,407	40
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**363,892**	**183,928**	**100.0**	**50.5**	**61,823**	**17.0**	**118,141**	**32.5**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1,628	3.3	1,453	3.1	168	7.5	7	8
Moderate-income	7,301	14.7	6,923	14.6	359	16	19	21.6
Middle-income	26,017	52.4	24,997	52.8	983	43.9	37	42
Upper-income	14,661	29.5	13,913	29.4	724	32.3	24	27.3
Unknown-income	50	0.1	44	0.1	5	0.2	1	1.1
Total Assessment Area	**49,657**	**100.0**	**47,330**	**100.0**	**2,239**	**100.0**	**88**	**100.0**
	Percentage of Total Businesses:			**95.3**		**4.5**		**.2**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	5	1.5	4	1.2	1	7.1	0	0
Moderate-income	50	14.6	48	14.6	2	14.3	0	0
Middle-income	149	43.4	144	43.9	5	35.7	0	0
Upper-income	139	40.5	132	40.2	6	42.9	1	100
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**343**	**100.0**	**328**	**100.0**	**14**	**100.0**	**1**	**100.0**
	Percentage of Total Farms:			**95.6**		**4.1**		**.3**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: FL Jacksonville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	17	6.9	13,392	4.3	4,572	34.1	63,476	20.6
Moderate-income	59	24.1	58,680	19	9,375	16	54,200	17.6
Middle-income	100	40.8	138,333	44.9	10,729	7.8	67,134	21.8
Upper-income	66	26.9	97,882	31.8	3,271	3.3	123,477	40.1
Unknown-income	3	1.2	0	0	0	0	0	0
Total Assessment Area	**245**	**100.0**	**308,287**	**100.0**	**27,947**	**9.1**	**308,287**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	29,546	9,912	3.1	33.5	13,742	46.5	5,892	19.9
Moderate-income	118,250	52,104	16.5	44.1	46,828	39.6	19,318	16.3
Middle-income	235,074	143,531	45.5	61.1	60,242	25.6	31,301	13.3
Upper-income	161,162	109,891	34.8	68.2	31,843	19.8	19,428	12.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**544,032**	**315,438**	**100.0**	**58.0**	**152,655**	**28.1**	**75,939**	**14.0**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	3,172	3.7	2,821	3.5	341	7.2	10	8.5
Moderate-income	17,014	19.8	15,665	19.3	1,318	27.7	31	26.5
Middle-income	35,878	41.8	34,131	42.1	1,698	35.6	49	41.9
Upper-income	29,868	34.8	28,432	35.1	1,409	29.6	27	23.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**85,932**	**100.0**	**81,049**	**100.0**	**4,766**	**100.0**	**117**	**100.0**
	Percentage of Total Businesses:			**94.3**		**5.5**		**.1**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	4	0.9	3	0.7	1	5.3	0	0
Moderate-income	57	12.6	51	11.8	6	31.6	0	0
Middle-income	216	47.8	211	48.7	5	26.3	0	0
Upper-income	175	38.7	168	38.8	7	36.8	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**452**	**100.0**	**433**	**100.0**	**19**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**95.8**		**4.2**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: FL Lakeland

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	5	3.2	2,767	1.8	904	32.7	31,848	20.3
Moderate-income	36	23.4	34,777	22.1	6,874	19.8	29,313	18.6
Middle-income	76	49.4	83,287	53	8,566	10.3	32,628	20.8
Upper-income	36	23.4	36,391	23.1	1,765	4.9	63,433	40.3
Unknown-income	1	0.6	0	0	0	0	0	0
Total Assessment Area	**154**	**100.0**	**157,222**	**100.0**	**18,109**	**11.5**	**157,222**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	6,981	2,045	1.3	29.3	3,592	51.5	1,344	19.3
Moderate-income	62,254	30,950	19.2	49.7	19,029	30.6	12,275	19.7
Middle-income	153,613	88,103	54.7	57.4	32,057	20.9	33,453	21.8
Upper-income	54,699	40,110	24.9	73.3	7,803	14.3	6,786	12.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**277,547**	**161,208**	**100.0**	**58.1**	**62,481**	**22.5**	**53,858**	**19.4**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1,312	4.1	1,193	4	114	7.5	5	6.4
Moderate-income	6,262	19.8	5,851	19.4	391	25.8	20	25.6
Middle-income	15,762	49.7	14,981	49.8	736	48.6	45	57.7
Upper-income	8,365	26.4	8,084	26.8	273	18	8	10.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**31,701**	**100.0**	**30,109**	**100.0**	**1,514**	**100.0**	**78**	**100.0**
	Percentage of Total Businesses:			**95.0**		**4.8**		**.2**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	17	2.9	14	2.6	3	6.1	0	0
Moderate-income	138	23.3	125	23	13	26.5	0	0
Middle-income	295	49.8	270	49.7	25	51	0	0
Upper-income	142	24	134	24.7	8	16.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**592**	**100.0**	**543**	**100.0**	**49**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**91.7**		**8.3**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: FL Miami

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	71	5.8	56,768	4.3	19,503	34.4	295,368	22.4
Moderate-income	315	25.8	343,146	26	60,590	17.7	228,539	17.3
Middle-income	405	33.2	457,175	34.7	43,085	9.4	249,347	18.9
Upper-income	399	32.7	460,185	34.9	21,483	4.7	544,123	41.3
Unknown-income	29	2.4	103	0	33	32	0	0
Total Assessment Area	**1,219**	**100.0**	**1,317,377**	**100.0**	**144,694**	**11.0**	**1,317,37**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	121,285	27,437	2.1	22.6	69,923	57.7	23,925	19.7
Moderate-income	671,220	307,102	23.1	45.8	253,344	37.7	110,774	16.5
Middle-income	858,247	481,946	36.3	56.2	231,044	26.9	145,257	16.9
Upper-income	793,243	512,499	38.6	64.6	136,062	17.2	144,682	18.2
Unknown-income	549	54	0	9.8	193	35.2	302	55
Total Assessment Area	**2,444,544**	**1,329,038**	**100.0**	**54.4**	**690,566**	**28.2**	**424,940**	**17.4**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	16,295	3.4	14,937	3.3	1,316	5	42	6.5
Moderate-income	107,044	22.3	99,557	22	7,357	27.9	130	20
Middle-income	146,441	30.5	139,573	30.8	6,678	25.3	190	29.2
Upper-income	207,089	43.1	196,576	43.3	10,249	38.8	264	40.6
Unknown-income	3,681	0.8	2,857	0.6	799	3	25	3.8
Total Assessment Area	**480,550**	**100.0**	**453,500**	**100.0**	**26,399**	**100.0**	**651**	**100.0**
	Percentage of Total Businesses:			**94.4**		**5.5**		**.1**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	66	3.2	58	3	8	6.4	0	0
Moderate-income	277	13.5	256	13.3	21	16.8	0	0
Middle-income	484	23.6	462	24	21	16.8	1	100
Upper-income	1,220	59.4	1,145	59.4	75	60	0	0
Unknown-income	7	0.3	7	0.4	0	0	0	0
Total Assessment Area	**2,054**	**100.0**	**1,928**	**100.0**	**125**	**100.0**	**1**	**100.0**
	Percentage of Total Farms:			**93.9**		**6.1**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: FL Naples

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	6	8.1	4,181	5.2	1,603	38.3	17,150	21.1
Moderate-income	15	20.3	15,305	18.9	1,780	11.6	14,862	18.3
Middle-income	28	37.8	35,999	44.4	1,934	5.4	15,449	19
Upper-income	24	32.4	25,650	31.6	1,070	4.2	33,674	41.5
Unknown-income	1	1.4	0	0	0	0	0	0
Total Assessment Area	**74**	**100.0**	**81,135**	**100.0**	**6,387**	**7.9**	**81,135**	**100.0**
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	8,154	2,191	2.4	26.9	3,532	43.3	2,431	29.8
Moderate-income	33,145	15,007	16.4	45.3	7,875	23.8	10,263	31
Middle-income	84,139	42,071	46	50	10,889	12.9	31,179	37.1
Upper-income	69,091	32,128	35.2	46.5	5,824	8.4	31,139	45.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**194,529**	**91,397**	**100.0**	**47.0**	**28,120**	**14.5**	**75,012**	**38.6**
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	876	3	836	3	36	2.5	4	6.9
Moderate-income	3,895	13.3	3,751	13.4	129	9.1	15	25.9
Middle-income	12,705	43.2	12,128	43.5	552	39	25	43.1
Upper-income	11,902	40.5	11,189	40.1	699	49.4	14	24.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**29,378**	**100.0**	**27,904**	**100.0**	**1,416**	**100.0**	**58**	**100.0**
	Percentage of Total Businesses:			**95.0**		**4.8**		**.2**
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	25	11.6	17	8.7	8	40	0	0
Moderate-income	35	16.3	30	15.4	5	25	0	0
Middle-income	105	48.8	100	51.3	5	25	0	0
Upper-income	50	23.3	48	24.6	2	10	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**215**	**100.0**	**195**	**100.0**	**20**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**90.7**		**9.3**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: FL North Port

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	4	1.9	4,053	1.7	1,275	31.5	44,705	18.9
Moderate-income	45	21.1	41,877	17.7	6,076	14.5	45,274	19.2
Middle-income	105	49.3	127,260	53.9	8,390	6.6	51,549	21.8
Upper-income	56	26.3	63,083	26.7	2,280	3.6	94,745	40.1
Unknown-income	3	1.4	0	0	0	0	0	0
Total Assessment Area	**213**	**100.0**	**236,273**	**100.0**	**18,021**	**7.6**	**236,273**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	7,714	2,871	1	37.2	3,716	48.2	1,127	14.6
Moderate-income	97,415	49,425	17.3	50.7	24,481	25.1	23,509	24.1
Middle-income	256,734	156,376	54.6	60.9	42,361	16.5	57,997	22.6
Upper-income	134,191	77,755	27.1	57.9	15,215	11.3	41,221	30.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**496,054**	**286,427**	**100.0**	**57.7**	**85,773**	**17.3**	**123,854**	**25.0**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	914	1.3	847	1.2	65	2.1	2	2.1
Moderate-income	12,851	17.6	12,069	17.3	764	24.9	18	19.1
Middle-income	36,425	49.9	35,116	50.3	1,261	41.1	48	51.1
Upper-income	22,836	31.3	21,835	31.3	975	31.8	26	27.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**73,026**	**100.0**	**69,867**	**100.0**	**3,065**	**100.0**	**94**	**100.0**
	Percentage of Total Businesses:			**95.7**		**4.2**		**.1**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	50	8.7	45	8.4	5	13.5	0	0
Middle-income	253	44	235	43.7	18	48.6	0	0
Upper-income	272	47.3	258	48	14	37.8	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**575**	**100.0**	**538**	**100.0**	**37**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**93.6**		**6.4**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: GA Augusta

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	8	11.9	5,822	7.3	2,514	43.2	18,048	22.8
Moderate-income	16	23.9	16,218	20.4	3,791	23.4	12,741	16.1
Middle-income	22	32.8	27,138	34.2	3,031	11.2	14,762	18.6
Upper-income	21	31.3	30,150	38	1,482	4.9	33,777	42.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**67**	**100.0**	**79,328**	**100.0**	**10,818**	**13.6**	**79,328**	**100.0**
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	12,553	3,869	5.1	30.8	6,094	48.5	2,590	20.6
Moderate-income	30,225	13,899	18.3	46	11,723	38.8	4,603	15.2
Middle-income	44,183	26,076	34.3	59	13,823	31.3	4,284	9.7
Upper-income	45,450	32,191	42.3	70.8	8,246	18.1	5,013	11
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**132,411**	**76,035**	**100.0**	**57.4**	**39,886**	**30.1**	**16,490**	**12.5**
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1,086	7.8	968	7.4	116	12.9	2	4.5
Moderate-income	2,240	16	2,119	16.2	111	12.4	10	22.7
Middle-income	4,624	33	4,296	32.9	318	35.5	10	22.7
Upper-income	6,061	43.3	5,688	43.5	351	39.2	22	50
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**14,011**	**100.0**	**13,071**	**100.0**	**896**	**100.0**	**44**	**100.0**
	Percentage of Total Businesses:			**93.3**		**6.4**		**.3**
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	6	6.5	6	6.5	0	0	0	0
Moderate-income	12	12.9	12	12.9	0	0	0	0
Middle-income	24	25.8	24	25.8	0	0	0	0
Upper-income	51	54.8	51	54.8	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**93**	**100.0**	**93**	**100.0**	**0**	**.0**	**0**	**.0**
	Percentage of Total Farms:			**100.0**		**.0**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: IL Carbondale

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	3,653	21
Moderate-income	3	20	2,652	15.2	582	21.9	3,093	17.8
Middle-income	8	53.3	10,030	57.7	1,375	13.7	3,499	20.1
Upper-income	4	26.7	4,710	27.1	364	7.7	7,147	41.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**15**	**100.0**	**17,392**	**100.0**	**2,321**	**13.3**	**17,392**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	6,327	2,768	14.3	43.7	2,484	39.3	1,075	17
Middle-income	16,140	11,403	58.9	70.7	2,882	17.9	1,855	11.5
Upper-income	7,603	5,194	26.8	68.3	1,593	21	816	10.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**30,070**	**19,365**	**100.0**	**64.4**	**6,959**	**23.1**	**3,746**	**12.5**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	983	36.1	864	34.8	112	52.3	7	28
Middle-income	1,121	41.2	1,046	42.1	62	29	13	52
Upper-income	620	22.8	575	23.1	40	18.7	5	20
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**2,724**	**100.0**	**2,485**	**100.0**	**214**	**100.0**	**25**	**100.0**
	Percentage of Total Businesses:			**91.2**		**7.9**		**.9**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	3	3.2	3	3.2	0	0	0	0
Middle-income	64	68.1	64	68.1	0	0	0	0
Upper-income	27	28.7	27	28.7	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**94**	**100.0**	**94**	**100.0**	**0**	**.0**	**0**	**.0**
	Percentage of Total Farms:			**100.0**		**.0**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: IL Northern IL

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	2.5	471	1.2	179	38	7,067	18.5
Moderate-income	6	15	4,787	12.5	961	20.1	7,026	18.4
Middle-income	23	57.5	23,447	61.5	2,036	8.7	8,413	22.1
Upper-income	10	25	9,447	24.8	433	4.6	15,646	41
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**40**	**100.0**	**38,152**	**100.0**	**3,609**	**9.5**	**38,152**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	991	451	1.1	45.5	331	33.4	209	21.1
Moderate-income	9,190	4,995	11.8	54.4	3,233	35.2	962	10.5
Middle-income	38,273	25,882	61.2	67.6	8,808	23	3,583	9.4
Upper-income	14,357	10,979	26	76.5	2,296	16	1,082	7.5
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**62,811**	**42,307**	**100.0**	**67.4**	**14,668**	**23.4**	**5,836**	**9.3**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	66	1.2	55	1.1	10	2.5	1	1.1
Moderate-income	867	15.6	784	15.5	78	19.7	5	5.3
Middle-income	3,263	58.8	2,993	59.1	214	54.2	56	59.6
Upper-income	1,355	24.4	1,230	24.3	93	23.5	32	34
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**5,551**	**100.0**	**5,062**	**100.0**	**395**	**100.0**	**94**	**100.0**
	Percentage of Total Businesses:			**91.2**		**7.1**		**1.7**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.1	1	0.1	0	0	0	0
Moderate-income	8	0.9	8	0.9	0	0	0	0
Middle-income	553	64.9	548	64.9	5	71.4	0	0
Upper-income	290	34	288	34.1	2	28.6	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**852**	**100.0**	**845**	**100.0**	**7**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.2**		**.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: IL Rockford

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	10	11.9	6,057	6.8	2,713	44.8	19,206	21.6
Moderate-income	23	27.4	18,388	20.7	3,375	18.4	15,530	17.5
Middle-income	32	38.1	38,590	43.4	2,825	7.3	19,397	21.8
Upper-income	18	21.4	25,789	29	822	3.2	34,691	39.1
Unknown-income	1	1.2	0	0	0	0	0	0
Total Assessment Area	**84**	**100.0**	**88,824**	**100.0**	**9,735**	**11.0**	**88,824**	**100.0**
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	12,757	3,748	4	29.4	6,142	48.1	2,867	22.5
Moderate-income	35,596	18,010	19.2	50.6	12,830	36	4,756	13.4
Middle-income	60,267	42,700	45.6	70.9	12,909	21.4	4,658	7.7
Upper-income	36,262	29,171	31.2	80.4	4,864	13.4	2,227	6.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**144,882**	**93,629**	**100.0**	**64.6**	**36,745**	**25.4**	**14,508**	**10.0**
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	836	6.5	719	6.2	110	9.2	7	9.7
Moderate-income	2,589	20	2,287	19.6	285	23.8	17	23.6
Middle-income	5,893	45.6	5,328	45.7	535	44.6	30	41.7
Upper-income	3,562	27.6	3,298	28.3	246	20.5	18	25
Unknown-income	47	0.4	23	0.2	24	2	0	0
Total Assessment Area	**12,927**	**100.0**	**11,655**	**100.0**	**1,200**	**100.0**	**72**	**100.0**
	Percentage of Total Businesses:			**90.2**		**9.3**		**.6**
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	2	0.5	2	0.5	0	0	0	0
Moderate-income	14	3.5	14	3.5	0	0	0	0
Middle-income	239	59.6	237	59.5	2	66.7	0	0
Upper-income	146	36.4	145	36.4	1	33.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**401**	**100.0**	**398**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.3**		**.7**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: IN Bloomington

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	4	11.1	1,013	3.1	406	40.1	6,796	20.8
Moderate-income	6	16.7	4,701	14.4	959	20.4	5,697	17.5
Middle-income	18	50	18,461	56.6	1,480	8	6,946	21.3
Upper-income	8	22.2	8,432	25.9	522	6.2	13,168	40.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**36**	**100.0**	**32,607**	**100.0**	**3,367**	**10.3**	**32,607**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	5,105	699	2	13.7	3,600	70.5	806	15.8
Moderate-income	12,077	4,684	13.3	38.8	5,733	47.5	1,660	13.7
Middle-income	34,468	20,242	57.4	58.7	9,830	28.5	4,396	12.8
Upper-income	16,708	9,610	27.3	57.5	5,361	32.1	1,737	10.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**68,358**	**35,235**	**100.0**	**51.5**	**24,524**	**35.9**	**8,599**	**12.6**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	421	6.3	384	6.3	37	8.1	0	0
Moderate-income	862	13	770	12.5	92	20.3	0	0
Middle-income	3,738	56.3	3,458	56.3	242	53.3	38	86.4
Upper-income	1,615	24.3	1,526	24.9	83	18.3	6	13.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**6,636**	**100.0**	**6,138**	**100.0**	**454**	**100.0**	**44**	**100.0**
	Percentage of Total Businesses:			**92.5**		**6.8**		**.7**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.4	1	0.4	0	0	0	0
Moderate-income	12	5.1	12	5.1	0	0	0	0
Middle-income	198	83.9	196	83.8	2	100	0	0
Upper-income	25	10.6	25	10.7	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**236**	**100.0**	**234**	**100.0**	**2**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.2**		**.8**		**.0**

2016 FFIEC Census Data and 2015 D&B Information

Combined Demographics Report

Assessment Area: IN Fort Wayne

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	13	13.5	7,141	7.9	2,499	35	17,575	19.5
Moderate-income	28	29.2	21,707	24.1	3,335	15.4	16,622	18.5
Middle-income	31	32.3	31,172	34.7	1,755	5.6	20,342	22.6
Upper-income	23	24	29,906	33.3	608	2	35,387	39.4
Unknown-income	1	1	0	0	0	0	0	0
Total Assessment Area	**96**	**100.0**	**89,926**	**100.0**	**8,197**	**9.1**	**89,926**	**100.0**
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	15,659	5,298	5.5	33.8	6,678	42.6	3,683	23.5
Moderate-income	45,540	21,023	21.9	46.2	18,527	40.7	5,990	13.2
Middle-income	50,296	35,743	37.3	71.1	10,436	20.7	4,117	8.2
Upper-income	39,987	33,844	35.3	84.6	4,183	10.5	1,960	4.9
Unknown-income	75	0	0	0	75	100	0	0
Total Assessment Area	**151,557**	**95,908**	**100.0**	**63.3**	**39,899**	**26.3**	**15,750**	**10.4**
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1,448	10.1	1,175	9.3	266	16.6	7	5.6
Moderate-income	3,437	24	2,928	23.2	473	29.6	36	28.8
Middle-income	4,705	32.8	4,132	32.8	541	33.8	32	25.6
Upper-income	4,698	32.8	4,335	34.4	313	19.6	50	40
Unknown-income	47	0.3	40	0.3	7	0.4	0	0
Total Assessment Area	**14,335**	**100.0**	**12,610**	**100.0**	**1,600**	**100.0**	**125**	**100.0**
	Percentage of Total Businesses:			**88.0**		**11.2**		**.9**
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.3	1	0.3	0	0	0	0
Moderate-income	18	4.8	18	4.9	0	0	0	0
Middle-income	202	54	199	53.6	3	100	0	0
Upper-income	153	40.9	153	41.2	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**374**	**100.0**	**371**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.2**		**.8**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: IN Lafayette

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	3	7.5	1,351	3.4	467	34.6	8,478	21.5
Moderate-income	12	30	10,013	25.4	1,877	18.7	6,957	17.6
Middle-income	17	42.5	20,007	50.7	1,349	6.7	8,446	21.4
Upper-income	6	15	8,115	20.6	308	3.8	15,605	39.5
Unknown-income	2	5	0	0	0	0	0	0
Total Assessment Area	**40**	**100.0**	**39,486**	**100.0**	**4,001**	**10.1**	**39,486**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	5,454	313	0.8	5.7	4,271	78.3	870	16
Moderate-income	22,220	8,432	21.9	37.9	11,820	53.2	1,968	8.9
Middle-income	32,073	21,071	54.6	65.7	8,597	26.8	2,405	7.5
Upper-income	13,621	8,735	22.7	64.1	4,240	31.1	646	4.7
Unknown-income	302	6	0	2	166	55	130	43
Total Assessment Area	**73,670**	**38,557**	**100.0**	**52.3**	**29,094**	**39.5**	**6,019**	**8.2**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	350	6.1	313	6.1	34	7.1	3	4.5
Moderate-income	1,982	34.8	1,719	33.4	253	52.6	10	15.2
Middle-income	2,350	41.3	2,157	41.9	151	31.4	42	63.6
Upper-income	990	17.4	937	18.2	43	8.9	10	15.2
Unknown-income	21	0.4	20	0.4	0	0	1	1.5
Total Assessment Area	**5,693**	**100.0**	**5,146**	**100.0**	**481**	**100.0**	**66**	**100.0**
	Percentage of Total Businesses:			**90.4**		**8.4**		**1.2**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	15	3.6	14	3.4	1	20	0	0
Middle-income	376	89.7	372	89.9	4	80	0	0
Upper-income	28	6.7	28	6.8	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**419**	**100.0**	**414**	**100.0**	**5**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.8**		**1.2**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: IN Northern IN

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	3,149	16.8
Moderate-income	1	6.3	1,026	5.5	163	15.9	3,550	18.9
Middle-income	12	75	14,584	77.6	1,498	10.3	4,441	23.6
Upper-income	3	18.8	3,176	16.9	151	4.8	7,646	40.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**16**	**100.0**	**18,786**	**100.0**	**1,812**	**9.6**	**18,786**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	1,484	899	4.4	60.6	530	35.7	55	3.7
Middle-income	25,262	15,987	77.6	63.3	4,604	18.2	4,671	18.5
Upper-income	5,499	3,716	18	67.6	451	8.2	1,332	24.2
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**32,245**	**20,602**	**100.0**	**63.9**	**5,585**	**17.3**	**6,058**	**18.8**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	199	7.2	169	6.9	28	11.4	2	4.3
Middle-income	2,122	77.2	1,887	76.8	193	78.5	42	89.4
Upper-income	429	15.6	401	16.3	25	10.2	3	6.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**2,750**	**100.0**	**2,457**	**100.0**	**246**	**100.0**	**47**	**100.0**
	Percentage of Total Businesses:			**89.3**		**8.9**		**1.7**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	5	1.5	4	1.2	1	20	0	0
Middle-income	233	68.3	229	68.2	4	80	0	0
Upper-income	103	30.2	103	30.7	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**341**	**100.0**	**336**	**100.0**	**5**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.5**		**1.5**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: IN Terre Haute

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	6	13.6	2,956	7	1,221	41.3	8,747	20.7
Moderate-income	7	15.9	5,268	12.4	968	18.4	7,817	18.5
Middle-income	24	54.5	24,327	57.4	2,389	9.8	8,605	20.3
Upper-income	7	15.9	9,801	23.1	401	4.1	17,183	40.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**44**	**100.0**	**42,352**	**100.0**	**4,979**	**11.8**	**42,352**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	7,768	2,164	4.7	27.9	3,925	50.5	1,679	21.6
Moderate-income	10,079	5,633	12.2	55.9	3,074	30.5	1,372	13.6
Middle-income	40,970	27,393	59.3	66.9	8,959	21.9	4,618	11.3
Upper-income	15,568	10,986	23.8	70.6	3,290	21.1	1,292	8.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**74,385**	**46,176**	**100.0**	**62.1**	**19,248**	**25.9**	**8,961**	**12.0**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	779	14.6	639	13.5	132	25.3	8	7.3
Moderate-income	587	11	498	10.6	74	14.2	15	13.6
Middle-income	2,888	54	2,580	54.7	239	45.8	69	62.7
Upper-income	1,095	20.5	1,000	21.2	77	14.8	18	16.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**5,349**	**100.0**	**4,717**	**100.0**	**522**	**100.0**	**110**	**100.0**
	Percentage of Total Businesses:			**88.2**		**9.8**		**2.1**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	1	0.2	1	0.2	0	0	0	0
Moderate-income	2	0.5	2	0.5	0	0	0	0
Middle-income	327	79.6	325	79.5	2	100	0	0
Upper-income	81	19.7	81	19.8	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**411**	**100.0**	**409**	**100.0**	**2**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.5**		**.5**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: KY Eastern KY

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	2.2	113	0.2	57	50.4	7,357	14.8
Moderate-income	2	4.4	1,088	2.2	321	29.5	6,548	13.2
Middle-income	14	31.1	14,677	29.5	2,353	16	8,538	17.2
Upper-income	28	62.2	33,811	68	2,952	8.7	27,246	54.8
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**45**	**100.0**	**49,689**	**100.0**	**5,683**	**11.4**	**49,689**	**100.0**
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	353	6	0	1.7	290	82.2	57	16.1
Moderate-income	2,298	977	1.9	42.5	1,029	44.8	292	12.7
Middle-income	26,329	14,050	28	53.4	9,096	34.5	3,183	12.1
Upper-income	55,380	35,168	70.1	63.5	15,076	27.2	5,136	9.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**84,360**	**50,201**	**100.0**	**59.5**	**25,491**	**30.2**	**8,668**	**10.3**
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	18	0.2	14	0.2	3	0.6	1	0.6
Moderate-income	228	3.1	192	2.9	19	4.1	17	10.4
Middle-income	2,362	32.4	2,133	32	165	35.6	64	39
Upper-income	4,682	64.2	4,324	64.9	276	59.6	82	50
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**7,290**	**100.0**	**6,663**	**100.0**	**463**	**100.0**	**164**	**100.0**
	Percentage of Total Businesses:			**91.4**		**6.4**		**2.2**
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	1	0.3	1	0.3	0	0	0	0
Middle-income	84	24.3	84	24.6	0	0	0	0
Upper-income	260	75.4	257	75.1	3	100	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**345**	**100.0**	**342**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.1**		**.9**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: KY Western KY

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	3,724	17.3
Moderate-income	3	13	2,206	10.2	576	26.1	3,292	15.3
Middle-income	11	47.8	11,745	54.4	1,468	12.5	4,455	20.7
Upper-income	8	34.8	7,622	35.3	576	7.6	10,102	46.8
Unknown-income	1	4.3	0	0	0	0	0	0
Total Assessment Area	**23**	**100.0**	**21,573**	**100.0**	**2,620**	**12.1**	**21,573**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	4,580	1,917	8.2	41.9	1,764	38.5	899	19.6
Middle-income	19,599	12,816	55	65.4	3,690	18.8	3,093	15.8
Upper-income	12,465	8,569	36.8	68.7	2,305	18.5	1,591	12.8
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**36,644**	**23,302**	**100.0**	**63.6**	**7,759**	**21.2**	**5,583**	**15.2**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	442	16.5	394	16.4	38	18	10	17.2
Middle-income	1,363	51	1,208	50.3	119	56.4	36	62.1
Upper-income	866	32.4	800	33.3	54	25.6	12	20.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**2,671**	**100.0**	**2,402**	**100.0**	**211**	**100.0**	**58**	**100.0**
	Percentage of Total Businesses:			**89.9**		**7.9**		**2.2**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	6	2.4	6	2.5	0	0	0	0
Middle-income	123	50.2	121	50	2	66.7	0	0
Upper-income	116	47.3	115	47.5	1	33.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**245**	**100.0**	**242**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.8**		**1.2**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: KY Owensboro

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	2	8.7	1,031	4.1	376	36.5	5,122	20.3
Moderate-income	2	8.7	2,507	9.9	688	27.4	4,066	16.1
Middle-income	14	60.9	16,253	64.5	1,398	8.6	6,054	24
Upper-income	5	21.7	5,414	21.5	283	5.2	9,963	39.5
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**23**	**100.0**	**25,205**	**100.0**	**2,745**	**10.9**	**25,205**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	2,552	685	2.6	26.8	1,395	54.7	472	18.5
Moderate-income	4,500	2,147	8.2	47.7	1,817	40.4	536	11.9
Middle-income	26,219	17,096	65.3	65.2	6,990	26.7	2,133	8.1
Upper-income	8,178	6,272	23.9	76.7	1,242	15.2	664	8.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**41,449**	**26,200**	**100.0**	**63.2**	**11,444**	**27.6**	**3,805**	**9.2**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	367	10.3	306	9.7	54	14.6	7	19.4
Moderate-income	400	11.2	337	10.7	61	16.5	2	5.6
Middle-income	1,935	54.2	1,728	54.7	186	50.3	21	58.3
Upper-income	865	24.3	790	25	69	18.6	6	16.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**3,567**	**100.0**	**3,161**	**100.0**	**370**	**100.0**	**36**	**100.0**
	Percentage of Total Businesses:			**88.6**		**10.4**		**1.0**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.4	1	0.4	0	0	0	0
Moderate-income	1	0.4	1	0.4	0	0	0	0
Middle-income	168	74.3	166	74.1	2	100	0	0
Upper-income	56	24.8	56	25	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**226**	**100.0**	**224**	**100.0**	**2**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.1**		**.9**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Battle Creek

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	4	10.3	2,231	6.2	950	42.6	7,528	21
Moderate-income	11	28.2	8,557	23.9	1,780	20.8	6,475	18.1
Middle-income	15	38.5	13,975	39	1,308	9.4	7,362	20.5
Upper-income	9	23.1	11,096	30.9	403	3.6	14,494	40.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**39**	**100.0**	**35,859**	**100.0**	**4,441**	**12.4**	**35,859**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	4,442	1,908	4.9	43	1,766	39.8	768	17.3
Moderate-income	16,141	8,720	22.4	54	5,161	32	2,260	14
Middle-income	24,036	15,138	38.9	63	6,033	25.1	2,865	11.9
Upper-income	16,483	13,125	33.7	79.6	2,074	12.6	1,284	7.8
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**61,102**	**38,891**	**100.0**	**63.6**	**15,034**	**24.6**	**7,177**	**11.7**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	400	8.6	331	8	66	14.1	3	4.9
Moderate-income	1,048	22.6	859	20.9	167	35.8	22	36.1
Middle-income	1,770	38.1	1,620	39.3	124	26.6	26	42.6
Upper-income	1,427	30.7	1,307	31.7	110	23.6	10	16.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**4,645**	**100.0**	**4,117**	**100.0**	**467**	**100.0**	**61**	**100.0**
	Percentage of Total Businesses:			**88.6**		**10.1**		**1.3**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.5	1	0.5	0	0	0	0
Moderate-income	20	9.3	20	9.7	0	0	0	0
Middle-income	134	62.6	128	62.1	6	75	0	0
Upper-income	59	27.6	57	27.7	2	25	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**214**	**100.0**	**206**	**100.0**	**8**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**96.3**		**3.7**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Jackson

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	7	18.4	3,595	8.7	1,179	32.8	8,584	20.7
Moderate-income	5	13.2	4,507	10.9	815	18.1	7,592	18.3
Middle-income	16	42.1	22,242	53.6	2,058	9.3	8,846	21.3
Upper-income	9	23.7	11,164	26.9	525	4.7	16,486	39.7
Unknown-income	1	2.6	0	0	0	0	0	0
Total Assessment Area	**38**	**100.0**	**41,508**	**100.0**	**4,577**	**11.0**	**41,508**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	7,776	2,933	6.4	37.7	3,740	48.1	1,103	14.2
Moderate-income	8,910	4,625	10	51.9	2,930	32.9	1,355	15.2
Middle-income	35,507	25,197	54.7	71	6,044	17	4,266	12
Upper-income	16,903	13,294	28.9	78.6	1,849	10.9	1,760	10.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**69,096**	**46,049**	**100.0**	**66.6**	**14,563**	**21.1**	**8,484**	**12.3**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	814	14.9	652	13.5	153	26.5	9	16.7
Moderate-income	764	14	634	13.1	128	22.1	2	3.7
Middle-income	2,497	45.7	2,265	46.8	202	34.9	30	55.6
Upper-income	1,391	25.4	1,285	26.6	93	16.1	13	24.1
Unknown-income	2	0	0	0	2	0.3	0	0
Total Assessment Area	**5,468**	**100.0**	**4,836**	**100.0**	**578**	**100.0**	**54**	**100.0**
	Percentage of Total Businesses:			**88.4**		**10.6**		**1.0**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.5	1	0.5	0	0	0	0
Moderate-income	2	0.9	2	0.9	0	0	0	0
Middle-income	132	61.4	129	60.8	3	100	0	0
Upper-income	80	37.2	80	37.7	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**215**	**100.0**	**212**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.6**		**1.4**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Kalamazoo

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	7	9.6	4,086	5.1	1,657	40.6	18,243	22.7
Moderate-income	15	20.5	11,507	14.3	2,064	17.9	13,205	16.4
Middle-income	35	47.9	44,470	55.3	4,429	10	16,485	20.5
Upper-income	15	20.5	20,362	25.3	1,000	4.9	32,492	40.4
Unknown-income	1	1.4	0	0	0	0	0	0
Total Assessment Area	**73**	**100.0**	**80,425**	**100.0**	**9,150**	**11.4**	**80,425**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	9,471	3,192	3.6	33.7	4,941	52.2	1,338	14.1
Moderate-income	26,881	11,923	13.5	44.4	10,914	40.6	4,044	15
Middle-income	78,506	49,538	56.2	63.1	19,686	25.1	9,282	11.8
Upper-income	31,132	23,498	26.7	75.5	4,860	15.6	2,774	8.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**145,990**	**88,151**	**100.0**	**60.4**	**40,401**	**27.7**	**17,438**	**11.9**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	684	5.5	557	5	122	10	5	4.2
Moderate-income	2,158	17.3	1,849	16.6	283	23.2	26	21.7
Middle-income	6,707	53.7	6,000	53.8	648	53.1	59	49.2
Upper-income	2,940	23.5	2,742	24.6	168	13.8	30	25
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**12,489**	**100.0**	**11,148**	**100.0**	**1,221**	**100.0**	**120**	**100.0**
	Percentage of Total Businesses:			**89.3**		**9.8**		**1.0**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.2	1	0.2	0	0	0	0
Moderate-income	94	20.3	81	19.1	13	35.1	0	0
Middle-income	304	65.8	284	66.8	20	54.1	0	0
Upper-income	63	13.6	59	13.9	4	10.8	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**462**	**100.0**	**425**	**100.0**	**37**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**92.0**		**8.0**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Lansing

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	8	6.1	5,794	5.1	1,782	30.8	23,205	20.6
Moderate-income	28	21.4	18,575	16.5	3,478	18.7	20,063	17.8
Middle-income	57	43.5	57,489	50.9	4,343	7.6	24,731	21.9
Upper-income	28	21.4	31,036	27.5	1,321	4.3	44,895	39.8
Unknown-income	10	7.6	0	0	0	0	0	0
Total Assessment Area	**131**	**100.0**	**112,894**	**100.0**	**10,924**	**9.7**	**112,894**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	11,204	4,384	3.6	39.1	5,360	47.8	1,460	13
Moderate-income	41,429	18,507	15	44.7	17,194	41.5	5,728	13.8
Middle-income	97,061	65,073	52.9	67	24,125	24.9	7,863	8.1
Upper-income	47,591	35,062	28.5	73.7	9,762	20.5	2,767	5.8
Unknown-income	1,223	31	0	2.5	904	73.9	288	23.5
Total Assessment Area	**198,508**	**123,057**	**100.0**	**62.0**	**57,345**	**28.9**	**18,106**	**9.1**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	667	3.8	579	3.7	84	5.1	4	2.1
Moderate-income	4,008	22.8	3,409	21.6	544	32.8	55	28.4
Middle-income	7,647	43.4	6,981	44.3	573	34.5	93	47.9
Upper-income	5,034	28.6	4,580	29.1	419	25.2	35	18
Unknown-income	251	1.4	203	1.3	41	2.5	7	3.6
Total Assessment Area	**17,607**	**100.0**	**15,752**	**100.0**	**1,661**	**100.0**	**194**	**100.0**
	Percentage of Total Businesses:			**89.5**		**9.4**		**1.1**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	2	0.3	2	0.3	0	0	0	0
Moderate-income	20	2.6	20	2.7	0	0	0	0
Middle-income	553	73.1	542	73.3	11	64.7	0	0
Upper-income	177	23.4	173	23.4	4	23.5	0	0
Unknown-income	4	0.5	2	0.3	2	11.8	0	0
Total Assessment Area	**756**	**100.0**	**739**	**100.0**	**17**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.8**		**2.2**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Northern MI

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	0.6	351	0.2	217	61.8	30,966	19.2
Moderate-income	25	14.5	19,855	12.3	3,633	18.3	29,821	18.5
Middle-income	109	63	107,752	66.9	11,538	10.7	35,764	22.2
Upper-income	29	16.8	33,023	20.5	1,713	5.2	64,430	40
Unknown-income	9	5.2	0	0	0	0	0	0
Total Assessment Area	**173**	**100.0**	**160,981**	**100.0**	**17,101**	**10.6**	**160,981**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	2,187	20	0	0.9	1,930	88.2	237	10.8
Moderate-income	62,831	24,194	12.7	38.5	7,801	12.4	30,836	49.1
Middle-income	236,906	126,694	66.6	53.5	33,609	14.2	76,603	32.3
Upper-income	65,337	39,459	20.7	60.4	8,948	13.7	16,930	25.9
Unknown-income	31	0	0	0	0	0	31	100
Total Assessment Area	**367,292**	**190,367**	**100.0**	**51.8**	**52,288**	**14.2**	**124,637**	**33.9**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	107	0.4	94	0.4	13	0.6	0	0
Moderate-income	3,123	11.4	2,746	11.1	285	13.2	92	18.3
Middle-income	17,847	65.1	16,071	64.9	1,436	66.3	340	67.5
Upper-income	6,331	23.1	5,828	23.6	431	19.9	72	14.3
Unknown-income	10	0	8	0	2	0.1	0	0
Total Assessment Area	**27,418**	**100.0**	**24,747**	**100.0**	**2,167**	**100.0**	**504**	**100.0**
	Percentage of Total Businesses:			**90.3**		**7.9**		**1.8**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	2	0.1	2	0.1	0	0	0	0
Moderate-income	123	7.9	122	8.1	1	2.1	0	0
Middle-income	1,095	70.7	1,062	70.8	33	70.2	0	0
Upper-income	328	21.2	315	21	13	27.7	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,548**	**100.0**	**1,501**	**100.0**	**47**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.0**		**3.0**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Southern MI

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	1.2	466	0.5	127	27.3	16,089	16.9
Moderate-income	8	9.5	5,734	6	1,281	22.3	16,579	17.4
Middle-income	55	65.5	64,275	67.4	7,119	11.1	22,165	23.2
Upper-income	18	21.4	24,926	26.1	1,352	5.4	40,568	42.5
Unknown-income	2	2.4	0	0	0	0	0	0
Total Assessment Area	**84**	**100.0**	**95,401**	**100.0**	**9,879**	**10.4**	**95,401**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	987	292	0.3	29.6	529	53.6	166	16.8
Moderate-income	9,930	5,717	5.4	57.6	2,691	27.1	1,522	15.3
Middle-income	105,157	72,110	67.6	68.6	18,203	17.3	14,844	14.1
Upper-income	37,591	28,484	26.7	75.8	4,320	11.5	4,787	12.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**153,665**	**106,603**	**100.0**	**69.4**	**25,743**	**16.8**	**21,319**	**13.9**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	235	1.9	209	1.9	24	2.4	2	1.1
Moderate-income	784	6.4	620	5.6	154	15.6	10	5.5
Middle-income	7,963	64.9	7,238	65.2	605	61.4	120	66.3
Upper-income	3,292	26.8	3,041	27.4	202	20.5	49	27.1
Unknown-income	1	0	1	0	0	0	0	0
Total Assessment Area	**12,275**	**100.0**	**11,109**	**100.0**	**985**	**100.0**	**181**	**100.0**
	Percentage of Total Businesses:			**90.5**		**8.0**		**1.5**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	28	2.4	26	2.2	2	5.7	0	0
Middle-income	864	72.5	843	72.9	21	60	0	0
Upper-income	299	25.1	287	24.8	12	34.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,191**	**100.0**	**1,156**	**100.0**	**35**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.1**		**2.9**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: MI Saginaw

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	9	8.8	4,968	4.8	2,246	45.2	21,368	20.6
Moderate-income	21	20.6	15,091	14.5	3,214	21.3	18,273	17.6
Middle-income	50	49	52,426	50.4	4,818	9.2	22,174	21.3
Upper-income	21	20.6	31,494	30.3	1,285	4.1	42,164	40.6
Unknown-income	1	1	0	0	0	0	0	0
Total Assessment Area	**102**	**100.0**	**103,979**	**100.0**	**11,563**	**11.1**	**103,979**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	10,281	3,999	3.4	38.9	4,012	39	2,270	22.1
Moderate-income	31,043	15,626	13.2	50.3	10,700	34.5	4,717	15.2
Middle-income	82,690	62,294	52.7	75.3	13,458	16.3	6,938	8.4
Upper-income	47,359	36,362	30.7	76.8	8,220	17.4	2,777	5.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**171,373**	**118,281**	**100.0**	**69.0**	**36,390**	**21.2**	**16,702**	**9.7**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	639	4.7	510	4.2	122	9.1	7	5
Moderate-income	2,174	15.8	1,881	15.3	274	20.5	19	13.6
Middle-income	6,472	47.1	5,846	47.7	540	40.4	86	61.4
Upper-income	4,451	32.4	4,023	32.8	400	29.9	28	20
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**13,736**	**100.0**	**12,260**	**100.0**	**1,336**	**100.0**	**140**	**100.0**
	Percentage of Total Businesses:			**89.3**		**9.7**		**1.0**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1	0.1	1	0.1	0	0	0	0
Moderate-income	23	3.3	23	3.3	0	0	0	0
Middle-income	488	69.6	483	69.4	5	100	0	0
Upper-income	189	27	189	27.2	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**701**	**100.0**	**696**	**100.0**	**5**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.3**		**.7**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: NC Asheville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	2	3.6	858	1.4	388	45.2	12,085	19.8
Moderate-income	8	14.3	8,676	14.2	1,555	17.9	11,260	18.5
Middle-income	33	58.9	37,618	61.8	2,970	7.9	13,045	21.4
Upper-income	13	23.2	13,734	22.6	851	6.2	24,496	40.2
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**56**	**100.0**	**60,886**	**100.0**	**5,764**	**9.5**	**60,886**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	2,403	750	1.1	31.2	1,492	62.1	161	6.7
Moderate-income	16,861	8,598	12.8	51	6,343	37.6	1,920	11.4
Middle-income	66,490	42,753	63.7	64.3	16,716	25.1	7,021	10.6
Upper-income	25,125	15,025	22.4	59.8	7,632	30.4	2,468	9.8
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**110,879**	**67,126**	**100.0**	**60.5**	**32,183**	**29.0**	**11,570**	**10.4**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	591	4	489	3.6	100	10.3	2	2.4
Moderate-income	2,275	15.4	2,065	15.1	202	20.8	8	9.4
Middle-income	7,457	50.6	7,021	51.4	389	40	47	55.3
Upper-income	4,402	29.9	4,093	29.9	281	28.9	28	32.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**14,725**	**100.0**	**13,668**	**100.0**	**972**	**100.0**	**85**	**100.0**
	Percentage of Total Businesses:			**92.8**		**6.6**		**.6**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	30	13	30	13.2	0	0	0	0
Middle-income	146	63.2	143	63	3	75	0	0
Upper-income	55	23.8	54	23.8	1	25	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**231**	**100.0**	**227**	**100.0**	**4**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.3**		**1.7**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: NC Hickory

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	7,151	17.8
Moderate-income	4	12.9	2,931	7.3	718	24.5	7,027	17.5
Middle-income	18	58.1	25,670	64	2,423	9.4	8,548	21.3
Upper-income	9	29	11,485	28.7	580	5.1	17,360	43.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**31**	**100.0**	**40,086**	**100.0**	**3,721**	**9.3**	**40,086**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	6,339	2,358	5.5	37.2	3,052	48.1	929	14.7
Middle-income	42,774	27,253	64.1	63.7	10,754	25.1	4,767	11.1
Upper-income	18,326	12,936	30.4	70.6	2,898	15.8	2,492	13.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**67,439**	**42,547**	**100.0**	**63.1**	**16,704**	**24.8**	**8,188**	**12.1**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	1,015	15.6	789	13.8	218	30	8	13.3
Middle-income	3,358	51.5	3,005	52.4	329	45.3	24	40
Upper-income	2,145	32.9	1,937	33.8	180	24.8	28	46.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**6,518**	**100.0**	**5,731**	**100.0**	**727**	**100.0**	**60**	**100.0**
	Percentage of Total Businesses:			**87.9**		**11.2**		**.9**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	0	0	0	0	0	0	0	0
Middle-income	56	60.9	54	61.4	2	50	0	0
Upper-income	36	39.1	34	38.6	2	50	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**92**	**100.0**	**88**	**100.0**	**4**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**95.7**		**4.3**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: NC Western NC

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	1.3	1,144	1.2	494	43.2	20,056	21.7
Moderate-income	9	11.4	7,346	7.9	1,665	22.7	16,050	17.3
Middle-income	54	68.4	69,872	75.5	9,469	13.6	18,992	20.5
Upper-income	15	19	14,176	15.3	981	6.9	37,440	40.5
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**79**	**100.0**	**92,538**	**100.0**	**12,609**	**13.6**	**92,538**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	2,663	969	1	36.4	1,326	49.8	368	13.8
Moderate-income	16,623	8,099	8.2	48.7	4,432	26.7	4,092	24.6
Middle-income	127,672	73,621	74.5	57.7	29,587	23.2	24,464	19.2
Upper-income	37,715	16,091	16.3	42.7	7,585	20.1	14,039	37.2
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**184,673**	**98,780**	**100.0**	**53.5**	**42,930**	**23.2**	**42,963**	**23.3**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	265	2	233	1.9	31	3.2	1	0.5
Moderate-income	1,238	9.4	1,088	9	128	13.3	22	10.9
Middle-income	9,146	69.2	8,389	69.6	623	65	134	66.7
Upper-income	2,562	19.4	2,341	19.4	177	18.5	44	21.9
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**13,211**	**100.0**	**12,051**	**100.0**	**959**	**100.0**	**201**	**100.0**
	Percentage of Total Businesses:			**91.2**		**7.3**		**1.5**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	48	9.7	45	9.3	3	33.3	0	0
Middle-income	386	78.1	380	78.5	5	55.6	1	100
Upper-income	60	12.1	59	12.2	1	11.1	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**494**	**100.0**	**484**	**100.0**	**9**	**100.0**	**1**	**100.0**
	Percentage of Total Farms:			**98.0**		**1.8**		**.2**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: NC Raleigh

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	13	7	9,359	4.4	2,642	28.2	41,774	19.5
Moderate-income	31	16.6	38,232	17.9	4,967	13	33,734	15.8
Middle-income	64	34.2	79,569	37.2	4,469	5.6	41,937	19.6
Upper-income	76	40.6	86,648	40.5	2,240	2.6	96,377	45.1
Unknown-income	3	1.6	14	0	0	0	0	0
Total Assessment Area	**187**	**100.0**	**213,822**	**100.0**	**14,318**	**6.7**	**213,822**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	20,908	4,237	2	20.3	13,964	66.8	2,707	12.9
Moderate-income	72,857	36,537	17	50.1	29,294	40.2	7,026	9.6
Middle-income	129,418	82,231	38.2	63.5	36,694	28.4	10,493	8.1
Upper-income	132,035	92,466	42.9	70	30,003	22.7	9,566	7.2
Unknown-income	60	14	0	23.3	46	76.7	0	0
Total Assessment Area	**355,278**	**215,485**	**100.0**	**60.7**	**110,001**	**31.0**	**29,792**	**8.4**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	1,838	3.8	1,597	3.6	226	5.9	15	3.4
Moderate-income	8,219	16.8	7,227	16.2	905	23.5	87	19.8
Middle-income	16,395	33.6	15,079	33.9	1,228	31.9	88	20
Upper-income	22,286	45.7	20,557	46.2	1,479	38.4	250	56.8
Unknown-income	48	0.1	34	0.1	14	0.4	0	0
Total Assessment Area	**48,786**	**100.0**	**44,494**	**100.0**	**3,852**	**100.0**	**440**	**100.0**
	Percentage of Total Businesses:			**91.2**		**7.9**		**.9**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	6	1.5	6	1.5	0	0	0	0
Moderate-income	51	12.8	48	12.2	3	50	0	0
Middle-income	194	48.6	192	48.9	2	33.3	0	0
Upper-income	148	37.1	147	37.4	1	16.7	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**399**	**100.0**	**393**	**100.0**	**6**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.5**		**1.5**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: OH Dayton

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	26	10.3	16,030	6.5	6,277	39.2	51,071	20.8
Moderate-income	60	23.7	48,365	19.7	8,513	17.6	44,326	18.1
Middle-income	103	40.7	105,071	42.8	7,877	7.5	51,442	21
Upper-income	63	24.9	75,972	31	2,800	3.7	98,599	40.2
Unknown-income	1	0.4	0	0	0	0	0	0
Total Assessment Area	**253**	**100.0**	**245,438**	**100.0**	**25,467**	**10.4**	**245,438**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	37,561	11,502	4.5	30.6	16,766	44.6	9,293	24.7
Moderate-income	98,335	44,751	17.6	45.5	39,402	40.1	14,182	14.4
Middle-income	178,166	112,632	44.2	63.2	49,683	27.9	15,851	8.9
Upper-income	113,532	85,878	33.7	75.6	21,240	18.7	6,414	5.6
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**427,594**	**254,763**	**100.0**	**59.6**	**127,091**	**29.7**	**45,740**	**10.7**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	2,346	7.1	1,972	6.7	366	10.9	8	2.8
Moderate-income	6,004	18.2	5,148	17.5	814	24.3	42	14.7
Middle-income	13,693	41.5	12,271	41.8	1,271	38	151	53
Upper-income	10,954	33.2	9,977	34	893	26.7	84	29.5
Unknown-income	6	0	5	0	1	0	0	0
Total Assessment Area	**33,003**	**100.0**	**29,373**	**100.0**	**3,345**	**100.0**	**285**	**100.0**
	Percentage of Total Businesses:			**89.0**		**10.1**		**.9**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	6	0.8	6	0.8	0	0	0	0
Moderate-income	47	5.9	44	5.6	3	16.7	0	0
Middle-income	462	57.8	453	57.9	9	50	0	0
Upper-income	285	35.6	279	35.7	6	33.3	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**800**	**100.0**	**782**	**100.0**	**18**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.8**		**2.3**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: OH Lima

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	5	15.2	2,373	8.5	923	38.9	5,960	21.5
Moderate-income	6	18.2	3,434	12.4	882	25.7	4,848	17.5
Middle-income	16	48.5	13,728	49.4	1,270	9.3	6,217	22.4
Upper-income	6	18.2	8,234	29.7	269	3.3	10,744	38.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**33**	**100.0**	**27,769**	**100.0**	**3,344**	**12.0**	**27,769**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	4,765	1,622	5.6	34	2,151	45.1	992	20.8
Moderate-income	6,812	3,024	10.4	44.4	2,634	38.7	1,154	16.9
Middle-income	22,008	14,870	51.3	67.6	5,283	24	1,855	8.4
Upper-income	11,504	9,470	32.7	82.3	1,665	14.5	369	3.2
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**45,089**	**28,986**	**100.0**	**64.3**	**11,733**	**26.0**	**4,370**	**9.7**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	571	14.9	481	14.2	86	21.1	4	10.3
Moderate-income	422	11	351	10.4	68	16.7	3	7.7
Middle-income	1,828	47.8	1,633	48.4	169	41.4	26	66.7
Upper-income	1,003	26.2	912	27	85	20.8	6	15.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**3,824**	**100.0**	**3,377**	**100.0**	**408**	**100.0**	**39**	**100.0**
	Percentage of Total Businesses:			**88.3**		**10.7**		**1.0**

	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	0	0	0	0	0	0	0	0
Moderate-income	1	0.4	1	0.4	0	0	0	0
Middle-income	205	83.3	203	83.2	2	100	0	0
Upper-income	40	16.3	40	16.4	0	0	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**246**	**100.0**	**244**	**100.0**	**2**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.2**		**.8**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: OH Northwest OH

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	0.6	1,063	0.5	378	35.6	34,674	16.8
Moderate-income	22	12.4	21,982	10.7	4,349	19.8	35,562	17.3
Middle-income	102	57.6	119,970	58.2	10,467	8.7	45,556	22.1
Upper-income	50	28.2	63,025	30.6	3,448	5.5	90,248	43.8
Unknown-income	2	1.1	0	0	0	0	0	0
Total Assessment Area	**177**	**100.0**	**206,040**	**100.0**	**18,642**	**9.0**	**206,040**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	2,071	749	0.3	36.2	859	41.5	463	22.4
Moderate-income	41,546	20,221	9.1	48.7	15,471	37.2	5,854	14.1
Middle-income	194,757	130,746	58.9	67.1	41,766	21.4	22,245	11.4
Upper-income	98,856	70,286	31.7	71.1	15,614	15.8	12,956	13.1
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**337,230**	**222,002**	**100.0**	**65.8**	**73,710**	**21.9**	**41,518**	**12.3**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	109	0.4	94	0.4	13	0.5	2	0.4
Moderate-income	3,440	13	2,962	12.6	428	17.1	50	9.9
Middle-income	14,948	56.4	13,275	56.5	1,379	55.2	294	58.4
Upper-income	8,017	30.2	7,181	30.5	679	27.2	157	31.2
Unknown-income	2	0	2	0	0	0	0	0
Total Assessment Area	**26,516**	**100.0**	**23,514**	**100.0**	**2,499**	**100.0**	**503**	**100.0**
	Percentage of Total Businesses:			**88.7**		**9.4**		**1.9**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	2	0.1	2	0.1	0	0	0	0
Moderate-income	47	1.6	45	1.5	2	5.6	0	0
Middle-income	1,797	60	1,773	59.9	24	66.7	0	0
Upper-income	1,149	38.4	1,139	38.5	10	27.8	0	0
Unknown-income	1	0	1	0	0	0	0	0
Total Assessment Area	**2,996**	**100.0**	**2,960**	**100.0**	**36**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**98.8**		**1.2**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: OH Southwest OH

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	6	5.9	2,280	2.1	806	35.4	26,722	24.2
Moderate-income	20	19.8	20,322	18.4	4,347	21.4	20,184	18.3
Middle-income	66	65.3	79,212	71.8	9,621	12.1	23,341	21.1
Upper-income	9	8.9	8,584	7.8	463	5.4	40,151	36.4
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**101**	**100.0**	**110,398**	**100.0**	**15,237**	**13.8**	**110,398**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	7,126	1,808	1.6	25.4	4,214	59.1	1,104	15.5
Moderate-income	37,396	20,113	17.6	53.8	11,126	29.8	6,157	16.5
Middle-income	126,394	82,293	72.1	65.1	30,169	23.9	13,932	11
Upper-income	14,520	9,906	8.7	68.2	3,270	22.5	1,344	9.3
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**185,436**	**114,120**	**100.0**	**61.5**	**48,779**	**26.3**	**22,537**	**12.2**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	667	5.1	577	4.9	79	8.1	11	3.7
Moderate-income	2,777	21.3	2,460	20.9	258	26.4	59	19.7
Middle-income	8,516	65.2	7,742	65.7	558	57	216	72
Upper-income	1,095	8.4	997	8.5	84	8.6	14	4.7
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**13,055**	**100.0**	**11,776**	**100.0**	**979**	**100.0**	**300**	**100.0**
	Percentage of Total Businesses:			**90.2**		**7.5**		**2.3**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	2	0.1	2	0.2	0	0	0	0
Moderate-income	153	11.4	152	11.4	1	11.1	0	0
Middle-income	1,067	79.8	1,060	79.8	7	77.8	0	0
Upper-income	115	8.6	114	8.6	1	11.1	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**1,337**	**100.0**	**1,328**	**100.0**	**9**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**99.3**		**.7**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: OH Toledo

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	27	16.4	13,612	8.8	5,839	42.9	33,679	21.9
Moderate-income	30	18.2	22,795	14.8	4,869	21.4	26,141	17
Middle-income	70	42.4	71,136	46.2	5,970	8.4	31,518	20.5
Upper-income	36	21.8	46,344	30.1	1,800	3.9	62,558	40.6
Unknown-income	2	1.2	9	0	9	100	0	0
Total Assessment Area	**165**	**100.0**	**153,896**	**100.0**	**18,487**	**12.0**	**153,896**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	29,729	9,428	5.8	31.7	14,002	47.1	6,299	21.2
Moderate-income	50,186	20,988	12.9	41.8	21,748	43.3	7,450	14.8
Middle-income	123,686	79,951	49	64.6	32,924	26.6	10,811	8.7
Upper-income	69,199	52,928	32.4	76.5	11,902	17.2	4,369	6.3
Unknown-income	129	0	0	0	110	85.3	19	14.7
Total Assessment Area	**272,929**	**163,295**	**100.0**	**59.8**	**80,686**	**29.6**	**28,948**	**10.6**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	1,423	6.4	1,206	6.1	211	8.6	6	2.8
Moderate-income	3,050	13.7	2,631	13.4	399	16.3	20	9.2
Middle-income	10,088	45.2	8,884	45.2	1,087	44.3	117	53.9
Upper-income	7,732	34.7	6,907	35.2	752	30.7	73	33.6
Unknown-income	21	0.1	17	0.1	3	0.1	1	0.5
Total Assessment Area	**22,314**	**100.0**	**19,645**	**100.0**	**2,452**	**100.0**	**217**	**100.0**
	Percentage of Total Businesses:			**88.0**		**11.0**		**1.0**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	2	0.3	1	0.2	1	6.7	0	0
Moderate-income	9	1.4	7	1.2	2	13.3	0	0
Middle-income	430	69	421	69.2	9	60	0	0
Upper-income	182	29.2	179	29.4	3	20	0	0
Unknown-income	0	0	0	0	0	0	0	0
Total Assessment Area	**623**	**100.0**	**608**	**100.0**	**15**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.6**		**2.4**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

Combined Demographics Report

Assessment Area: TN Knoxville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	9	8	5,871	5.4	2,820	48	20,076	18.5
Moderate-income	17	15.2	12,941	11.9	2,089	16.1	16,784	15.4
Middle-income	46	41.1	47,624	43.8	3,530	7.4	21,859	20.1
Upper-income	38	33.9	42,295	38.9	1,501	3.5	50,012	46
Unknown-income	2	1.8	0	0	0	0	0	0
Total Assessment Area	**112**	**100.0**	**108,731**	**100.0**	**9,940**	**9.1**	**108,731**	**100.0**
	Housing Units by Tract	**Housing Types by Tract**						
		Owner-Occupied			**Rental**		**Vacant**	
		#	%	%	#	%	#	%
Low-income	17,639	3,846	3.2	21.8	11,483	65.1	2,310	13.1
Moderate-income	28,481	13,518	11.3	47.5	12,505	43.9	2,458	8.6
Middle-income	83,290	54,082	45.2	64.9	23,456	28.2	5,752	6.9
Upper-income	62,759	48,161	40.3	76.7	10,515	16.8	4,083	6.5
Unknown-income	307	0	0	0	289	94.1	18	5.9
Total Assessment Area	**192,476**	**119,607**	**100.0**	**62.1**	**58,248**	**30.3**	**14,621**	**7.6**
	Total Businesses by Tract		**Businesses by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	1,174	6.6	944	6	228	11.6	2	2.4
Moderate-income	2,815	15.7	2,396	15.1	397	20.2	22	26.8
Middle-income	5,932	33.2	5,352	33.8	558	28.4	22	26.8
Upper-income	7,909	44.2	7,097	44.8	776	39.5	36	43.9
Unknown-income	50	0.3	46	0.3	4	0.2	0	0
Total Assessment Area	**17,880**	**100.0**	**15,835**	**100.0**	**1,963**	**100.0**	**82**	**100.0**
	Percentage of Total Businesses:			**88.6**		**11.0**		**.5**
	Total Farms by Tract		**Farms by Tract & Revenue Size**					
			Less Than or = $1 Million		**Over $1 Million**		**Revenue Not Reported**	
	#	%	#	%	#	%	#	%
Low-income	3	2.3	3	2.3	0	0	0	0
Moderate-income	9	6.8	9	6.9	0	0	0	0
Middle-income	70	52.6	68	52.3	2	66.7	0	0
Upper-income	49	36.8	48	36.9	1	33.3	0	0
Unknown-income	2	1.5	2	1.5	0	0	0	0
Total Assessment Area	**133**	**100.0**	**130**	**100.0**	**3**	**100.0**	**0**	**.0**
	Percentage of Total Farms:			**97.7**		**2.3**		**.0**

2016 FFIEC Census Data and 2016 D&B Information

APPENDIX H

GLOSSARY OF TERMS

Aggregate lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Census tract: A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community development: All Agencies have adopted the following language. 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 the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of $1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize:

- (i) Low-or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved Non-metropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
  - a. Rates of poverty, unemployment, and population loss; or
  - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

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, home equity 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 (for example, geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (for example, 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 do 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 applications, the amount of loan requested, and the disposition of the application (for example, approved, denied, and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes and refinancings of home improvement and home purchase loans.

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 (for example, geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

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 metropolitan area/assessment area.

Metropolitan area (MA): A metropolitan statistical area (MSA) or a metropolitan division (MD) as defined by the Office of Management and Budget. A MSA is a core area containing at least one urbanized area of 50,000 or more inhabitants, together with adjacent communities having a high degree of economic and social integration with that core. A MD is a division of a MSA based on specific criteria including commuting patterns. Only a MSA that has a population of at least 2.5 million may be divided into MDs.

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**.**

Other products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

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.

Rated area: A rated area is a state or multi-state metropolitan 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 area, the institution will receive a rating for the multi-state metropolitan 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) and the Thrift Financial Reporting (TFR) 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. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial 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.

Upper-income: Individual income that is more than 120 percent of the area median income, or a median family income that is more than 120 percent, in the case of a geography.

Fifth Third Bancorp

2020 Annual Report

DEAR SHAREHOLDERS:

For 162 years, spanning a Civil War, two world wars, 34 recessions (including the Great Depression), 10 banking crises, and two severe global pandemics, Fifth Third Bank has stood firmly with our customers, communities and employees. We always rise to the occasion to help others and be a source of value and trust, especially in the most challenging times.

In that regard, this past year was no different—**we remain steadfast in our resolve to always be a pillar of strength, guidance, and assistance for all.** Yet in virtually every other way, 2020 was a unique and remarkably challenging year for many people, forever redefined by the fallout from the global COVID-19 pandemic that has reshaped the way many Americans bank, shop, work, communicate, and live. We have never witnessed anything like this in our lifetimes, and neither has our role as a business essential to the economy been so evident.

With the economic fallout and even more devastating health crisis, my sincerest thoughts are with the millions who have been affected by the virus, including all those who have lost a loved one.

RISING TO THE CHALLENGE

Several years of strong and steady financial results, combined with a diversified mix of fee revenues and a resilient balance sheet, give us the strength and capacity to serve our customers. As the pandemic began filling hospitals, shutting down businesses, and fundamentally changing life in the U.S. for many in early 2020, **we at Fifth Third took proactive steps to continue to be there for our customers, our employees, and our communities.**

GUIDANCE FOR OUR CUSTOMERS

For all of our customers, we were a leader among our peers in offering hardship relief programs, even before the federal government implemented relief as part of the CARES Act.

The relief we provided customers was one of the most valuable of assets—time—when, virtually overnight, the unprecedented economic sudden stop threatened the stability of both companies and households. We have provided various relief programs, including payment deferrals, covenant waivers, and other modifications in order to help our customers bridge the challenges of the pandemic, in

Greg D. Carmichael
Chairman and Chief Executive Officer, Fifth Third Bancorp

2020 HIGHLIGHTS*

NET INCOME:
$1.4 BILLION

EARNINGS:
$1.83 PER DILUTED SHARE

ASSETS:
$205 BILLION

CORE DEPOSITS:
$157 BILLION

COMMON DIVIDENDS PER SHARE:
15% INCREASE

addition to extending billions in total credit between consumer and commercial clients through 2020. Regulated banks like Fifth Third provide stability not only on an individual basis, but also on a macro level, acting as a massive shock absorber for the entire system. **As bankers, we are proud that we fulfilled this critical function to help stabilize the broader economy.**

Specifically, for our small and mid-sized business customers, we take great pride in knowing that Fifth Third has played an essential role by our lending through the Paycheck Protection Program (PPP) through last year and into 2021. We have made a positive, direct, and significant impact on nearly 40,000 businesses that has protected approximately 605,000 jobs.

We have stood resolute with our customers in order to help them get back on their feet, and we will continue to be there for them as a caring and trusted source of financial advice and capital. Their need was not dependent on their size or profitability, and neither was our service. As a result, 85% of the PPP loans we originated were less than $150,000.

Despite our balance sheet's skew toward larger, more resilient clients and our No. 53 SBA ranking prior to the pandemic, we became the No. 13 top PPP lender in 2020—a testament to the success we had in providing our existing customers with necessary funding and financial assistance. Our dedication to helping our customers through PPP lending has continued into 2021 with the latest round enacted in January. We are proud of the significant role Fifth Third continues to play in aiding small businesses throughout our footprint and will work diligently to remain a source of strength for our customers during this challenging time.

It is important to note that we invested a considerable amount of time, energy, and expense in our technology division to help our customers with the PPP process. These investments include technology solutions that help customers automate and streamline the process and minimize the time from application to funding, as well as helping clients with the forgiveness process. I am proud of our efforts to get it right for our customers in an efficient and operationally sound manner.

Additionally, as we navigated the fallout from COVID-19, **we developed cross-functional credit advisory forums in our Commercial business.** They included senior members in credit risk, the line of business, and others in the organization with in-depth industry knowledge to drive consistent credit decisions in a holistic manner, while also helping clients find the right solutions for their circumstances.

*As of and for the year ended December 31, 2020

For our consumer customers, we directly reached out to them by making over 3 million calls, proactively assessing their financial and even personal well-being throughout the pandemic.

As part of the CARES Act relief, we offered hardship assistance when requested by the customer, which was one of our many relief programs. In addition to the accommodative payment deferral programs I mentioned earlier,

ABOVE & BEYOND A FIFTH THIRD BETTER®

In March 2020, employees at the Fremont Banking Center in West Michigan were making outbound calls to check in with customers. As employees asked if they could help in any way, one customer, a 98-year-old woman, burst into tears. She said she lived alone and that her caregiver was unable to deliver her groceries.

Employees at the banking center sprang into action. They investigated solutions only to learn that all resources were too overwhelmed to respond quickly. Employees pitched in their own money and personal time to shop for groceries and deliver supplies to the customer's home. They also provided a list of local contact numbers that the customer could call for help in the future.

This is stepping up and delivering a customer experience *above and beyond* a Fifth Third better.®

Congratulations to Kyleigh Juska, Heather Youngs, Briana Oatis, and Jason Stalbaum for being recognized as Fifth Third 2020 Summit Award winners. *Nomination submitted by Shawn Niehaus.*

we also provided relief to our customers by halting vehicle repossessions and home foreclosure evictions and by waiving late fees and overdraft charges. Since the inception of our consumer hardship assistance programs, we processed more than 150,000 hardship requests, which represent approximately $3 billion in Fifth Third loan balances in addition to approximately $6 billion in our mortgage servicing portfolio.

Additionally, since the onset of the pandemic, **we have kept approximately 99% of our branches open for business and fully operational,** with modified health protocols to ensure the safety of our customers and branch employees and amended hours as appropriate. Our banking centers are the face of our company for many customers, so making sure they know we are there for them has meant a lot to many customers as a beacon of stability in uncertain times.

We quickly mobilized so our customers could easily schedule appointments with our bankers for complex financial matters by calling their financial center, via our mobile app, or through our internet banking platform. For many of their banking needs, **we continue to encourage our customers to use our highly rated digital platforms** in addition to our network of approximately 52,000 fee-free ATMs.

STRENGTH FOR OUR EMPLOYEES

For our employees, starting in early February 2020, our executive team and Board of Directors began actively planning and prioritizing our pandemic response efforts, which led us to **quickly mobilize our workforce to accommodate remote access for a large number of employees.** At our peak, over 95% of those working in non-customer facing roles were doing so remotely. As I mentioned, for employees who have not been able to do their job remotely, we acted quickly to adapt our safety measures.

We continue to emphasize remote working arrangements for our employees wherever it is feasible and efficient to do so. The timing of a larger-scale return to our corporate offices will commence only when it is safe, and we may ultimately allow a more flexible work arrangement for certain employees going forward.

> ***Taking care of our employees' health and safety has always been a top priority. We strictly follow guidelines of U.S. CDC officials regarding enhanced social distancing and protective measures and have improved our cleaning measures to safeguard employees and customers.***

Although we have taken precautions to mitigate health risks through our enhanced safety measures, **we recognize the unavoidable risk being taken by our front-line employees given their role in providing essential banking services.** To that end, we provided special payments of up to $1,000 per impacted employee. In addition to simply being the right thing to do, these measures also helped maintain call center operations and branch personnel at appropriate levels to serve our customers best.

We took additional action for our employees, including providing free meals, enhanced paid time off, and other benefits during the pandemic. We paid employees for non-worked PTO and reloaded their sick time midway through the year, so they didn't feel obligated to work if they were feeling ill.

We also refunded unused and purchased vacation days and provided most employees with extra PTO for 2021 in acknowledgment that most were not able to use vacation time during the pandemic.

ASSISTANCE TO OUR COMMUNITIES

For our communities, Fifth Third was very active with helping various local, state, and national groups to respond to the pandemic. We led task force groups throughout our markets, including the Cincinnati USA Regional Chamber of Commerce's RESTART task force, a collaboration of more than 20 CEOs to help businesses within the region tackle the collective challenges brought on by the pandemic.

Furthermore, we committed nearly $9 million in philanthropic funds to help address the effects of the COVID-19 pandemic.

Our COVID-19 response efforts were acknowledged externally. In July 2020, we were recognized by an independent third party as **the top-performing bank among the 12 largest U.S. retail banks, based on our pandemic response for our customers, communities, and employees.**

PREPARING IN THE GOOD TIMES FOR THE HARD TIMES TO COME

While our performance during and after the onset of the pandemic was inspiring, it is worth spending a moment to share with you some of the deliberate actions we took before the pandemic that enabled us to be in a significantly stronger position for our customers today.

> *Well before the current health crisis was upon us, we spent several years preparing for an eventual turn in the economic cycle by building a more resilient balance sheet.*

While we could not have predicted the specific catalyst that would put the global economy into a deep recession and the speed at which it unfolded, our actions before the downturn put us in a position of significant strength.

TAKING DELIBERATE ACTIONS

We repositioned and optimized our balance sheet, diversified our lending exposures, and enhanced the granularity of our loan portfolio through our 2019 acquisition of MB Financial. We have remained diligent with respect to client selection in our commercial business, focusing on generating relationships with clients who have more diversified and resilient balance sheets as well as multiple sources of repayment. We also reduced our highly monitored leveraged lending portfolio (which is centrally underwritten and well-diversified by industry and geography) by over 50% since 2015, and now this portfolio makes up just 3% of total loans.

Furthermore, we continue to be well positioned relative to peers in commercial real estate (CRE), an area that I believe is particularly vulnerable in the current economic environment. Thus we will maintain our relatively lower exposure versus peers and a focus on high-quality borrowers, predominantly on top-tier developers with a track record of resilience and significantly lower loan-to-value ratios compared to the last downturn.

Our portfolio is well diversified by geography (with no MSA weighting greater than 4% of the total CRE portfolio) and by property type, with a lower concentration of exposures to retail and hospitality. We also have the lowest concentration of CRE as a percentage of capital among our peers.

In consumer lending, we have maintained our strong underwriting and credit quality standards, focusing primarily on prime and super prime borrowers. As a result, before the pandemic, our balance-weighted FICO score for consumer loans was 755. Since the pandemic, we enhanced underwriting within most of our portfolios, further enhancing credit quality. Additionally, around 90% of our total consumer portfolio is secured, with approximately 85% of our residential real estate portfolio in a first lien position.

It is also worth noting that, across both our consumer and commercial portfolios, **we have focused on maintaining geographical diversification through several national businesses,** including our auto and residential mortgage businesses, as well as in our commercial and industrial and CRE loans.

Our credit risk is well diversified beyond our retail footprint through these national lending businesses. This will be instrumental in delivering a differentiated credit performance given the likelihood of an uneven economic recovery and uncertainties surrounding vaccine delivery.

In fact, strengthening our balance sheet has been a keystone of my tenure since becoming CEO in 2015. **While we clearly did not see this specific pandemic coming, we had been preparing for an eventual downturn in the economy for some time.** We have evaluated all of our businesses and exposures to ensure we perform well through-the-cycle, under various business and rate cycles, and not just when times are good.

Our approach has served us well, as demonstrated by our performance since the economic collapse in early 2020. This continues to be our guiding principle when assessing future growth opportunities today. **We have maintained our disciplined client selection, stuck to our conservative underwriting, and maintained an overall balance sheet management approach focused on a long-term performance horizon.**

STANDING BY OUR CORE VALUES

In times like these, it is just as important to note what Fifth Third does not do.

WE DO NOT:

- Engage in commodity trader lending.
- Facilitate margin trading in our Private Bank or Institutional businesses.
- Engage in mezzanine lending.
- Originate or hold any material land lot loans.
- Originate or hold student loan balances.
- Originate large-ticket indirect leases.
- Knowingly engage with businesses directly involved in bribery, child labor, illegal logging, and other prohibited activities listed in our Environmental and Social Policy.
- Do business with debt collectors, high interest rate lenders, or manufacturers and distributors of military-style firearms for non-law enforcement, non-military use without performing enhanced due diligence to ensure they are not in conflict with our Core Values and Code of Conduct.
- Do business with clients in sectors with elevated environmental and social risks without enhanced due diligence to ensure a comprehensive understanding, including, but not limited to, forestry, palm oil, coal mining, nuclear power, and Arctic drilling.

In addition to our balance sheet strength, we have also been deliberate about diversifying our fee revenues in areas with a lower correlation to key macroeconomic factors. This helps cushion the impact of lower rates and helps produce strong and steady results with lower volatility during economic downturns.

RESILIENT BALANCE SHEET

From a capital management perspective, we have taken action to ensure we continue to operate safely and soundly, with an ample cushion above the well capitalized regulatory levels.

In early 2020 we proactively paused share repurchases before most U.S. banks and well before the Federal Reserve mandated that all 34 of the largest financial institutions had to suspend share repurchases and common dividend increases.

Additionally, **in the span of 12 months, we ran six company-wide stress tests for management and our Board of Directors to evaluate our resilience under a range of different severely adverse macroeconomic scenarios,** assess additional shocks applied to idiosyncratic risks specific to Fifth Third, and evaluate additional areas of potential hidden risk in order to make forward-looking and data-driven decisions regarding our capital deployment plans.

Our regulatory capital ratios improved through 2020 despite the impacts of building our credit reserves, with our CET1 ratio currently at its highest level in over two years. It is worth noting that we do not include the unrealized gains from our securities or hedges in our regulatory capital, which, at $3.5 billion at year's end, equates to an incremental capital cushion of approximately 190 basis points. Our regulatory capital—combined with our allowance for credit losses and our accumulated other comprehensive income (AOCI)—remains best-in-class among peers.

> **We are also now carrying historic levels of excess liquidity, currently around 20 times our prepandemic average.**

The liquidity on our balance sheet primarily reflects our strong and long-standing client relationships, our customers' desire to remain extremely liquid in this dynamic environment, and the tepid investment and growth opportunities compared to 2019.

As a result, our loan-to-deposit ratio is also at a record low level. **We will continue to evaluate opportunities to deploy our excess liquidity with our through-the-cycle performance lens** to ensure we make the right decisions in order to improve our long-term financial performance.

We remain steadfast in our willingness to use the strength of our significant capital and liquidity position to provide maximum support to our customers and the overall economy. We believe that strength will serve us well over the long run.

2020 FINANCIAL PERFORMANCE

Our balance sheet strength stems from our ability to generate strong and steady financial results year in and year out, which we once again produced in 2020. **Here are some of the key highlights.**

> ***Full year net income was $1.4 billion, or $1.83 per diluted share. We delivered strong financial performance despite the challenging operating environment brought on by the pandemic.***

We continued to generate peer-leading consumer household growth of 3% in 2020, with outsized success in Chicago and our key Southeast markets. While nearly doubling our reserves, we generated strong returns for the full year and even stronger returns in the fourth quarter of 2020.

Additionally, **we navigated the unfavorable interest rate environment better than virtually all of our peers,** given the Federal Reserve's lowering short-term interest rates 150 basis points in a two-week period in early March 2020.

We benefited from several actions we have taken over the past several years, including the structural protection of our investment portfolio, our long duration cashflow hedge portfolio, which will continue to provide long-term net interest margin protection for several years, and the proactive measures we have taken to manage our borrowing costs during 2020.

Notwithstanding the significant rate pressures, we generated strong pre-provision net revenue, reflecting record revenue in commercial banking (including record capital markets revenue), and wealth and asset management. **We have achieved this even while maintaining our culture of expense discipline and demonstrating our commitment to consistent and solid through-the-cycle performance.**

STRATEGIC PRIORITIES

As always, generating long-term shareholder value requires long-term planning and discipline in executing our strategy. **Our key strategic priorities have not changed over the past several years, even since the onset of the pandemic.**

ACCELERATE DIGITAL TRANSFORMATION

In an increasingly digital-first world, we are committed to delivering a banking experience that is simple, seamless, and secure. The pandemic has accelerated our focus on leveraging technology in order to digitally enable our customers.

This requires investing in areas of the company that will also generate efficiencies and scale benefits in areas such as digitization and automation (for example: in call center automation and other improvements in our middle market and back-office functions, including enhancements in our commercial origination platform).

We also have introduced our digital mortgage application platform, which guides our borrowers through a self-service interface accessible on any device. With its launch in the third quarter, **approximately 75% of retail and direct applications now run through our digital channel.**

We are also focused on improving the resiliency of our technology infrastructure to achieve a world-class network structure as more and more customer interactions are shifting to digital products.

We will continue to use technology to generate efficiencies throughout the organization while also providing a differentiated customer and employee experience.

INVEST TO DRIVE ORGANIC GROWTH AND PROFITABILITY

We continue to invest in our businesses to drive profitable organic growth and to improve both the employee and customer experience. Over the past year, we have made several investments to support our growth plans and maximize productivity.

In our retail franchise, we continue to invest in our Next Generation branch design, which is approximately 40% smaller, highly automated, and more interactive than our legacy branches. **We currently have 50 next-gen banking centers in our network, with more to come in 2021 and beyond.** As we have continued to prioritize expanding our retail footprint in the Southeast, we opened our first location in South Carolina in September 2020.

Additionally, we continue to invest in expanding the reach of our middle market banking operations, adding key talent in the Southeast and in our newer middle market commercial banking markets in California and Texas.

In our corporate banking business, we continue to see positive outcomes from our ongoing investments in both our sales force and technology. We also expect significant growth in our commercial fee-based businesses going forward, particularly in treasury management and other managed account services.

Further, we are investing in adding fee-based capabilities, with a particular focus on supporting our commercial verticals. For instance, we recently upgraded the capabilities of our health care vertical, our largest and longest-standing vertical. The acquisition of Hammond Hanlon Camp, or H2C, provides investment banking and strategic advisory services for our health care clients. H2C strengthens our vertical and complements the capital markets capabilities provided by our Coker Capital team, which was added in 2018.

We continue to assess non-bank M&A opportunities where we believe we can generate strong returns and where it is additive to both our products and our service capabilities. This includes, but is not limited to, adding capabilities in areas such as wealth and asset management, payments, and capital markets.

EXPAND MARKET SHARE IN KEY GEOGRAPHIES

A strong retail branch network remains important in securing the primary customer relationship.

Therefore, we remain committed to generating smart scale in our retail network by expanding in our faster-growing, existing Southeast markets, where we see stronger deposit growth trends, higher expected population growth, and greater market vitality than in some of our legacy markets.

While we remain focused on expanding in high-growth markets where a top position is achievable to generate necessary scale, we also are optimizing our legacy network to meet evolving customer preferences. Over the past six years, we have reduced our number of branches at a rate of 2% per year with less than 1% incremental customer attrition and a 3:1 closure to opening ratio.

> *Moving forward, we will continue to evaluate carefully the optimal size of our branch network given customer engagement preferences.*

A good example of our ability to grow successfully while maintaining expense discipline is in our Chicago market. Over the past year, we generated 4% household growth while maintaining our top 3 retail deposit market share and No. 2 middle-market relationship share in Chicago. This was achieved while rationalizing staffing, vendors, and branches and delivering on all our expense commitments as part of our acquisition of MB Financial.

MAINTAIN DISCIPLINE

To paraphrase legendary football coach Nick Saban, either you face the pain of discipline or the pain of disappointment, and if you can handle the first you never have to worry about the second.

Over the past several years, we have maintained our culture of expense discipline. **In 2020, we generated an adjusted efficiency ratio, which was stable compared to the previous year despite the challenging environment.** It was near a decade-low level, even as we continued to invest for future growth.

That notwithstanding, we took proactive and decisive steps beginning in the fall of 2020 to right-size our expense base in the face of the revenue headwinds. We took action to reduce our staffing levels, renegotiated key vendor contracts, further optimized our branch network, realized non-branch real estate savings by reducing total corporate office space by 20%, and divested non-core businesses where we did not see a path forward to achieve the necessary scale to generate the appropriate returns. Those included our 401(k) record-keeping and our property and casualty insurance businesses.

Streamlining the organization enables us to focus on the areas where we do have the scale to generate better returns. **We will continue to prioritize areas where we see the highest probability of driving strong financial returns and generating long-term value for our shareholders.**

> *Our balance sheet strength, diversified revenues, and continued focus on disciplined expense management will serve us well as we navigate the environment in 2021 and beyond.*

FOCUSED ON ESG

While our financial performance and priorities are critically important, it is equally important to note that generating sustainable value means taking into consideration the long-term implications of our actions for all our stakeholders, including shareholders. As evidenced by our pandemic response, I firmly believe in the important role that Fifth Third plays in society.

It is a privilege to be in a position to earn our stakeholders' value and trust, and to improve the lives of customers and the well-being of our communities. It is a responsibility that we at Fifth Third do not take lightly. We strive always to do well by doing good. **To communicate properly much of the great work we have been doing to generate value for all, this past year we published our inaugural Environmental, Social, and Governance (ESG) report.**

We have made substantial progress as an organization to improve our ESG-related outcomes, disclosures, and strategies. We have highly engaged leadership in our Board of Directors, with 11 directors experienced in ESG matters. Additionally, **we created a management-level ESG Committee, which reports directly to the Nominating and Governance Committee of the Board, dedicated to focusing on Fifth Third's ESG practices and reporting across a wide array of topics.**

The details of the tremendous work we have done to improve our ESG outcomes can be found in our ESG report or on our dedicated ESG webpage, but here are some of our **key highlights at the Bank:**

- Became the first U.S. commercial bank to join the SASB Alliance in the GRI community.
- Aligned our ESG report to internationally recognized frameworks (SASB, GRI, TCFD, UN SDGs).
- Completed external stakeholder materiality assessment to prioritize ESG topics.
- **Reported 33% of the Fifth Third Bancorp's Directors are women** and earned recognition as a Winning "W" company for 2020 Women on Boards.
- Established an ESG Committee accountable to the Nominating and Corporate Governance Committee of the Board of Directors.
- **Exceeded our five-year $32 billion Community Commitment.**
- **Announced our $8 billion 2025 sustainable finance goal.**
- **Published Environmental & Social Policy.**
- Maintained an "A-" Leadership Band score in 2020 from CDP (as well as other ESG awards and accolades listed in the ESG Report).
- Published other important ESG materials, including a Human Rights Statement, Supplier Code of Conduct, and Commitment to Data Security and Privacy.
- Established an Executive Diversity Leadership Council and an Inclusion Toolkit.
- **Announced a $2.8 billion investment to accelerate racial equity, equality, and inclusion.**
- **Recognized by the Ethisphere Institute® as one of the World's Most Ethical Companies.**

- **Received a 100% on the Human Rights Campaign Foundation's Corporate Equality Index** for the sixth consecutive year.
- **Launched the first-ever digital version of the Fifth Third Young Bankers Club®,** our signature program developed in 2004 with nearly 30,000 students educated.
- **We are the first U.S. regional bank to be carbon neutral in our operations.**

> *"There's ESG in the banking sector, and then there's Fifth Third Bank. And that is why we are happy to call Fifth Third CleanTechnica's bank."*
>
> *—CleanTechnica, a leading source for cleantech news and analysis (Jan. 20, 2021)*

All members of the Fifth Third team—from every Board member to each and every employee—have a responsibility to contribute to generating sustainable value for our stake-holders. This includes understanding Fifth Third's ESG goals, as well as incorporating the consideration of ESG principles into Fifth Third's operations and businesses. **We will continue building on our momentum to provide enhanced ESG outcomes and disclosures going forward.**

IN CLOSING

We take our commitments to our customers, employees, communities, and shareholders very seriously, and we intend to continue delivering on those in the years ahead. None of that would be possible without the hard work and tremendous efforts by all of our employees across the Bank, and for that I am grateful and proud.

Our financial results continue to reflect our focused execution, discipline, and through-the-cycle principles. We remain committed to generating sustainable long-term value for our shareholders and anticipate that we will continue improving our relative performance as a top-performing regional bank.

> *Together, we are working to be the One Bank people most value and trust. Thank you for your continued support.*

GREG D. CARMICHAEL
Chairman and Chief Executive Officer, Fifth Third Bancorp

2020 HIGHLIGHTS*

TOTAL REVENUE:
$2.4 BILLION

AVERAGE LOANS:
$15.0 BILLION

AVERAGE CORE DEPOSITS:
$73.5 BILLION

DIGITAL BANKING CUSTOMERS:
2.9 MILLION

FULL-SERVICE BANKING CENTERS:
1,134

BRANCH BANKING

As our customers' banking journey evolves, so do our branches.

PERSONALIZED CUSTOMER EXPERIENCE

From handling complex service needs to providing advice on important financial decisions, **our financial centers enable customers to experience our company on a more personal level.** They remain critical to the future of the Bank.

At Fifth Third, we offer a complete suite of retail banking products and services through our localized, high-touch service model concentrated primarily in the Midwest and Southeast. While a brick-and-mortar presence remains important, **we also provide customers with superior, integrated experiences across branch and digital banking channels**—and we continue to expand our digital capabilities to adapt to evolving customer preferences.

A BLUEPRINT FOR MEETING CHANGING NEEDS

In 2018, we announced an initiative to optimize our retail network that is **repositioning our branch network to invest more in higher-growth markets,** even as we maintain a top market share in the Midwest. We also are redesigning our branches and digitizing our branch operations in an effort to meet ever-evolving customer preferences.

The financial centers themselves are evolving, too. **Our redesigned branches will improve the customer experience by providing a more open atmosphere with increased digital capabilities.** They will encompass approximately 40% less square footage, but these new branches will meet our customers' needs in fresh and exciting ways.

Our efforts to more effectively integrate digital technology in this rapidly changing environment will continue to create significant shareholder value. **The Fifth Third Mobile Banking app continues to average 4+ ratings in both the Apple App Store and Google Play Store.** We continue to enhance the customer experience by making everyday banking possible anywhere at any time.

With tech-enabled self-service capabilities that are human centered, customers can manage accounts, transfer funds, or pay bills online with ease. The seamless physical-digital integration provides innovative products and services that digitally equip our bankers to better serve and empower customers to attain their financial goals.

KEY BRANCH BANKING INITIATIVES

- Retail network optimization
- Branch redesign
- Digitizing branch operations

*As of Dec. 31, 2020.

CONSUMER LENDING

Creating new possibilities and lasting relationships.

HELPING CUSTOMERS WITH MAJOR PURCHASES

In Consumer Lending, we are here to help customers with their major purchases—whether buying a first home or purchasing a new car.

Offering competitive rates and a variety of products, our Consumer Lending division helps customers reach their goals, whether they're short-term or long-term. That's just the beginning. Our goal is to create lasting value for our customers well beyond the life of an initial loan. We do this by striving to make the loan process as simple as possible, whether credit customers come to the Bank through auto, mortgage or other consumer lending areas.

AUTO & SPECIALTY LENDING

Fifth Third's auto business is an important component of lending to consumers. **Fifth Third is one of the largest bank originators of indirect auto loans in the country,** and we continue to value these relationships with an extensive dealer network across our more than 40-state indirect auto footprint. **Included is lending for RV, motorcycle, marine and power sport products.**

MORTGAGE LENDING

The mortgage business is one of the Bank's most cyclical. We managed well through the most recent cycle, in part due to **a business model that can be adjusted quickly in response to the changing environment.** Fifth Third is primarily an in-footprint retail lender, though we also have a broad-footprint direct channel and purchase loans through a correspondent channel.

2020 HIGHLIGHTS*

TOTAL REVENUE:
$700 MILLION

AVERAGE LOANS:
$25.6 BILLION

MORTGAGE SERVICING PORTFOLIO:
$87 BILLION

DEALER INDIRECT AUTO LENDING NETWORK:
~7,100

ADDRESSING PRESENT AND FUTURE LENDING NEEDS

To drive profitable growth, meet our customers' changing needs and improve the customer experience, **we have focused on expanding our personal lending offerings.** We continue to explore ways to improve the financial well-being of our customers, while providing a holistic digital experience.

We believe lasting relationships start by working proactively with borrowers to explore options that make sense with their current financial situation. To that end, **we will always be committed to being better listeners and problem-solvers.**

*As of Dec. 31, 2020.

2020 HIGHLIGHTS*

TOTAL REVENUE:
$3.2 BILLION

AVERAGE LOANS:
$66.6 BILLION

AVERAGE CORE DEPOSITS:
$57.0 BILLION

COMMERCIAL BANKING

A strategic resource in our customers' financial success.

MAXIMIZING CLIENT VALUE

Fifth Third's Commercial Banking business is focused on building and deepening client relationships through a full-service platform that combines creative solutions with strategic insights in order to maximize client value.

The comprehensive offerings of the Commercial Bank span from traditional lending and treasury management to capital markets and advisory services, with a full suite of complementary products delivered through the One Bank service model. Our wide range of services and depth of experience enable the Commercial Bank to address clients' needs through **strategic capital and financing solutions,** as well as **advanced payments capabilities.**

Through focused segmentation and a broad range of solutions, the Commercial Bank targets clients in a wide range of industries, combining a national corporate banking and commercial real estate franchise, with a middle market banking group that primarily aligns with the Bank's **11-state footprint, as well as California and Texas.**

PLANNING FOR GREATER GROWTH AND MARKET SHARE

We continue to focus on strengthening our core middle market banking to expand market share and enhance profitability. In addition, we have been successful in using technology and analytical advancements, as well as leveraging the One Bank delivery model, to create strategic partnerships and generate higher returns.

EXPANDING OUR INDUSTRY EXPERTISE

Given the unique challenges our clients face in their respective industries, the **Commercial Bank has specialized verticals that provide industry-specific banking expertise and comprehensive financial solutions.** In addition to the renewable energy team expansion we initiated in 2019, we continue to provide our clients industry expertise in consumer & retail, healthcare, financial institutions, technology, media & telecommunications, entertainment, and lodging & leisure.

OFFERING ROBUST FINANCING SOLUTIONS AND STRATEGIC GUIDANCE

The Commercial Banking segment offers a wide range of solutions, including credit products, capital markets services and treasury management services.

- ***The credit products group*** *provides comprehensive specialized commercial financing solutions in asset based lending, equipment finance and traditional lending, which have been significantly enhanced with the addition of the strategic business from the MB Financial merger. We have materially strengthened our credit underwriting by adding experienced talent and by maintaining centralized credit and risk functions.*
- ***Capital markets*** *provide critical market analysis, strategic guidance and precise execution of capital solutions through M&A advisory services, debt capital markets and equity capital markets. Additionally, we offer a robust and state-of-the-art platform delivering financial risk management products.*
- ***Treasury management solutions*** *include integrated payables and receivables, risk management and liquidity solutions.*

At the Commercial Bank, we are committed to providing advisory-based services helping businesses adapt to a changing economy, drive innovation and growth, and assure access to the working capital they need to meet their goals.

*As of Dec. 31, 2020.

WEALTH & ASSET MANAGEMENT

Delivering expert guidance to clients and continued growth to shareholders.

By providing advice, guidance and platforms that are thoughtful and holistic—and by focusing on the unique needs of our clients—Wealth & Asset Management (W&AM) is poised to keep delivering strong results for shareholders.

2020 HIGHLIGHTS*

TOTAL REVENUE:
$665 MILLION

AVERAGE LOANS:
$3.7 BILLION

AVERAGE CORE DEPOSITS:
$11.0 BILLION

ASSETS UNDER MANAGEMENT:**
$54 BILLION

ASSETS UNDER CARE:**
$434 BILLION

TWO-PRONGED CLIENT APPROACH LEADS TO A YEAR OF INCREASED ASSETS

W&AM draws on the expertise of local advisors spanning the Bank's footprint with support from robust digital capabilities. This approach enables advisors to create a personalized wealth strategy for our clients and their families.

In 2020, total client assets under management grew to $54 billion. Additionally, the number of Private Bank households grew by 6 percent, with clients entrusting W&AM with more than an additional $2 billion in gross new assets under management, with more than $500 million of net new assets under management in the second half of the year.

DIGITAL TRANSFORMATION HELPS BOLSTER GROWTH

As our clients' needs and preferences evolve, investment in secure technology is also essential for continued growth.

Committed to the client experience, the business recently rolled out its digital and paperless client onboarding process. Today, the front, middle and back offices are all connected to eliminate what was once a manual process for client onboarding.

Further, as clients increasingly turned to Fifth Third amid the pandemic, advisors leveraged the Bank's Life360 platform to stay closely connected and help navigate the unprecedented levels of change and challenges in 2020.

ABOUT W&AM

Comprising two businesses, W&AM puts more than 100 years of experience to work for its individual and institutional clients:

Fifth Third Private Bank serves complex financial needs with teams of professionals dedicated to helping clients achieve their unique financial goals.

Fifth Third Institutional Services provides custody, investment and retirement plan services for corporations, financial institutions, foundations, endowments and not-for-profit organizations.

*As of Dec. 31, 2020. **Includes trust and brokerage assets.

COMPANY FACTS

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio.

FIFTH THIRD BANK WAS ESTABLISHED IN 1858. AS OF DECEMBER 31, 2020, THE COMPANY HAD:

$205B IN ASSETS

ACCESS TO APPROXIMATELY **52,000** FEE-FREE ATMs

$54B IN ASSETS UNDER MANAGEMENT*

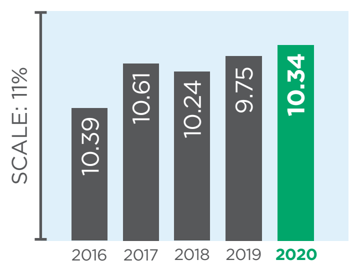
1,134 FULL-SERVICE BANKING CENTERS

$434B IN ASSETS UNDER CARE*

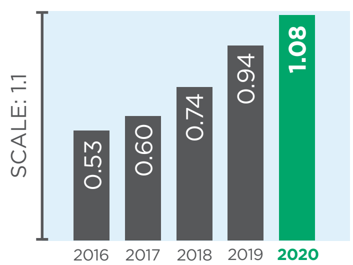
4 BUSINESS UNITS
BRANCH BANKING, COMMERCIAL BANKING, CONSUMER LENDING AND WEALTH & ASSET MANAGEMENT

FINANCIAL HIGHLIGHTS

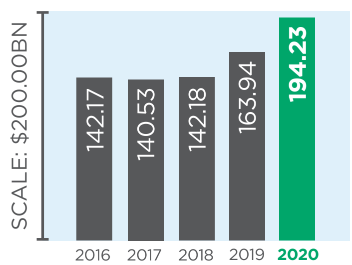
COMMON EQUITY TIER 1 RATIO



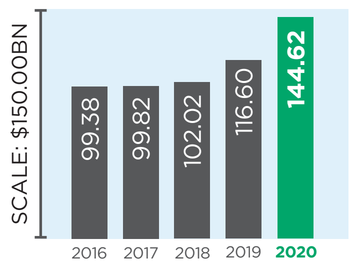
CASH DIVIDENDS PER COMMON SHARE



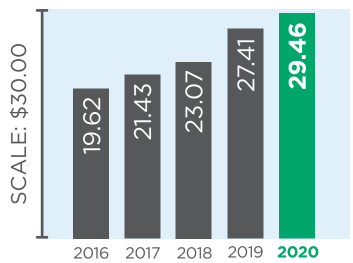
AVERAGE ASSETS



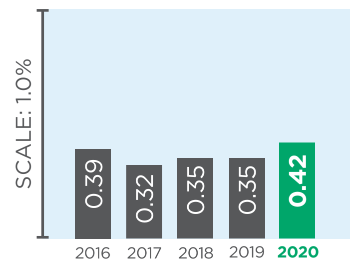
AVERAGE CORE DEPOSITS



BOOK VALUE PER SHARE



NET CHARGE-OFF RATIO



*Assets under management and assets under care include trust and brokerage assets. Fifth Third Bank, National Association. Member FDIC. Equal Housing Lender.

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, 2020
Commission File Number 001-33653

FIFTH THIRD BANCORP
(Exact name of Registrant specified in its charter)

Ohio **(State or other jurisdiction of incorporation or organization)**	**31-0854434** **(I.R.S. Employer Identification Number)**

38 Fountain Square Plaza
Cincinnati, Ohio 45263
(Address of principal executive offices)

Registrant's telephone number, including area code: (800) 972-3030

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, Without Par Value	FITB	The NASDAQ Stock Market LLC
Depositary Shares Representing a 1/1000th Ownership Interest in a Share of 6.625% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series I	FITBI	The NASDAQ Stock Market LLC
Depositary Shares Representing a 1/40th Ownership Interest in a Share of 6.00% Non-Cumulative Perpetual Class B Preferred Stock, Series A	FITBP	The NASDAQ Stock Market LLC
Depositary Shares Representing a 1/1000th Ownership Interest in a Share of 4.95% Non-Cumulative Perpetual Preferred Stock, Series K	FITBO	The NASDAQ Stock Market LLC

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 definitions 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 control 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. ☒

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

There were 708,697,950 shares of the Bancorp’s Common Stock, without par value, outstanding as of January 31, 2021. The Aggregate Market Value of the Voting Stock held by non-affiliates of the Bancorp was $12,243,222,418 as of June 30, 2020.

DOCUMENTS INCORPORATED BY REFERENCE

This report incorporates into a single document the requirements of the U.S. Securities and Exchange Commission (the "SEC") with respect to annual reports on Form 10-K and annual reports to shareholders. Sections of the Bancorp's Proxy Statement for the 2021 Annual Meeting of Shareholders are incorporated by reference into Part III of this report.

Only those sections of this 2020 Annual Report to Shareholders that are specified in this Cross Reference Index constitute part of the registrant's Form 10-K for the year ended December 31, 2020. No other information contained in this 2020 Annual Report to Shareholders shall be deemed to constitute any part of this Form 10-K nor shall any such information be incorporated into the Form 10-K and shall not be deemed "filed" as part of the registrant's Form 10-K.

10-K CROSS REFERENCE INDEX

FORWARD-LOOKING STATEMENTS

This report contains statements that we believe are "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Rule 175 promulgated thereunder, and Section 21E of the Securities Exchange Act of 1934, as amended, and Rule 3b-6 promulgated thereunder. These statements relate to our financial condition, results of operations, plans, objectives, future performance, capital actions or business. They usually can be identified by the use of forward-looking language such as "will likely result," "may," "are expected to," "is anticipated," "potential," "estimate," "forecast," "projected," "intends to," or may include other similar words or phrases such as "believes," "plans," "trend," "objective," "continue," "remain," or similar expressions, or future or conditional verbs such as "will," "would," "should," "could," "might," "can," or similar verbs. You should not place undue reliance on these statements, as they are subject to risks and uncertainties, including but not limited to the risk factors set forth in the Risk Factors section in Item 1A in this Annual Report on Form 10-K. When considering these forward-looking statements, you should keep in mind these risks and uncertainties, as well as any cautionary statements we may make. Moreover, you should treat these statements as speaking only as of the date they are made and based only on information then actually known to us. We undertake no obligation to release revisions to these forward-looking statements or reflect events or circumstances after the date of this document. There are a number of important factors that could cause future results to differ materially from historical performance and these forward-looking statements. Factors that might cause such a difference include, but are not limited to: (1) effects of the global COVID-19 pandemic; (2) deteriorating credit quality; (3) loan concentration by location or industry of borrowers or collateral; (4) problems encountered by other financial institutions; (5) inadequate sources of funding or liquidity; (6) unfavorable actions of rating agencies; (7) inability to maintain or grow deposits; (8) limitations on the ability to receive dividends from subsidiaries; (9) cyber-security risks; (10) Fifth Third's ability to secure confidential information and deliver products and services through the use of computer systems and telecommunications networks; (11) failures by third-party service providers; (12) inability to manage strategic initiatives and/or organizational changes; (13) inability to implement technology system enhancements; (14) failure of internal controls and other risk management systems; (15) losses related to fraud, theft, misappropriation or violence; (16) inability to attract and retain skilled personnel; (17) adverse impacts of government regulation; (18) governmental or regulatory changes or other actions; (19) failures to meet applicable capital requirements; (20) regulatory objections to Fifth Third's capital plan; (21) regulation of Fifth Third's derivatives activities; (22) deposit insurance premiums; (23) assessments for the orderly liquidation fund; (24) replacement of LIBOR; (25) weakness in the national or local economies; (26) global political and economic uncertainty or negative actions; (27) changes in interest rates; (28) changes and trends in capital markets; (29) fluctuation of Fifth Third's stock price; (30) volatility in mortgage banking revenue; (31) litigation, investigations, and enforcement proceedings by governmental authorities; (32) breaches of contractual covenants, representations and warranties; (33) competition and changes in the financial services industry; (34) changing retail distribution strategies, customer preferences and behavior; (35) difficulties in identifying, acquiring or integrating suitable strategic partnerships, investments or acquisitions; (36) potential dilution from future acquisitions; (37) loss of income and/or difficulties encountered in the sale and separation of businesses, investments or other assets; (38) results of investments or acquired entities; (39) changes in accounting standards or interpretation or declines in the value of Fifth Third's goodwill or other intangible assets; (40) inaccuracies or other failures from the use of models; (41) effects of critical accounting policies and judgments or the use of inaccurate estimates; (42) weather-related events, other natural disasters, or health emergencies (including pandemics); (43) the impact of reputational risk created by these or other developments on such matters as business generation and retention, funding and liquidity; and (44) changes in law or requirements imposed by Fifth Third's regulators impacting our capital actions, including dividend payments and stock repurchases.

PART I
ITEM 1. BUSINESS
General Information
Fifth Third Bancorp (the "Bancorp" or "Fifth Third"), an Ohio corporation organized in 1975, is a bank holding company ("BHC") as defined by the Bank Holding Company Act of 1956, as amended (the "BHCA"), and has elected to be treated as a financial holding company ("FHC") under the Gramm-Leach-Bliley Act of 1999 ("GLBA") and regulations of the Board of Governors of the Federal Reserve System (the "FRB").

The Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio and is the indirect holding company of Fifth Third Bank, National Association (the "Bank"). As of December 31, 2020, Fifth Third had $205 billion in assets and operates 1,134 full-service Banking Centers and 2,397 Fifth Third branded ATMs in Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Georgia, North Carolina and South Carolina. The Bancorp operates four main businesses: Commercial Banking, Branch Banking, Consumer Lending and Wealth & Asset Management. Fifth Third is among the largest money managers in the Midwest and, as of December 31, 2020, had $434 billion in assets under care, of which it managed $54 billion for individuals, corporations and not-for-profit organizations. Investor information and press releases can be viewed at www.53.com. Information on or accessible through our website is not deemed to be incorporated into this Annual Report on Form 10-K. Website references in this Annual Report are merely textual references. Fifth Third's common stock is traded on the NASDAQ® Global Select Market under the symbol "FITB."

The Bancorp's subsidiaries provide a wide range of financial products and services to the commercial, financial, retail, governmental, educational, energy and healthcare sectors. This includes a variety of checking, savings and money market accounts, wealth management solutions, payments and commerce solutions, insurance services and credit products such as commercial loans and leases, mortgage loans, credit cards, installment loans and auto loans. These products and services are delivered through a variety of channels including the Company's Banking Centers, other offices, telephone sales, the internet and mobile applications. The Bank has deposit insurance provided by the Federal Deposit Insurance Corporation (the "FDIC") through the Deposit Insurance Fund (the "DIF"). Refer to Exhibit 21 filed as an attachment to this Annual Report on Form 10-K for a list of subsidiaries of the Bancorp as of February 15, 2021.

Additional information regarding the Bancorp's businesses is included in Management's Discussion and Analysis of Financial Condition and Results of Operations.

Availability of Financial Information
The Bancorp files reports with the SEC. Those reports include the annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and annual proxy statement, as well as any amendments to those reports. The SEC maintains an internet site that contains reports, proxy and information statements and other information regarding issuers that file electronically with the SEC at www.sec.gov. The Bancorp's annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, annual proxy statement and amendments to those reports filed or furnished pursuant to section 13(a) or 15(d) of the Exchange Act are accessible at no cost on the Bancorp's website at www.53.com on a same day basis after they are electronically filed with or furnished to the SEC.

Information about the Bancorp's Code of Business Conduct and Ethics (as amended from time to time), is available on Fifth Third's corporate website at www.53.com. In addition, any future waivers from a provision of the Fifth Third Code of Business Conduct and Ethics covering any of Fifth Third's directors or executive officers (including Fifth Third's principal executive officer, principal financial officer, and principal accounting officer or controller) will be posted at this internet address.

Competition
The Bancorp, primarily through the Bank, competes for deposits, loans and other banking services in its principal geographic markets as well as in selected national markets as opportunities arise. In addition to traditional financial institutions, the Bancorp competes with securities dealers, brokers, mortgage bankers, investment advisors, specialty finance, telecommunications, technology and insurance companies as well as large retailers. These companies compete across geographic boundaries and provide customers with meaningful alternatives to traditional banking services in nearly all significant products. The increasingly competitive environment is a result primarily of changes in regulation, changes in technology, product delivery systems and the accelerating pace of consolidation among financial service providers. These competitive trends are likely to continue.

Human Capital Resources
At December 31, 2020, the Bancorp had 19,872 full-time equivalent employees, compared to 19,869 at December 31, 2019. These employees support Fifth Third's Vision to be the One Bank people most value and trust by upholding the Company's four Core Values: Be Respectful & Inclusive, Take Accountability, Work as One Bank and Act with Integrity.

Inclusion and Diversity
Fifth Third strives to create an intentionally inclusive, diverse and thriving workplace where each person feels valued, respected and understood.

Our Human Capital programs are designed to attract, develop and retain a workforce that aims to reflect the communities we serve. As of December 31, 2020, the makeup of the Company's employees consisted of approximately 59% women and approximately 26% persons of color. Additionally, the Bancorp adopted in 2019 a footprint-wide ban on salary history (by not asking for or using an applicant's current salary as a factor in an employment offer) to immediately reduce historical gender or racial pay inequities.

To strengthen a sense of belonging for all employees, the Bancorp operates a number of inclusion councils at both enterprise and regional levels, as well as local Business Resource Groups (BRGs) in the following categories: African American, Asian & Pacific Islander, Individuals with Disabilities, Latino, LGBTQ+, Military, Women's and Young Professionals. Senior executives led eight virtual Enterprise BRGs in 2020 that enabled all employees to participate regardless of their work location—greatly expanding access for employees. In 2020, the Bancorp also launched a new Executive Diversity Leadership Council that is currently charged to develop and deliver strategic short- and long-term solutions to advance our diversity efforts relating to Black employees, communities and customers.

Employee Engagement
Fifth Third believes that an engaged workforce is one of its most valuable assets in sustaining its success. The Bancorp's Board of Directors and executive management oversee employee engagement on a regular basis by collecting employee feedback, primarily through employee viewpoints surveys. As further discussed later in this section, the Bancorp performed additional surveys in 2020 in response to the challenges of remote work and the COVID-19 pandemic.

Compensation and Benefits
The Bancorp is committed to providing competitive compensation and benefits programs that reward employees for delivering the right products to the right customers, in ways that consider shareholders' long-term interests, while also staying within the Bancorp's risk tolerance. These programs include an $18 per hour minimum wage, a 401(k) retirement program that pays a match up to 7% of an employee's compensation and other traditional benefits. The Bancorp also offers parental bonding leave, and several other health, wellness and financial benefits programs and services that assist employees in maintaining a healthy work-life balance.

Human Capital Response to COVID-19 Pandemic
The Bancorp took significant measures to provide employees with a sense of safety, security and certainty in response to the COVID-19 pandemic. Approximately 50% of employees were transitioned to remote work, supported through enhanced technology solutions, revised hiring and onboarding programs and increased communication. The Bancorp also rewarded specific employees who provided front-line, essential banking services during the pandemic with special one-time payments of up to $1,000.

To protect the health and safety of employees and customers and consistent with CDC, state and local guidance, Fifth Third established social distancing, hygiene and environmental safety protocols for on-site workers at the Bancorp's banking centers and offices. The Bancorp also provided free COVID-19 testing for employees enrolled in Fifth Third's medical coverage, provided backup child care solutions to address evolving needs and increased paid time away (including mid-year replenishment of sick days, providing additional vacation days to eligible employees to use in 2021 and reimbursing employees for unused vacation time in certain situations). The Bancorp also developed tracking and reporting solutions to monitor employee health and work situations related to the COVID-19 pandemic.

Fifth Third also conducted pulse surveys with employees in 2020 to collect feedback on employees' well-being and their perspective on the Bancorp's pandemic response.

Acquisitions and Investments
The Bancorp's strategy for growth includes strengthening its presence in core markets and broadening its product offerings while taking into account the integration and other risks of growth. The Bancorp evaluates strategic acquisition and investment opportunities and conducts due diligence activities in connection with possible transactions. As a result, discussions, and in some cases, negotiations regarding acquisitions and investments may take place and future transactions involving cash, debt or equity securities may occur. These typically involve the payment of a premium over book value and current market price, and therefore, some dilution of book value and net income per share may occur with any future transactions.

Regulation and Supervision
In addition to the generally applicable state and federal laws governing businesses and employers, the Bancorp and the Bank are subject to extensive regulation and supervision under federal and state laws and regulations applicable to financial institutions and their parent companies. Virtually all aspects of the business of the Bancorp and the Bank are subject to specific requirements or restrictions and general regulatory oversight. The principal objectives of state and federal banking laws and regulations and the supervision, regulation and examination of banks and their parent companies (such as the Bank and the Bancorp) by bank regulatory agencies are the maintenance of the safety and soundness of financial institutions, the maintenance of the federal deposit insurance system and the protection of consumers or classes of consumers, rather than the protection of shareholders or debtholders of a bank or the parent company of a bank. The Bancorp and its subsidiaries are subject to an extensive regulatory framework of complex and comprehensive federal and state laws and regulations addressing the provision of banking and other financial services and other aspects of the Bancorp's businesses and operations. The Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank") and legislation modifying Dodd-Frank, the Economic Growth,

Regulatory Relief and Consumer Protection Act of 2018 ("EGRRCPA"), will continue to impact the Bancorp and the Bank. To the extent the following material describes statutory or regulatory provisions, it is qualified in its entirety by reference to the particular statute or regulation.

Both the scope of the laws and regulations and the intensity of the supervision to which the Bancorp and its subsidiaries are subject increased 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 Dodd-Frank and its implementing regulations, most of which are now in place. While the regulatory environment has recently been in a period of rebalancing the post financial crisis framework, the Bancorp expects that its business will remain subject to extensive regulation and supervision. It is possible that the intensity of regulation and supervision will be higher in the Biden Administration.

On May 24, 2018, the EGRRCPA was signed into law. Among other regulatory changes, the EGRRCPA amends various sections of Dodd-Frank, including section 165, which was revised to raise the asset thresholds for determining the application of enhanced prudential standards for BHCs. The EGRRCPA's increased asset thresholds took effect immediately for BHCs with total consolidated assets less than $100 billion, with the exception of risk committee requirements, which now apply to publicly-traded BHCs with $50 billion or more of consolidated assets. BHCs with consolidated assets between $100 billion and $250 billion, including the Bancorp, were subject to the enhanced prudential standards that applied to them before enactment of EGRRCPA until December 31, 2019, when rules adopted by the FRB that tailor the applicability of enhanced prudential standards and capital and liquidity requirements for BHCs with $100 billion or more in total consolidated assets became effective, as described in detail below.

On October 10, 2019, the FRB adopted a rule that adjusts the thresholds at which certain enhanced prudential standards ("EPS") apply to BHCs with $100 billion or more in total consolidated assets (the "EPS Tailoring Rule") and the FRB, the Office of the Comptroller of the Currency (the "OCC") and FDIC adopted a rule that similarly adjusts the thresholds at which certain other capital and liquidity standards apply to BHCs and banks with $100 billion or more in total consolidated assets (the "Capital and Liquidity Tailoring Rule" and, together with the EPS Tailoring Rule, the "Tailoring Rules"). The Tailoring Rules establish four risk-based categories of institutions, and the extent to which enhanced prudential standards and certain other capital and liquidity standards apply to these BHCs and banks depends on the banking organization's category. Under the Tailoring Rules, the Bancorp and the Bank each qualify as a Category IV banking organization subject to the least restrictive of the requirements applicable to firms with $100 billion or more in total consolidated assets.

Regulators

The Bancorp and/or the Bank are subject to regulation and supervision primarily by the FRB, the Consumer Financial Protection Bureau (the "CFPB") and the OCC and additionally by certain other functional regulators and self-regulatory organizations. The Bancorp is also subject to regulation by the SEC by virtue of its status as a public company and due to the nature of some of its businesses. The Bank is also subject to regulation by the FDIC, which insures the Bank's deposits as permitted by law.

The federal and state laws and regulations that are applicable to banks and to BHCs regulate, among other matters, the scope of the Bancorp's and the Bank's businesses, their activities, their investments, their capital and liquidity levels, their ability to make capital distributions (such as share repurchases and dividends), their reserves against deposits, the timing of the availability of deposited funds, the amount of loans to individual and related borrowers and the nature, the amount of and collateral for certain loans, and the amount of interest that may be charged on loans, as applicable. Various federal and state consumer laws and regulations also affect the services provided to consumers.

The Bancorp and the Bank are required to file various reports with and are subject to examination by various regulators, including the FRB and the OCC. The FRB, the OCC and the CFPB have the authority to issue orders for BHCs and banks to cease and desist from certain banking practices and violations of conditions imposed by, or violations of agreements with, the FRB, the OCC and the CFPB. Certain of the Bancorp's and the Bank's regulators are also empowered to assess civil money penalties against companies or individuals in certain situations, such as when there is a violation of a law or regulation. Applicable state and federal laws also grant certain regulators the authority to impose additional requirements and restrictions on the activities of the Bancorp and the Bank and, in some situations, the imposition of such additional requirements and restrictions will not be publicly available information.

The following discussion describes certain elements of the comprehensive regulatory framework applicable to the Bancorp and its subsidiaries. This discussion is not intended to describe all laws and regulations applicable to the Bancorp, the Bank, and the Bancorp's other subsidiaries.

Acquisitions

The BHCA requires the prior approval of the FRB for a BHC to acquire substantially all the assets of a bank or to acquire direct or indirect ownership or control of more than 5% of any class of the voting shares of any bank, BHC or savings association, or to increase any such non-majority ownership or control of any bank, BHC or savings association, or to merge or consolidate with any BHC.

The BHCA generally prohibits a BHC from acquiring a direct or indirect interest in or control of more than 5% of any class of the voting shares of a company that is not a bank or a BHC and from engaging directly or indirectly in activities other than those of banking, managing or controlling banks or furnishing services to its banking subsidiaries, except that it may engage in and may own shares of companies engaged in certain activities the FRB has determined to be so closely related to banking or managing or controlling banks as to be proper incident thereto.

Financial Holding Companies
The Bancorp is registered as a BHC with the FRB under the BHCA and qualifies for and has elected to become an FHC. An FHC is permitted to engage directly or indirectly in a broader range of activities than those permitted for a BHC under the BHCA. Permitted activities for an FHC include securities underwriting and dealing, insurance underwriting and brokerage, merchant banking and other activities that are declared by the FRB, in cooperation with the Treasury Department, to be "financial in nature or incidental thereto" or are declared by the FRB unilaterally to be "complementary" to financial activities. In addition, an FHC is allowed to conduct permissible new financial activities or acquire permissible non-bank financial companies with after-the-fact notice to the FRB. A BHC may elect to become an FHC if the BHC is well-capitalized and is well managed and each of its banking subsidiaries is well-capitalized, is well managed and has at least a "Satisfactory" rating under the Community Reinvestment Act ("CRA"). To maintain FHC status, a BHC must continue to meet these requirements. The failure to meet such requirements could result in material restrictions on the activities of the FHC and may also adversely affect the FHC's ability to enter into certain transactions (including mergers and acquisitions) or obtain necessary approvals in connection therewith, as well as loss of FHC status. If restrictions are imposed on the activities of an FHC, such information may not necessarily be available to the public.

Dividends
The Bancorp is a legal entity separate and distinct from its subsidiaries and depends in part upon dividends received from its direct and indirect subsidiaries, including the Bank, to fund its activities, including its ability to make capital distributions, such as paying dividends or repurchasing shares. Under federal law, there are various limitations on the extent to which the Bank can declare and pay dividends to the Bancorp, including those related to regulatory capital requirements, general regulatory oversight to prevent unsafe or unsound practices, and federal banking law requirements concerning the payment of dividends out of net profits, surplus, and available earnings. Certain contractual restrictions also may limit the ability of the Bank to pay dividends to the Bancorp. No assurances can be given that the Bank will, in any circumstances, pay dividends to the Bancorp.

The Bancorp's ability to declare and pay dividends is similarly limited by federal banking law and FRB regulations and policy. The FRB has authority to prohibit BHCs from making capital distributions if they would be deemed to be an unsafe or unsound practice. The FRB has indicated generally that it may be an unsafe or unsound practice for BHCs to pay dividends unless a BHC's net income is sufficient to fund the dividends and the expected rate of earnings retention is consistent with the organization's capital needs, asset quality and overall financial condition. In addition, the Bancorp's ability to make capital distributions, including paying dividends and repurchasing shares, is subject to the Bancorp complying with the automatic restrictions on capital distributions under the FRBs capital rules ("CCAR") process discussed below (see Regulatory Capital Requirements below).

In response to the uncertainty caused by the COVID-19 pandemic, certain large BHCs, including the Bancorp, were not permitted to make share repurchases, subject to certain limited exceptions, during the third and fourth quarters of 2020, but were permitted to make dividend payments subject to limits based on the amount of dividends paid in the second quarter and the firm's average net income for the four preceding quarters. For the first quarter of 2021, provided that a BHC does not increase its common stock dividends higher than the level paid in the second quarter of 2020, BHCs, including the Bancorp, are permitted to pay common dividends and make share repurchases that, in the aggregate, do not exceed an amount equal to the average of the firm's net income for the four preceding calendar quarters. BHCs may also make additional share repurchases up to the amount of share issuances related to expensed employee compensation. For further information on a subsequent event related to an accelerated share repurchase transaction, refer to Note 33 of the Notes to Consolidated Financial Statements.

Source of Strength
A BHC, including the Bancorp, is expected to act as a source of financial and managerial strength to each of its banking subsidiaries and to commit resources to their support. This support may be required at times when the BHC may not have the resources to provide it or when doing so is not otherwise in the interests of the Bancorp or its shareholders or creditors. The FRB may require a BHC to make capital injections into a troubled subsidiary bank and may charge the BHC with engaging in unsafe and unsound practices if the BHC fails to commit resources to such a subsidiary bank or if it undertakes actions that the FRB believes might jeopardize the BHC's ability to commit resources to such subsidiary bank.

Under these requirements, the Bancorp may in the future be required to provide financial assistance to the Bank should it experience financial distress. Capital loans by the Bancorp to the Bank would be subordinate in right of payment to deposits and certain other debts of the Bank. In the event of the Bancorp's bankruptcy, any commitment by the Bancorp to a federal bank regulatory agency to maintain the capital of the Bank would be assumed by the bankruptcy trustee and entitled to a priority of payment.

FDIC Assessments
The DIF provides insurance coverage for certain deposits, up to a standard maximum deposit insurance amount of $250,000 per depositor per account ownership category and is funded through assessments on insured depository institutions, based on the risk each institution poses to

the DIF. The Bank accepts customer deposits that are insured by the DIF and, therefore, must pay insurance premiums. The FDIC may increase the Bank's insurance premiums based on various factors, including the FDIC's assessment of its risk profile.

The FDIC has required that large insured depository institutions, including the Bank, enhance their deposit account record keeping and related information technology system capabilities to facilitate prompt payment of insured deposits if such an institution were to fail. The FDIC has established an initial compliance date of April 1, 2020 while granting institutions an optional extension of the compliance date for up to one year, to a date no later than April 1, 2021.

As of June 30, 2020, the DIF reserve ratio fell to 1.30%. The FDIC, as required under the Federal Deposit Insurance Act, established a plan on September 15, 2020 to restore the DIF reserve ratio to meet or exceed 1.35% within eight years. The FDIC's restoration plan projects the reserve ratio to exceed 1.35% without increasing the deposit insurance assessment rate, subject to ongoing monitoring over the next eight years. The FDIC could increase the deposit insurance assessments for certain insured depository institutions, including the Bank, if the DIF reserve ratio is not restored as projected.

Transactions with Affiliates

Federal banking laws restrict transactions between a bank and its affiliates, including a parent BHC. The Bank is subject to these restrictions, which include quantitative and qualitative limits on the amounts and types of transactions that may take place, including extensions of credit to affiliates, investments in the stock or securities of affiliates, purchases of assets from affiliates and certain other transactions with affiliates. These restrictions also require that credit transactions with affiliates be collateralized and that transactions with affiliates be on market terms or better for the bank. Generally, a bank's covered transactions with any affiliate are limited to 10% of the bank's capital stock and surplus and covered transactions with all affiliates are limited to 20% of the bank's capital stock and surplus. Dodd-Frank expanded the scope of these regulations, including by applying them to the credit exposure arising under derivative transactions, repurchase and reverse repurchase agreements, and securities borrowing and lending transactions. Federal banking laws also place similar restrictions on loans and other extensions of credit by FDIC-insured banks, such as the Bank, and their subsidiaries to their directors, executive officers, and principal shareholders.

Community Reinvestment Act

The CRA generally requires insured depository institutions, including the Bank, to identify the communities they serve and to make loans and investments and provide services that meet the credit needs of those communities. The CRA requires the OCC to evaluate the performance of national banks (including the Bank) with respect to these CRA obligations. Depository institutions must maintain comprehensive records of their CRA activities for purposes of these examinations. The OCC must take into account the institution's record of performance in meeting the credit needs of the entire community served, including low-and moderate-income neighborhoods. For purposes of CRA examinations, the OCC rates each institution's compliance with the CRA as "Outstanding," "Satisfactory," "Needs to Improve" or "Substantial Noncompliance." The FRB, which was responsible for CRA evaluations of the Bank prior to its conversion to a national bank charter, conducted a regularly scheduled examination covering 2014 through 2016 to determine the Bank's compliance with the CRA. This CRA examination resulted in a change in rating from "Needs to Improve" to "Outstanding."

The CRA requires the relevant federal bank regulatory agency to consider a bank's CRA assessment when considering the bank's application to conduct certain mergers or acquisitions or to open or relocate a branch office. The FRB also must consider the CRA record of each subsidiary bank of a BHC in connection with any acquisition or merger application filed by the BHC. An unsatisfactory CRA record could substantially delay or result in the denial of an approval or application by the Bancorp or the Bank.

In May 2020, the OCC finalized amendments to its CRA rules, which apply to national banks, including the Bank. The OCC's final rule clarifies and expands the types of activities that qualify for positive CRA consideration, updates how banks determine assessment areas in which they are evaluated, establishes objective performance standards to evaluate CRA performance and imposes more comprehensive CRA-related data collection and reporting requirements. The Bank must comply with most of these amended requirements by January 1, 2023.

The other federal banking agencies, the FDIC and FRB, are also in the process of proposing amendments to their respective CRA rules. While FDIC and FRB CRA rules do not apply to the Bank, future rulemaking to harmonize the CRA rules of the three federal banking agencies could result in changes to CRA requirements applicable to national banks, including the Bank.

Regulatory Capital Requirements

The Bancorp and the Bank are subject to certain risk-based capital and leverage ratio requirements under the capital adequacy rules (the "Final Capital Rules") adopted by the FRB, for the Bancorp, and by the OCC, for the Bank. These quantitative calculations are minimums, and the FRB and OCC may determine that a banking organization, based on its size, complexity, or risk profile, must maintain a higher level of capital in order to operate in a safe and sound manner. Failure to be well-capitalized or to meet minimum capital requirements could result in certain mandatory and possible additional discretionary actions by regulators that, if undertaken, could have an adverse material effect on the Bancorp's operations or financial condition. Failure to be well-capitalized or to meet minimum capital requirements could also result in restrictions on the Bancorp's or the Bank's ability to pay dividends or otherwise distribute capital or to receive regulatory approval of applications. Under the Final Capital Rules, the Bancorp's and the Bank's assets, exposures, and certain off-balance sheet items are subject to risk weights used to determine the institutions' risk-weighted assets pursuant to the federal banking agencies' Standardized Approach to risk-weighting of assets. These risk-weighted assets are used to calculate the following minimum capital ratios for the Bancorp and the Bank:

- Common Equity Tier 1 ("CET1") Risk-Based Capital Ratio, equal to the ratio of CET1 capital to risk-weighted assets. CET1 capital primarily includes common shareholders' equity subject to certain regulatory adjustments and deductions, including with respect to goodwill, intangible assets, certain deferred tax assets, and accumulated other comprehensive income ("AOCI"). In the first quarter of 2015, under the Final Capital Rules, the Bancorp made a one-time election to exclude certain AOCI components, with the result that those components are not recognized in the Bancorp's CET1. In July 2019, the FDIC, the FRB and the OCC issued final rules for institutions that do not apply advanced approaches to regulatory capital, including the Bancorp and the Bank. These rules simplified the capital treatment of certain items (including mortgage servicing assets, deferred tax assets and investments in the capital of unconsolidated financial institutions) and simplified the recognition and calculation of minority interests that are includable in regulatory capital. The advanced approaches to regulatory capital are generally required for large, internationally active banking organizations including those designated as global systemically important bank holding companies and those with total assets or cross-jurisdictional activity in excess of certain thresholds. Banking organizations were required to adopt these changes by April 1, 2020.
- Tier 1 Risk-Based Capital Ratio, equal to the ratio of Tier 1 capital to risk-weighted assets. Tier 1 capital is primarily comprised of CET1 capital, perpetual preferred stock and certain qualifying capital instruments.
- Total Risk-Based Capital Ratio, equal to the ratio of total capital, including CET1 capital, Tier 1 capital, and Tier 2 capital, to risk-weighted assets. Tier 2 capital primarily includes qualifying subordinated debt and qualifying allowance for loan and lease losses ("ALLL"). Tier 2 capital also includes, among other things, certain trust preferred securities.
- Tier 1 Leverage Ratio, equal to the ratio of Tier 1 capital to quarterly average assets (net of goodwill, certain other intangible assets, and certain other deductions).

In August 2020, the U.S. federal banking agencies adopted a final rule altering the definition of eligible retained income in their respective capital rules. Under the new rule, eligible retained income is the greater of a firm's (i) net income for the four preceding calendar quarters, net of any distributions and associated tax effects not already reflected in net income, and (ii) average net income over the preceding four quarters. An institution's eligible retained income, when considered in conjunction with capital ratios and the stress capital buffer, provides limitations on capital distributions (including dividends and share repurchases) and certain executive compensation arrangements for the quarter following the calculation. As of December 31, 2020, the Bancorp was permitted to use 100% of its eligible retained income for these purposes in the first quarter of 2021. This definition applies with respect to all of the Bancorp's capital requirements. In addition, in December 2018, the U.S. federal banking agencies finalized rules that would permit BHCs and banks to phase-in, for regulatory capital purposes, the day-one impact of ASU 2016-13 ("CECL") on retained earnings over a period of three years. As part of their response to the COVID-19 pandemic, the U.S. federal banking agencies issued another final rule for additional transitional relief to regulatory capital related to the impact of the adoption of CECL. The final rule provides banking organizations that adopt CECL in the 2020 calendar year with the option to delay for two years the estimated impact of CECL on regulatory capital, followed by the aforementioned three-year transition period to phase out the aggregate amount of benefit during the initial two-year delay for a total five-year transition. The estimated impact of CECL on regulatory capital (modified CECL transitional amount) is calculated as the sum of the day-one impact on retained earnings upon adoption of CECL (CECL transitional amount) and the calculated change in the ACL relative to the day-one ACL upon adoption of CECL multiplied by a scaling factor of 25%. The scaling factor is used to approximate the difference in the ACL under CECL relative to the incurred loss methodology. The modified CECL transitional amount will be calculated each quarter for the first two years of the five-year transition. The amount of the modified CECL transition amount will be fixed as of December 31, 2021 and that amount will be subject to the three-year phase out. For further discussion of CECL, see Note 1 of the Notes to Consolidated Financial Statements.

The Final Capital Rules also require banking organizations to maintain a capital conservation buffer of 2.5% or stress capital buffer, as applicable, to avoid becoming subject to restrictions on capital distributions and certain discretionary bonus payments to management (see Stress Buffer Requirements below). For more information related to the capital conservation buffer and stress capital buffer, refer to Note 30 of the Notes to Consolidated Financial Statements.

The total minimum regulatory capital ratios and well-capitalized minimum ratios are reflected in the table below. The FRB has not yet revised the well-capitalized standard for BHCs to reflect the higher capital requirements imposed under the Final Capital Rules. For purposes of the FRB's Regulation Y, including determining whether a BHC meets the requirements to be an FHC, BHCs, such as the Bancorp, must maintain a Tier 1 Risk-Based Capital Ratio of 6.0% or greater and a Total Risk-Based Capital Ratio of 10.0% or greater. If the FRB were to apply the same or a very similar well-capitalized standard to BHCs as that applicable to the Bank, the Bancorp's capital ratios as of December 31, 2020, would exceed such revised well-capitalized standard. The FRB may require BHCs, including the Bancorp, to maintain capital ratios substantially in excess of mandated minimum levels, depending upon general economic conditions and a BHC's particular condition, risk profile, and growth plans.

The following table presents the minimum regulatory capital ratios, minimum ratio plus capital conservation buffer, and well-capitalized minimums compared with the Bancorp's and the Bank's regulatory capital ratios as of December 31, 2020, calculated using the regulatory capital methodology applicable during 2020:

Regulatory Capital Ratios:

	Minimum Regulatory Capital Ratio	Minimum Ratio + Applicable Buffer[(a)]	Well-Capitalized Minimums[(b)]	Actual at December 31, 2020
CET1 risk-based capital ratio:				
Fifth Third Bancorp	4.50 %	7.00	N/A	10.34
Fifth Third Bank, National Association	4.50	7.00	6.50	12.28
Tier I risk-based capital ratio:				
Fifth Third Bancorp	6.00	8.50	6.00	11.83
Fifth Third Bank, National Association	6.00	8.50	8.00	12.28
Total risk-based capital ratio:				
Fifth Third Bancorp	8.00	10.50	10.00	15.08
Fifth Third Bank, National Association	8.00	10.50	10.00	14.17
Tier I leverage ratio:				
Fifth Third Bancorp	4.00	N/A	N/A	8.49
Fifth Third Bank, National Association	4.00	N/A	5.00	8.85

(a) *Reflects the capital conservation buffer of 2.5% applicable to the Bank during 2020 and to the Bancorp until September 30, 2020. As of October 1, 2020, the capital conservation buffer was replaced with a stress capital buffer of 2.5% for the Bancorp.*
(b) *Reflects the well-capitalized standard applicable to the Bancorp under FRB Regulation Y and the well-capitalized standard applicable to the Bank.*

Liquidity Regulation
As a result of the Tailoring Rules, the Bancorp, as a Category IV banking organization, is now exempt from the liquidity coverage ratio requirement, but remains subject to internal liquidity stress tests and standards.

Capital Planning and Stress Testing
BHCs with $100 billion or more in consolidated assets, including the Bancorp, generally must submit capital plans to the FRB on an annual basis. In March 2020, the FRB adopted a final rule to integrate the annual capital planning and stress testing requirements with certain ongoing regulatory capital requirements for large BHCs. As a result, the FRB's annual CCAR process is now used to calibrate the Bancorp's stress capital buffer requirement. Among other changes, the revised capital plan rule also eliminates the assumption that the Bancorp's balance sheet assets would increase over the planning horizon. In addition, provided that the Bancorp is otherwise in compliance with automatic restrictions on distributions under the Final Capital Rules, the Bancorp will no longer be required to seek prior approval to make capital distributions in excess of those included in its capital plan. The Bancorp is required to provide the FRB notice within 15 days after making any capital distributions in excess of those included in its capital plan.

Under its CCAR process, the FRB annually evaluates capital adequacy, internal capital adequacy, assessment processes and capital distribution plans of BHCs with $100 billion or more in total consolidated assets. The CCAR process is intended to help ensure that those BHCs have robust, forward-looking capital planning processes that account for each company's unique risks and that permit continued operations during times of economic and financial stress. The mandatory elements of the capital plan are an assessment of the expected uses and sources of capital over a nine-quarter planning horizon, a description of all planned capital actions over the planning horizon, a discussion of any expected changes to the BHC's business plan that are likely to have a material impact on its capital adequacy or liquidity, a detailed description of the BHC's process for assessing capital adequacy and the BHC's capital policy.

As a result of the EPS Tailoring Rule, the Bancorp is subject to a quantitative assessment of capital through supervisory stress tests every two years, with the next required submission due in 2022. These supervisory stress tests are forward-looking quantitative evaluations of the impact of stressful economic and financial market conditions on the Bancorp's capital. Additionally, under the EPS Tailoring Rule, the Bancorp is no longer required to file semi-annual, company-run stress tests with the FRB and publicly disclose the results.

Stress Buffer Requirements
In March 2020, the FRB issued a final rule amending regulatory capital rules, capital plan rules and stress test rules. Under the final rule, the capital conservation buffer is replaced with a stress capital buffer requirement. During each supervisory stress testing cycle, the FRB will use the Bancorp's supervisory stress test to determine its stress capital buffer, subject to a floor of 2.5%. Similar to the capital conservation buffer, the Bancorp must maintain capital ratios above the sum of its minimum risk-based capital ratios and the stress capital buffer to avoid restrictions on capital distributions and discretionary bonus payments to executive officers. The final rule is applicable to BHCs with $100 billion or more in total consolidated assets and was effective on October 1, 2020. The FRB provided the Bancorp with a stress capital buffer of 2.5% that was effective as of October 1, 2020. The FRB required large banking organizations, including the Bancorp, to resubmit their capital plans to reflect the stresses caused by the COVID-19 pandemic, and the FRB will notify the Bancorp by March 31, 2021 if it will elect to recalculate the Bancorp's stress capital buffer requirement.

Enhanced Prudential Standards
Pursuant to Title I of Dodd-Frank, certain U.S. BHCs are subject to enhanced prudential standards and early remediation requirements. As a result, the Bancorp is subject to more stringent standards, including liquidity and capital requirements, leverage limits, stress testing,

resolution planning, and risk management standards, than those applicable to smaller institutions. Certain larger banking organizations are subject to additional enhanced prudential standards.

As discussed above, under the EPS Tailoring Rule, the Bancorp, as a Category IV banking organization, is subject to the least restrictive enhanced prudential standards applicable to firms with $100 billion or more in total consolidated assets. As compared to enhanced prudential standards that were applicable to the Bancorp, under the EPS Tailoring Rule, the Bancorp is no longer subject to company-run stress testing requirements and is subject to less frequent supervisory stress tests, less frequent internal liquidity stress tests, and reduced liquidity risk management requirements.

Heightened Governance and Risk Management Standards
The OCC has published guidelines documenting expectations for the governance and risk management practices of certain large financial institutions, including the Bank. The guidelines require covered institutions to establish and adhere to a written governance framework in order to manage and control their risk-taking activities. In addition, the guidelines provide standards for the institutions' boards of directors to oversee the risk governance framework. The Bank currently has a written governance framework and associated controls.

Privacy and Data Security
The OCC, FRB, FDIC and other bank regulatory agencies have adopted guidelines (the "Guidelines") for safeguarding confidential, personal customer information. The Guidelines require each financial institution, under the supervision and ongoing oversight of its board of directors or an appropriate committee thereof, to create, implement and maintain a comprehensive written information security program designed to ensure the security and confidentiality of customer information, protect against any anticipated threats or hazards to the security or integrity of such information and protect against unauthorized access to or use of such information that could result in substantial harm or inconvenience to any customer. In addition, various U.S. regulators, including the OCC, FRB and the SEC, have increased their focus on cyber security through guidance, examinations and regulations. The Bancorp has adopted a customer information security program that has been approved by the Bancorp's Board of Directors.

The GLBA requires financial institutions to implement policies and procedures regarding the disclosure of nonpublic personal information about consumers to non-affiliated third parties. In general, the statute requires explanations to consumers on policies and procedures regarding the disclosure of such nonpublic personal information and, except as otherwise required by law, prohibits disclosing such information except as provided in the banking subsidiary's policies and procedures. The Bancorp's banking subsidiary has implemented a privacy policy.

States are also increasingly proposing or enacting legislation that relates to data privacy and data protection such as the California Consumer Privacy Act which went into effect on January 1, 2020. The Bancorp continues to assess the requirements of such laws and proposed legislation and their applicability to the Bancorp. Moreover, these laws, and proposed legislation, are still subject to revision or formal guidance and they may be interpreted or applied in a manner inconsistent with our understanding.

Like other lenders, the Bank and other of the Bancorp's subsidiaries use credit bureau data in their underwriting activities. Use of such data is regulated under the Fair Credit Reporting Act ("FCRA"), and the FCRA also regulates reporting information to credit bureaus, prescreening individuals for credit offers, sharing of information between affiliates, and using affiliate data for marketing purposes. Similar state laws may impose additional requirements on the Bancorp and its subsidiaries.

Anti-Money Laundering and Economic Sanctions
The Bancorp is subject to federal laws that are designed to counter money laundering and terrorist financing, and transactions with persons, companies or foreign governments sanctioned by the United States. These include the Bank Secrecy Act, the Money Laundering Control Act, the USA PATRIOT Act and regulations for the International Emergency Economic Powers Act and the Trading with the Enemy Act, as administered by the United States Treasury Department's Office of Foreign Assets Control. These laws obligate depository institutions and broker-dealers to verify their customers' identity, conduct customer due diligence, report on suspicious activity, file reports of transactions in currency and conduct enhanced due diligence on certain accounts. They also prohibit U.S. persons from engaging in transactions with certain designated restricted countries and persons. Depository institutions and broker-dealers are required by their federal regulators to maintain robust policies and procedures in order to ensure compliance with these obligations.

Failure to comply with these laws or maintain an adequate compliance program can lead to significant monetary penalties and reputational damage and federal regulators evaluate the effectiveness of an applicant in combating money laundering when determining whether to approve a proposed bank merger, acquisition, restructuring, or other expansionary activity. There have been a number of significant enforcement actions by regulators, as well as state attorneys general and the Department of Justice, against banks, broker-dealers and non-bank financial institutions with respect to these laws and some have resulted in substantial penalties, including criminal pleas. The Bancorp's Board has approved policies and procedures that the Bancorp believes comply with these laws.

Executive Compensation
Pursuant to Dodd-Frank, each public company must give its shareholders the opportunity to vote on the compensation of its executives at least once every three years. The SEC also adopted rules on disclosure and voting requirements for golden parachute compensation that is payable to named executive officers in connection with sale transactions.

The SEC's rules also direct the stock exchanges to prohibit listing classes of equity securities of a company if a company's compensation committee members are not independent. The rules also provide that a company's compensation committee may only select a compensation consultant, legal counsel or other advisor after taking into consideration factors to be identified by the SEC that affect the independence of a compensation consultant, legal counsel or other advisor.

The rules implementing the pay ratio provisions of Dodd-Frank require companies to disclose the ratio of the compensation of its chief executive officer to the median compensation of its employees. For a registrant with a fiscal year ending on December 31, such as the Bancorp, the pay ratio was first required as part of its executive compensation disclosure in its annual proxy statement or Form 10-K filed starting in 2018.

Dodd-Frank provides that the SEC must issue rules directing the stock exchanges to prohibit listing any security of a company unless the company develops and implements a policy providing for disclosure of the policy of the company on incentive-based compensation that is based on financial information required to be reported under the securities laws. In the event the company is required to prepare an accounting restatement due to the material noncompliance of the company with any financial reporting requirement under the securities laws, the company will recover from any current or former executive officer of the company who received incentive-based compensation during the three-year period preceding the date on which the company is required to prepare the restatement based on the erroneous data, any exceptional compensation above what would have been paid under the restatement.

Dodd-Frank required the SEC to adopt a rule to require that each company disclose in the proxy materials for its annual meetings whether an employee or board member is permitted to purchase financial instruments designed to hedge or offset decreases in the market value of equity securities granted as compensation or otherwise held by the employee or board member. The SEC adopted final rules requiring this disclosure on December 18, 2018. The Bancorp was required to comply with this new rule beginning July 1, 2019.

The Bancorp's compensation practices are also subject to oversight by the FRB. The scope and content of compensation regulation in the financial industry are continuing to develop, and the regulations and resulting market practices are expected to continue to evolve over a number of years. In June 2016, the SEC and the federal banking agencies issued a proposed rule to implement the incentive-based compensation provisions of section 956 of Dodd-Frank. The proposal would establish new requirements for incentive-based compensation at institutions with assets of at least $1 billion. No final rule has been issued, but the Biden Administration may revisit this proposal.

Debit Card Interchange Fees
Dodd-Frank includes a set of rules requiring that interchange transaction fees for electronic debit transactions be reasonable and proportional to certain costs associated with processing the transactions. 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. These fees impose requirements regarding routing and exclusivity of electronic debit transactions, and generally require that debit cards be usable in at least two unaffiliated networks.

Resolution Planning
In past years, the Bancorp was required to submit annually to the FRB and the FDIC a resolution plan for the orderly resolution of the Bancorp and its significant legal entities under the U.S. Bankruptcy Code or other applicable insolvency laws in a rapid and orderly fashion in the event of future material financial distress or failure. In October 2019, the FRB and the FDIC adopted amendments to their resolution planning rule to adjust the thresholds at which certain resolution planning requirements apply to BHCs with $100 billion or more in total consolidated assets, including the Bancorp. As a result of these amendments, the Bancorp is no longer required to submit an annual resolution plan to the FRB and the FDIC.

In addition, the Bank is required to periodically file a separate resolution plan with the FDIC. EGRRCPA did not change the FDIC's rules that require the Bank to periodically file a separate resolution plan. In April 2019, the FDIC released an advanced notice of proposed rulemaking with respect to the FDIC's bank resolution plan requirements that requested comments on how to better tailor bank resolution plans to a firm's size, complexity, and risk profile. Until the FDIC's revisions to its bank resolution plan requirement are finalized, no bank resolution plans will be required to be filed.

Proprietary Trading and Investing in Certain Funds
Dodd-Frank sets forth restrictions on banking organizations' ability to engage in proprietary trading and to have certain ownership interests in and relationships with certain covered funds, such as private equity and hedge funds (the "Volcker Rule"). The Volcker Rule generally prohibits any banking entity from engaging in short-term proprietary trading for its own account, but permits transactions in certain securities (such as securities of the U.S. government), transactions on behalf of customers and activities such as market making, underwriting and risk-mitigating hedging. In addition, the Volcker Rule limits the sponsorship of or investment in a covered fund by any banking entity. The Volcker Rule also prohibits certain types of transactions between a banking entity and any covered fund that is sponsored by the banking

entity or for which it serves as investment manager or investment advisor, similar to those transactions between banks and their affiliates that are limited as described above. The FRB granted extensions to banking entities, including the Bancorp, to conform to the requirements of the Volcker Rule with respect to “illiquid funds,” as defined in the Volcker Rule. The Bancorp is also required to maintain a satisfactory Volcker Rule compliance program.

As of October 2019, the FRB, OCC, FDIC, Commodity Futures Trading Commission (“CFTC”) and SEC finalized amendments to the Volcker Rule. These amendments tailor the Volcker Rule’s compliance requirements to the amount of a firm’s trading activity, revise the definition of trading account, clarify certain key provisions in the Volcker Rule, and modify the information companies are required to provide to federal agencies. These amendments to the Volcker Rule are not material to our investing and trading activities.

In June 2020, the five federal agencies finalized amendments to the Volcker Rule’s restrictions on ownership interests in and relationships with covered funds. Among other things, these amendments permit banking entities to have relationships with and offer additional financial services to additional types of funds and investment vehicles. These requirements are not expected to have a material impact on the Bancorp’s investing and trading activities

Derivatives
Title VII of Dodd-Frank imposes a regulatory structure on the over-the-counter derivatives market, including requirements for clearing, exchange trading, capital margin, segregation trade reporting, and recordkeeping. Title VII also requires certain persons to register as a swap dealer or a security-based swap dealer. The Bank is provisionally registered with the CFTC as a swap dealer. The CFTC and U.S. banking regulators have finalized most rules applicable to the over-the-counter derivatives markets and swap dealers, and the SEC has finalized most of its rules related to security-based swaps. The CFTC’s Title VII regulations are applicable to the Bank’s activity as a swap dealer and include rules related to internal and external business conduct standards, reporting and recordkeeping, mandatory clearing for certain swaps, and trade documentation and confirmation requirements. In addition, the U.S. banking regulators have finalized regulations applicable to the Bank regarding mandatory posting and collection of margin by certain swap counterparties and segregation of customer funds. The Bank is not currently subject to regulation as a security-based swap dealer.

Consumer Protection Regulation and Supervision
The Bancorp is subject to supervision and regulation by the CFPB with respect to federal consumer protection laws. The Bancorp is also subject to certain state consumer protection laws, and under Dodd-Frank, state attorneys general and other state officials are empowered to enforce certain federal consumer protection laws and regulations. State authorities have increased their focus on and enforcement of consumer protection rules. These federal and state consumer protection laws apply to a broad range of our activities and to various aspects of our business and include laws relating to interest rates, fair lending, disclosures of credit terms and estimated transaction costs to consumer borrowers, debt collection practices, the use of and the provision of information to consumer reporting agencies, and the prohibition of unfair, deceptive, or abusive acts or practices in connection with the offer, sale, or provision of consumer financial products and services.

The CFPB has promulgated many mortgage-related final rules since it was established under Dodd-Frank, 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. 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 Bancorp.

Future Legislative and Regulatory Initiatives
Federal and state legislators as well as regulatory agencies may introduce or enact new laws and rules, or amend existing laws and rules, that may affect the regulation of financial institutions and their holding companies. The impact of any future legislative or regulatory changes cannot be predicted. However, such changes could affect the Bancorp’s business, financial condition and results of operations.

ITEM 1A. RISK FACTORS

The risks and uncertainties listed below present risks that could have a material impact on the Bancorp's financial condition, the results of its operations or its business. Some of these risks and uncertainties are interrelated and the occurrence of one or more of them may exacerbate the effect of others. The risks and uncertainties described below are not the only ones Fifth Third faces. Additional risks and uncertainties not presently known to Fifth Third or that Fifth Third currently believes to be immaterial may also adversely affect its business. See "Cautionary Note Regarding Forward-Looking Statements" elsewhere in this Annual Report on Form 10-K for more information.

CREDIT RISKS

Deteriorating credit quality has adversely impacted Fifth Third in the past and may adversely impact Fifth Third in the future.

When Fifth Third lends money or commits to lend money, the Bancorp incurs credit risk or the risk of loss if borrowers do not repay their loans, leases, credit cards, derivative obligations, or other credit obligations. The performance of these credit portfolios significantly affects the Bancorp's financial results and condition. If the current economic environment were to deteriorate, more customers may have difficulty in repaying their credit obligations which could result in a higher level of credit losses and reserves for credit losses. Fifth Third reserves for credit losses by establishing reserves through a charge to earnings. The amount of these reserves is based on Fifth Third's assessment of credit losses inherent in the credit portfolios including unfunded credit commitments. The process for determining the amount of the ALLL and the reserve for unfunded commitments is critical to Fifth Third's financial results and condition. It requires difficult, subjective and complex judgments about the environment, including analysis of economic or market conditions that might impair the ability of borrowers to repay their loans.

Fifth Third might underestimate the credit losses inherent in its portfolios and have credit losses in excess of the amount reserved. Fifth Third might increase the reserve because of changing economic conditions, including falling home prices or higher unemployment, or other factors such as changes in borrower's behavior or changing protections in credit agreements. As an example, borrowers may "strategically default," or discontinue making payments on their real estate-secured loans if the value of the real estate is less than what they owe, even if they are still financially able to make the payments.

Fifth Third believes that both the ALLL and the reserve for unfunded commitments are adequate to cover inherent losses at December 31, 2020; however, there is no assurance that they will be sufficient to cover future credit losses, especially if housing and employment conditions decline. In the event of significant deterioration in economic conditions, Fifth Third may be required to increase reserves in future periods, which would reduce earnings.

For more information, refer to the Credit Risk Management subsection of the Risk Management section and the ALLL and Reserve for Unfunded Commitments subsections of the Critical Accounting Policies section of Management's Discussion and Analysis of Financial Condition and Results of Operations.

Fifth Third may have more credit risk and higher credit losses to the extent loans are concentrated by location or industry of the borrowers or collateral.

Fifth Third's credit risk and credit losses can increase if its loans are concentrated to borrowers engaged in the same or similar activities or to borrowers who as a group may be uniquely or disproportionately affected by economic or market conditions. Deterioration in economic conditions, housing conditions and commodity and real estate values in certain states or locations could result in materially higher credit losses if loans are concentrated in those locations. Fifth Third has significant exposures to businesses in certain economic sectors such as manufacturing, real estate, financial services, insurance and healthcare, and weaknesses in those businesses may adversely impact Fifth Third's business, results of operations or financial condition. Additionally, Fifth Third has a substantial portfolio of commercial and residential real estate loans and weaknesses in residential or commercial real estate markets may adversely impact Fifth Third's business, results of operations or financial condition.

The COVID-19 pandemic has caused certain industries to have experienced increased stress. These include consumer-driven industries that require gathering or congregation such as leisure and recreation (including casinos, restaurants, sports, fitness, hotels and other industries), non-essential retail and leisure travel (primarily including airlines and cruise lines). Certain segments of the healthcare industry (including skilled nursing, physician offices and surgery/outpatient centers, among others) have also been impacted by the pandemic given delays and restrictions on in-person visits and elective procedures.

Problems encountered by financial institutions larger than or similar to Fifth Third could adversely affect financial markets generally and have direct and indirect adverse effects on Fifth Third.

Fifth Third has exposure to counterparties in the financial services industry and other industries, and routinely executes transactions with such counterparties, including brokers and dealers, commercial banks, investment banks, mutual and hedge funds and other institutional clients. Many of Fifth Third's transactions with other financial institutions expose Fifth Third to credit risk in the event of default of a counterparty or client. In addition, Fifth Third's credit risk may be affected when the collateral it holds cannot be realized or is liquidated at prices not sufficient to recover the full amount of the loan or derivative exposure. The commercial soundness of many financial institutions may be closely interrelated as a result of credit, trading, clearing or other relationships between the institutions. As a result, concerns about, or a default or threatened default by, one institution could lead to significant market-wide liquidity and credit problems, losses or defaults by other institutions. This is sometimes referred to as "systemic risk" and may adversely affect financial intermediaries, such as clearing agencies, clearing houses, banks, securities firms and exchanges, with which the Bancorp interacts on a daily basis, and therefore could adversely affect Fifth Third.

LIQUIDITY RISKS

Fifth Third must maintain adequate sources of funding and liquidity.

Fifth Third must maintain adequate funding sources in the normal course of business to support its operations and fund outstanding liabilities, as well as meet regulatory expectations. Fifth Third primarily relies on bank deposits to be a low cost and stable source of funding for the loans Fifth Third makes and the operations of Fifth Third's business. Core deposits, which include transaction deposits and other time deposits, have historically provided Fifth Third with a sizeable source of relatively stable and low-cost funds (average core deposits funded 74% of average total assets for the year ending December 31, 2020). In addition to customer deposits, sources of liquidity include investments in the securities portfolio, Fifth Third's sale or securitization of loans in secondary markets and the pledging of loans and investment securities to access secured borrowing facilities through the FHLB and the FRB, and Fifth Third's ability to raise funds in domestic and international money and capital markets.

Fifth Third's liquidity and ability to fund and run its business could be materially adversely affected by a variety of conditions and factors, including financial and credit market disruptions and volatility or a lack of market or customer confidence in financial markets in general similar to what occurred during the financial crisis in 2008 and early 2009, which may result in a loss of customer deposits or outflows of cash or collateral and/or ability to access capital markets on favorable terms.

Other conditions and factors that could materially adversely affect Fifth Third's liquidity and funding include:

- a lack of market or customer confidence in Fifth Third or negative news about Fifth Third or the financial services industry generally, which also may result in a loss of deposits and/or negatively affect the ability to access the capital markets;
- the loss of customer deposits due to competition from other banks or due to alternative investments;
- inability to sell or securitize loans or other assets;
- increased regulatory requirements; and
- reductions in one or more of Fifth Third's credit ratings.

A reduced credit rating could adversely affect Fifth Third's ability to borrow funds and raise the cost of borrowings substantially and could cause creditors and business counterparties to raise collateral requirements or take other actions that could adversely affect Fifth Third's ability to raise liquidity or capital. Many of the above conditions and factors may be caused by events over which Fifth Third has little or no control such as what occurred during the financial crisis. There can be no assurance that significant disruption and volatility in the financial markets will not occur again in the future.

Regulatory changes relating to liquidity and risk management may also negatively impact Fifth Third's results of operations and competitive position. Various regulations have been adopted to impose more stringent liquidity requirements for large financial institutions, including Fifth Third. These regulations address, among other matters, liquidity stress testing and minimum liquidity requirements. The application of certain of these regulations to banking organizations, such as Fifth Third, have been modified, including in connection with the implementation of the EGRRCPA.

If Fifth Third is unable to continue to fund assets through customer bank deposits or access capital markets on favorable terms or if Fifth Third suffers an increase in borrowing costs or otherwise fails to manage liquidity effectively, then Fifth Third's liquidity, operating margins and financial results and condition may be materially adversely affected. Fifth Third may also need to raise additional capital and liquidity through the issuance of stock, which could dilute the ownership of existing stockholders, or reduce or even eliminate common stock dividends or share repurchases to preserve capital and liquidity.

Fifth Third and/or the holders of its securities could be adversely affected by unfavorable ratings from rating agencies.

Fifth Third's ability to access the capital markets is important to its overall funding profile. This access is affected by the ratings assigned by rating agencies to Fifth Third, certain of its subsidiaries and particular classes of securities they issue. The interest rates that Fifth Third pays on its securities are also influenced by, among other things, the credit ratings that it, its subsidiaries and/or its securities receive from recognized rating agencies. A downgrade to Fifth Third or its subsidiaries' credit rating could affect its ability to access the capital markets, increase its borrowing costs and negatively impact its profitability. A ratings downgrade to Fifth Third, its subsidiaries or their securities could also create obligations or liabilities of Fifth Third under the terms of its outstanding securities that could increase Fifth Third's costs or otherwise have a negative effect on its results of operations or financial condition.

Additionally, a downgrade of the credit rating of any particular security issued by Fifth Third or its subsidiaries could negatively affect the ability of the holders of that security to sell the securities and the prices at which any such securities may be sold.

On April 28, 2020, Fitch Ratings Inc. ("Fitch") revised Fifth Third Bancorp's Rating Outlook on its Long- and Short-Term Issuer Default Ratings to "Negative" from "Stable" as part of an ongoing horizontal review of all U.S. banks the agency is conducting as a result of concerns about significant operating environment challenges due to the disruption to economic activity and financial markets from the COVID-19 pandemic. On May 20, 2020, DBRS, Inc. ("DBRS") also revised the trend for all long-term ratings at Fifth Third Bancorp and Fifth Third Bank, National Association to "Negative" from "Stable." As of the date of this filing, Fifth Third is under review by Fitch and DBRS, and neither Fitch, nor DBRS, has changed its ratings. Accordingly, Fifth Third's Fitch and DBRS ratings are subject to change at any time.

Other rating agencies may also take actions to downgrade their ratings of the securities issued by Fifth Third or its subsidiaries. There can be no assurances that Fifth Third or its subsidiaries will retain any specific rating from any specific rating agency.

If Fifth Third is unable to maintain or grow its deposits, it may be subject to paying higher funding costs.
The total amount that Fifth Third pays for funding costs is dependent, in part, on Fifth Third's ability to maintain or grow its deposits. If Fifth Third is unable to sufficiently maintain or grow its deposits to meet liquidity objectives, it may be subject to paying higher funding costs. Fifth Third competes with banks and other financial services companies for deposits. If competitors raise the rates they pay on deposits, Fifth Third's funding costs may increase, either because Fifth Third raises rates to avoid losing deposits or because Fifth Third loses deposits and must rely on more expensive sources of funding. Also, customers typically move money from bank deposits to alternative investments during rising interest rate environments. Customers may also move noninterest-bearing deposits to interest-bearing accounts increasing the cost of those deposits. Checking and savings account balances and other forms of customer deposits may decrease when customers perceive alternative investments, such as the stock market, as providing a better risk/return trade-off. Fifth Third's bank customers could take their money out of the Bank and put it in alternative investments, causing Fifth Third to lose a lower cost source of funding. Higher funding costs reduce Fifth Third's net interest margin and net interest income.

The Bancorp's ability to receive dividends from its subsidiaries accounts for most of its revenue and could affect its liquidity and ability to pay dividends.
Fifth Third Bancorp is a separate and distinct legal entity from its subsidiaries. Fifth Third Bancorp typically receives substantially all of its revenue from dividends from its subsidiaries. These dividends are the principal source of funds to pay dividends on Fifth Third Bancorp's stock and interest and principal on its debt. Various federal and/or state laws and regulations, as well as regulatory expectations, limit the amount of dividends that the Bancorp's banking subsidiary and certain nonbank subsidiaries may pay to the Bancorp. Regulatory scrutiny of liquidity and capital levels at bank holding companies and insured depository institutions has resulted in increased regulatory focus on all aspects of capital planning, including dividends and other distributions to shareholders of banks such as the parent bank holding companies. In addition, Fifth Third Bancorp's right to participate in a distribution of assets upon a subsidiary's liquidation or reorganization is subject to the prior claims of that subsidiary's creditors.

Regulatory limitations on the Bancorp's ability to receive dividends from its subsidiaries could have a material adverse effect on its liquidity and ability to pay dividends on stock or interest and principal on its debt and to engage in share repurchases. For further information, refer to Regulation and Supervision and Note 4 of the Notes to Consolidated Financial Statements.

OPERATIONAL RISKS

Fifth Third is exposed to cyber security risks, including denial of service, hacking and identity theft, which could result in the disclosure, theft or destruction of confidential information.
Fifth Third relies heavily on communications and information systems to conduct its business. This includes the use of networks, the internet, digital applications and the telecommunications and computer systems of third party service providers to perform business activities. Additionally, digital and mobile technologies are leveraged to interact with customers, which increases the risk of information security breaches. Failures, interruptions or breaches in the security of these systems occur across Fifth Third's industry with some frequency and, if a material event of this nature affects Fifth Third, this could result in disruptions to Fifth Third's accounting, deposit, loan and other systems, and adversely affect its customer relationships. While Fifth Third has policies and procedures designed to prevent or limit the effect of these possible events, there can be no assurance that any such failure, interruption or security breach will not occur or, if any does occur, that it can be sufficiently remediated.

There have been increasing efforts on the part of threat actors, including through cyber-attacks, to breach data security at financial institutions or with respect to financial transactions. There have been several recent instances involving financial services, credit bureaus and consumer-based companies reporting the unauthorized disclosure of client or customer information or the destruction or theft of corporate data, by both private individuals and foreign governments. In addition, because the techniques used to cause such security breaches change frequently, often are not recognized until launched against a target and may originate from less regulated and remote areas around the world, Fifth Third may be unable to proactively address these techniques or to implement adequate preventative measures. Furthermore, there has been a well-publicized series of apparently related distributed denial of service attacks on large financial services companies and "ransom" attacks where hackers have requested payments in exchange for not disclosing customer information. The unintentional or willful acts or omissions of employees may also create or exacerbate cybersecurity risks.

Cyber threats are rapidly evolving and Fifth Third may not be able to anticipate or prevent all such attacks. Additionally, Fifth Third may be impacted by a breach where Fifth Third is not the primary target (i.e. SolarWinds event). These risks are heightened through the increasing use of digital and mobile solutions which allow for rapid money movement and increase the difficulty to detect and prevent fraudulent transactions. Across Fifth Third's industry, the cost of minimizing these risks and investigating incidents has continued to increase with the frequency and sophistication of these threats. Despite its efforts, the occurrence of any failure, interruption or security breach of Fifth Third's systems or third-party service providers (or providers to such third-party service providers), particularly if widespread or resulting in financial losses to customers, could also seriously damage Fifth Third's reputation, result in a loss of customer business, result in substantial remediation costs, additional cyber-security protection costs and increased insurance premiums, subject it to additional regulatory scrutiny, or expose it to civil litigation and financial liability. Fifth Third's insurance may be inadequate to compensate for losses from a cyber-attack.

Fifth Third relies on its systems and certain third-party service providers and certain failures could materially adversely affect operations.
Fifth Third's operations, including its financial and accounting systems, use computer systems and telecommunications networks operated by both Fifth Third and third-party service providers. Additionally, Fifth Third collects, processes and stores sensitive consumer data by utilizing those and other systems and networks. Fifth Third has security, backup and recovery systems in place, as well as a business continuity plan to ensure the systems will not be inoperable. Fifth Third also has security to prevent unauthorized access to the systems. In addition, Fifth Third requires its third-party service providers to maintain similar controls. However, Fifth Third cannot be certain that the measures will be successful.

A security breach in these systems or the loss or corruption of confidential information such as business results, transaction records and related information could adversely impact Fifth Third's ability to provide timely and accurate financial information in compliance with legal and regulatory requirements, which could result in sanctions from regulatory authorities, significant reputational harm and the loss of confidence in Fifth Third. Additionally, security breaches or the loss, theft or corruption of customer information such as social security numbers, credit card numbers, account balances or other information could result in losses by Fifth Third's customers, litigation, regulatory sanctions, lost customers and revenue, increased costs and significant reputational harm.

Fifth Third's necessary dependence upon automated systems to record and process its transaction volume poses the risk that technical system flaws or employee errors, tampering or manipulation of those systems will result in losses and may be difficult to detect. Fifth Third may also be subject to disruptions of its operating systems arising from events that are beyond its control (for example, computer viruses or electrical or telecommunications outages).

Third party service providers with which the Bancorp does business both domestically and offshore, as well as vendors and other third parties with which the Bancorp's customers do business, can also be sources of operational risk to the Bancorp, particularly where activities of customers are beyond the Bancorp's security and control systems, such as through the use of the internet, personal computers, tablets, smart phones and other mobile services. Security breaches affecting the Bancorp's customers, or systems breakdowns or failures, security breaches or employee misconduct affecting such other third party service providers, may require the Bancorp to take steps to protect the integrity of its own operational systems or to safeguard confidential information of the Bancorp or its customers, thereby increasing the Bancorp's operational costs and potentially diminishing customer satisfaction. If personal, confidential or proprietary information of customers or clients in the Bancorp's or such vendors' or other third parties' possession were to be mishandled or misused, the Bancorp could suffer significant regulatory consequences, reputational damage and financial loss. Such mishandling or misuse could include circumstances where, for example, such information was erroneously provided to parties who are not permitted to have the information, either through the fault of the Bancorp's systems, employees or counterparties, or where such information was intercepted or otherwise compromised by threat actors. The Bancorp may be subject to disruptions of its operating systems arising from events that are wholly or partially beyond the Bancorp's control, which may include, for example, security breaches; electrical or telecommunications outages; failures of computer components or servers or other damage to the Bancorp's property or assets; natural disasters or severe weather conditions; health emergencies; or events arising from local or larger-scale political events, including outbreaks of hostilities or terrorist acts. For example, it has been reported that there is a fundamental security flaw in computer chips found in many types of computing devices, including phones, tablets, laptops and desktops. While the Bancorp believes that its current resiliency plans are both sufficient and adequate, there can be no assurance that such plans will fully mitigate all potential business continuity risks to the Bancorp or its customers and clients.

Any failures or disruptions of the Bancorp's systems or operations could give rise to losses in service to customers and clients, adversely affect the Bancorp's business and results of operations by subjecting the Bancorp to losses or liability, or require the Bancorp to expend significant resources to correct the failure or disruption, as well as by exposing the Bancorp to reputational harm, litigation, regulatory fines or penalties or losses not covered by insurance. The Bancorp could also be adversely affected if it loses access to information or services from a third-party service provider as a result of a security breach or system or operational failure, or disruption affecting the third-party service provider. Fifth Third's insurance may be inadequate to compensate for failures by, or affecting third party service providers upon which Fifth Third relies.

Fifth Third may not be able to effectively manage organizational changes and implement key initiatives in a timely fashion, or at all, due to competing priorities which could adversely affect its business, results of operations, financial condition and reputation.
Fifth Third is subject to rapid changes in technology, regulation and product innovation, and faces intense competition for customers, sources of revenue, capital, services, qualified employees and other essential business resources. In order to meet these challenges, Fifth Third is or may be engaged in numerous critical strategic initiatives at the same time. Accomplishing these initiatives may be complex, time intensive and require significant financial, technological, management and other resources. These initiatives may consume management's attention and may compete for limited resources. In addition, organizational changes may need to be implemented throughout Fifth Third as a result of the

new products, services, partnerships and processes that arise from the execution of the various strategic initiatives. Fifth Third may have difficulty managing these organizational changes and executing these initiatives effectively in a timely fashion, or at all. Fifth Third's failure to do so could expose it to litigation or regulatory action and may damage Fifth Third's business, results of operations, financial condition and reputation.

Fifth Third may not be able to successfully implement future information technology system enhancements, which could adversely affect Fifth Third's business operations and profitability.
Fifth Third invests significant resources in information technology system enhancements in order to provide functionality and security at an appropriate level. Fifth Third may not be able to successfully implement and integrate future system enhancements, or may not be able to do so on a cost-effective basis. Such sanctions could include fines and result in reputational harm and have other negative effects. In addition, future system enhancements could have higher than expected costs and/or result in operating inefficiencies, which could increase the costs associated with the implementation as well as ongoing operations. Failure to properly utilize system enhancements that are implemented in the future could result in impairment charges that adversely impact Fifth Third's financial condition and results of operations and could result in significant costs to remediate or replace the defective components. In addition, Fifth Third may incur significant training, licensing, maintenance, consulting and amortization expenses during and after systems implementations, and any such costs may continue for an extended period of time.

Fifth Third's framework for managing risks may not be effective in mitigating its risk and loss.
Fifth Third's risk management framework seeks to mitigate risk and loss. Fifth Third has established processes and procedures intended to identify, measure, monitor, report and manage the types of risk to which it is subject, including liquidity risk, credit risk, interest rate risk, price risk, legal and regulatory compliance risk, strategic risk, reputational risk and operational risk related to its employees, systems and vendors, among others. Any system of control and any system to reduce risk exposure, 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. A failure in Fifth Third's internal controls could have a significant negative impact not only on its earnings, but also on the perception that customers, regulators and investors may have of Fifth Third. Fifth Third continues to devote a significant amount of effort, time and resources to improving its controls and ensuring compliance with complex regulations.

Additionally, instruments, systems and strategies used to hedge or otherwise manage exposure to various types of interest rate, price, legal and regulatory compliance, credit, liquidity, operational and business risks and enterprise-wide risk could be less effective than anticipated. As a result, Fifth Third may not be able to effectively mitigate its risk exposures in particular market environments or against particular types of risk. If Fifth Third's risk management framework proves ineffective, Fifth Third could incur litigation, negative regulatory consequences, reputational damages among other adverse consequences and Fifth Third could suffer unexpected losses that may affect its financial condition or results of operations.

Fifth Third may experience losses related to fraud, theft or violence.
Fifth Third has experienced, and may experience again in the future, losses incurred due to customer or employee fraud, theft or physical violence. Additionally, physical violence may negatively affect Fifth Third's key personnel, facilities or systems. These losses may be material and negatively affect Fifth Third's results of operations, financial condition or prospects. These losses could also lead to significant reputational risks and other effects. The sophistication of external fraud actors continues to increase, and in some cases includes large criminal rings, which increases the resources and infrastructure needed to thwart these attacks. The industry fraud threat continues to evolve, including but not limited to card fraud, check fraud, social engineering and phishing attacks for identity theft and account takeover. Fifth Third continues to invest in fraud prevention in the forms of people and systems designed to prevent, detect and mitigate the customer and financial impacts.

Fifth Third could suffer if it fails to attract and retain skilled personnel.
Fifth Third's success depends, in large part, on its ability to attract and retain key individuals. Competition for qualified candidates in the activities and markets that Fifth Third serves is intense, which may increase Fifth Third's expenses and may result in Fifth Third not being able to hire candidates or retain them. If Fifth Third is not able to hire qualified candidates or retain its key personnel, Fifth Third may be unable to execute its business strategies and may suffer adverse consequences to its business, operations and financial condition.

Compensation paid by financial institutions such as Fifth Third is heavily regulated, particularly under Dodd-Frank, which affects the amount and form of compensation Fifth Third pays to hire and retain talented employees. If Fifth Third is unable to attract and retain qualified employees, or do so at rates necessary to maintain its competitive position, or if compensation costs required to attract and retain employees become more expensive, Fifth Third's performance, including its competitive position, could be materially adversely affected.

LEGAL AND REGULATORY COMPLIANCE RISKS

Fifth Third and/or its affiliates are or may become involved from time to time in information-gathering requests, investigations and litigation, regulatory or other enforcement proceedings by various governmental regulatory agencies and law enforcement authorities, as well as self-regulatory agencies which may lead to adverse consequences.

Fifth Third and/or its affiliates are or may become involved from time to time in information-gathering requests, reviews, investigations and proceedings (both formal and informal) by governmental regulatory agencies and law enforcement authorities, as well as self-regulatory agencies, regarding their respective customers and businesses, as well as their sales practices, data security, product offerings, compensation practices and other compliance issues. Also, a violation of law or regulation by another financial institution may give rise to an inquiry or investigation by regulators or other authorities of the same or similar practices by Fifth Third. In addition, the complexity of the federal and state regulatory and enforcement regimes in the U.S. means that a single event or topic may give rise to numerous and overlapping investigations and regulatory proceedings. Furthermore, Fifth Third and certain of its directors and officers have been named from time to time as defendants in various class actions and other litigation relating to Fifth Third's business and activities, as well as regulatory or other enforcement proceedings. Past, present and future litigation have included or could include claims for substantial compensatory and/or punitive damages or claims for indeterminate amounts of damages. Enforcement authorities may seek admissions of wrongdoing and, in some cases, criminal pleas as part of the resolutions of matters and any such resolution of a matter involving Fifth Third which could lead to increased exposure to private litigation, could adversely affect Fifth Third's reputation and could result in limitations on Fifth Third's ability to do business in certain jurisdictions.

Each of the matters described above may result in material adverse consequences, including without limitation, adverse judgments, settlements, fines, penalties, injunctions or other actions, amendments and/or restatements of Fifth Third's SEC filings and/or financial statements, as applicable, and/or determinations of material weaknesses in its disclosure controls and procedures. In addition, responding to information-gathering requests, reviews, investigations and proceedings, regardless of the ultimate outcome of the matter, could be time-consuming and expensive.

Like other large financial institutions and companies, Fifth Third is also subject to risk from potential employee misconduct, including non-compliance with policies and improper use or disclosure of confidential information. Substantial legal liability or significant regulatory or other enforcement action against Fifth Third could materially adversely affect its business, financial condition or results of operations and/or cause significant reputational harm to its business. The outcome of lawsuits and regulatory proceedings may be difficult to predict or estimate. Although Fifth Third establishes accruals for legal proceedings when information related to the loss contingencies represented by those matters indicates both that a loss is probable and that the amount of loss can be reasonably estimated, Fifth Third does not have accruals for all legal proceedings where it faces a risk of loss. In addition, due to the inherent subjectivity of the assessments and unpredictability of the outcome of legal proceedings, amounts accrued may not represent the ultimate loss to Fifth Third from the legal proceedings in question. Thus, Fifth Third's ultimate losses may be higher, and possibly significantly so, than the amounts accrued for legal loss contingencies, which could adversely affect Fifth Third's results of operations.

In addition, there has been a trend of public settlements with governmental agencies that may adversely affect other financial institutions, to the extent such settlements are used as a template for future settlements. The uncertain regulatory enforcement environment makes it difficult to estimate probable losses, which can lead to substantial disparities between legal reserves and actual settlements or penalties.

For further information on specific legal and regulatory proceedings, refer to Note 20 of the Notes to Consolidated Financial Statements.

Fifth Third may be required to repurchase residential mortgage loans or reimburse investors and others as a result of breaches in contractual representations and warranties.

Fifth Third sells residential mortgage loans to various parties, including government-sponsored enterprises ("GSE") and other financial institutions that purchase residential mortgage loans for investment or private label securitization. Fifth Third may be required to repurchase residential mortgage loans, indemnify the securitization trust, investor or insurer, or reimburse the securitization trust, investor or insurer, for credit losses incurred on loans in the event of a breach of contractual representations or warranties that is not remedied within a specified period (usually 60 days or less) after Fifth Third receives notice of the breach. Contracts for residential mortgage loan sales to the GSEs include various types of specific remedies and penalties that could be applied to inadequate responses to repurchase requests. If economic conditions and the housing market deteriorate or future investor repurchase demand and Fifth Third's success at appealing repurchase requests differ from past experience, Fifth Third could have increased repurchase obligations and increased loss severity on repurchases, requiring material additions to the repurchase reserve.

Fifth Third is subject to extensive governmental regulation which could adversely impact Fifth Third or the businesses in which Fifth Third is engaged.

Government regulation and legislation subject Fifth Third and other financial institutions to restrictions, oversight and/or costs that may have an impact on Fifth Third's business, financial condition, results of operations or the price of its common stock.

Fifth Third is subject to extensive state and federal regulation, supervision and legislation that govern almost all aspects of its operations and limit the businesses in which Fifth Third may engage. These laws and regulations may change from time to time and are primarily intended for the protection of consumers, borrowers and depositors and are not designed to protect security-holders. The impact of any changes to laws and regulations or other actions by regulatory agencies may negatively impact Fifth Third or its ability to increase the value of its business. Additionally, actions by regulatory agencies or significant litigation against Fifth Third could cause it to devote significant time and resources to defending itself and may lead to penalties that materially affect Fifth Third and its shareholders. Future changes in the laws, including tax laws, or regulations or their interpretations or enforcement may also be materially adverse to Fifth Third and its shareholders or may require Fifth Third to expend significant time and resources to comply with such requirements.

Fifth Third expects that the Biden Administration will 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 Bank Secrecy Act and anti-money laundering 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. Reform proposals are also expected for the short-term wholesale markets. It is too early to assess which, if any of these policies, would be implemented and what their impact would be.

Fifth Third cannot predict whether any pending or future legislation will be adopted or the substance and impact of any such new legislation on Fifth Third. Changes in regulation could affect Fifth Third in a substantial way and could have an adverse effect on its business, financial condition and results of operations. Additionally, legislation or regulatory reform could affect the behaviors of third parties that Fifth Third deals with in the course of business, such as rating agencies, insurance companies and investors. The extent to which Fifth Third can adjust its strategies to offset such adverse impacts also is not known at this time.

In addition, changes in laws or regulations that affect Fifth Third's customers and business partners could negatively affect Fifth Third's revenues and expenses. Certain changes in laws such as tax law reforms that impose limitations on the deductibility of interest may decrease the demand for Fifth Third's products or services and could negatively affect its revenues and results of operations. Other changes in laws or regulations could cause Fifth Third's third-party service providers and other vendors to increase the prices they charge to Fifth Third and negatively affect Fifth Third's expenses and financial results.

Fifth Third could suffer from unauthorized use of intellectual property.
Fifth Third develops for itself, and licenses from others, intellectual property for use in conducting its business. This intellectual property has been, and may be, subject to misappropriation or infringement by third parties as well as claims that Fifth Third's use of certain technology or other intellectual property infringes on rights owned by others. Fifth Third has been, and may be, subject to disputes and/or litigation concerning these claims and could be held responsible for significant damages covering past activities and substantial fees to continue to engage in these activities in the future. Fifth Third may also be unable to acquire rights to use certain intellectual property that is important for its business and may be unable to effectively engage in critical business activities. If Fifth Third is unable to protect or acquire rights to use intellectual property it owns or licenses, it may lose certain competitive advantages, incur expenses and/or lose revenue and may suffer harm to its business results and financial condition.

Fifth Third is subject to various regulatory requirements that may limit its operations and potential growth.
Under federal and state laws and regulations pertaining to the safety and soundness of insured depository institutions and their holding companies, the FRB, the FDIC, the CFPB and the OCC have the authority to compel or restrict certain actions by the Bancorp and the Bank. The Bancorp and the Bank are subject to such supervisory authority and, more generally, must, in certain instances, obtain prior regulatory approval before engaging in certain activities or corporate decisions. There can be no assurance that such approvals, if required, would be forthcoming or that such approvals would be granted in a timely manner. Failure to receive any such approval, if required, could limit or impair the Bancorp's operations, restrict its growth, ability to compete, innovate or participate in industry consolidation and/or affect its dividend policy. Such actions and activities that may be subject to prior approval include, but are not limited to, increasing dividends or other capital distributions by the Bancorp or the Bank, entering into a merger or acquisition transaction, acquiring or establishing new branches, and entering into certain new businesses.

Failure by the Bancorp or the Bank to meet the applicable eligibility requirements for FHC status (including capital and management requirements and that the Bank maintain at least a "Satisfactory" CRA rating) may result in restrictions on certain activities of the Bancorp, including the commencement of new activities and mergers with or acquisitions of other financial institutions and could ultimately result in the loss of financial holding company status.

Fifth Third and other financial institutions are subject to scrutiny from government authorities, including bank regulatory authorities, stemming from broader systemic regulatory concerns, including with respect to stress testing, liquidity and capital levels, asset quality, provisioning, AML/BSA, consumer compliance and other prudential matters and efforts to ensure that financial institutions take steps to improve their risk management and prevent future crises.

In this regard, government authorities, including the bank regulatory agencies and law enforcement, are also pursuing aggressive enforcement actions with respect to compliance and other legal matters involving financial activities, which heightens the risks associated with actual and perceived compliance failures and may also adversely affect Fifth Third's ability to enter into certain transactions or engage in certain activities, or obtain necessary regulatory approvals in connection therewith. The government enforcement authority includes, among other things, the ability to assess significant civil or criminal monetary penalties, fines, or restitution; to issue cease and desist or removal orders; and to initiate injunctive actions against banking organizations and institution-affiliated parties. These enforcement actions may be initiated for violations of laws and regulations and unsafe or unsound practices.

In some cases, regulatory agencies may take supervisory actions that may not be publicly disclosed, which restrict or limit a financial institution. Finally, as part of Fifth Third's regular examination process, the Bancorp and the Bank's respective regulators may advise it and its banking subsidiary to operate under various restrictions as a prudential matter. Such supervisory actions or restrictions, if and in whatever manner imposed, could negatively affect Fifth Third's ability to engage in new activities and certain transactions, as well as have a material adverse effect on Fifth Third's business and results of operations and may not be publicly disclosed.

Fifth Third could face serious negative consequences if its third-party service providers, business partners or investments fail to comply with applicable laws, rules or regulations.

Fifth Third is expected to oversee the legal and regulatory compliance of its business endeavors, including those performed by third-party service providers, business partners, other vendors and certain companies in which Fifth Third has invested. Legal authorities and regulators could hold Fifth Third responsible for failures by these parties to comply with applicable laws, rules or regulations. These failures could expose Fifth Third to significant litigation or regulatory action that could limit its activities or impose significant fines or other financial losses. Additionally, Fifth Third could be subject to significant litigation from consumers or other parties harmed by these failures and could suffer significant losses of business and revenue, as well as reputational harm as a result of these failures.

As a regulated entity, the Bancorp is subject to certain capital requirements that may limit its operations, potential growth and ability to pay or increase dividends on its common stock or to repurchase its capital stock.

As a BHC and an FHC, the Bancorp is subject to the comprehensive, consolidated supervision and regulation of the FRB, including risk-based and leverage capital requirements, investment practices, dividend policy and growth. The Bancorp must maintain certain risk-based and leverage capital ratios as required by the FRB which can change depending upon general economic conditions and the Bancorp's particular condition, risk profile and growth plans. Compliance with the capital requirements, including leverage ratios, may limit operations that require the intensive use of capital and could adversely affect the Bancorp's ability to expand or maintain present business levels.

Failure by the Bank to meet applicable capital requirements could subject it to a variety of enforcement actions available to the federal regulatory authorities. These include limitations on the ability of the Bancorp to pay dividends and/or repurchase shares, the issuance by the regulatory authority of a capital directive to increase capital, loss of FHC status and the termination of deposit insurance by the FDIC.

In response to the uncertainty caused by the COVID-19 pandemic, certain large BHCs, including the Bancorp, were not permitted to make share repurchases, subject to certain limited exceptions, during the third and fourth quarters of 2020, but were permitted to make dividend payments subject to certain limitations. For the first quarter of 2021, provided that a BHC does not increase its common stock dividends higher than the level paid in the second quarter of 2020, BHCs, including the Bancorp, are permitted to pay common dividends and make share repurchases that, in the aggregate, do not exceed an amount equal to the average of the firm's net income for the four preceding calendar quarters. BHCs may also make additional share repurchases up to the amount of share issuances related to expensed employee compensation. For further information on a subsequent event related to an accelerated share repurchase transaction, refer to Note 33 of the Notes to Consolidated Financial Statements.

Regulation of Fifth Third by the Commodity Futures Trading Commission ("CFTC") imposes additional operational and compliance costs.

The CFTC and SEC are primarily responsible for regulation of the U.S. derivatives markets. While most of the provisions related to derivatives markets are now in effect, several additional requirements await final regulations from the relevant regulatory agencies for derivatives, including the CFTC and the SEC. As a result of this regulatory regime, the CFTC has a meaningful supervisory role with respect to some of Fifth Third's businesses. The Bank is provisionally registered as a swap dealer with the CFTC and is subject to certain requirements, including real time trade reporting and robust record keeping requirements, business conduct requirements (including daily valuations, disclosure of material risks associated with swaps and disclosure of material incentives and conflicts of interest) and mandatory clearing and exchange trading of certain swaps designated by the relevant regulatory agencies as required to be cleared. Fifth Third's derivatives activity is also subject to the U.S. banking regulators' margin and segregation requirements for uncleared swaps. These requirements collectively impose implementation and ongoing compliance burdens on Fifth Third and introduce additional legal risk, including as a result of antifraud and anti-manipulation provisions and private rights of action. These rules raise the costs and liquidity burden associated with Fifth Third's derivatives activities and could have an adverse effect on its business, financial condition and results of operations. For more information, refer to Regulation and Supervision—Derivatives.

Deposit insurance premiums levied against the Bank may increase if the number of bank failures increase or the cost of resolving failed banks increases.

The FDIC maintains a Deposit Insurance Fund ("DIF") to protect insured depositors in the event of bank failures. The DIF is funded by fees assessed on insured depository institutions including the Bank. Future deposit premiums paid by the Bank depend on FDIC rules, which are subject to change, the level of the DIF and the magnitude and cost of future bank failures. The Bank may be required to pay significantly higher FDIC premiums if market developments change such that the DIF balance is reduced or the FDIC changes its rules to require higher premiums.

If an orderly liquidation of a systemically important BHC or non-bank financial company were triggered, Fifth Third could face assessments for the Orderly Liquidation Fund.

Dodd-Frank created authority for the orderly liquidation of systemically important BHCs and non-bank financial companies and is based on the FDIC's bank resolution model. The Secretary of the U.S. Treasury may trigger liquidation under this authority only after consultation with the President of the United States and after receiving a recommendation from the board of the FDIC and the FRB upon a two-thirds vote. Liquidation proceedings will be funded by the Orderly Liquidation Fund established under Dodd-Frank, which will borrow from the U.S. Treasury and impose risk-based assessments on covered financial companies. Risk-based assessments would be made, first, on entities that received more in the resolution than they would have received in the liquidation to the extent of such excess and second, if necessary, on, among others, bank holding companies with total consolidated assets of $50 billion or more, such as Fifth Third. Any such assessments may adversely affect Fifth Third's business, financial condition or results of operations.

MARKET RISKS: INTEREST RATE RISKS AND PRICE RISKS

The replacement of LIBOR could adversely affect Fifth Third's revenue or expenses and the value of those assets or obligations.

LIBOR and certain other "benchmarks" are the subject of recent national, international and other regulatory guidance and proposals for reform. These reforms may cause such benchmarks to perform differently than in the past or have other consequences which cannot be predicted. On July 27, 2017, the United Kingdom's Financial Conduct Authority, which regulates LIBOR, publicly announced that it intends to stop persuading or compelling banks to submit LIBOR rates after 2021. The announcement indicates that the continuation of LIBOR on the current basis cannot be guaranteed after 2021. While there is no consensus on what rate or rates may become accepted alternatives to LIBOR, a group of large banks, the Alternative Reference Rate Committee ("ARRC"), selected and the Federal Reserve Bank of New York started in May 2018 to publish the Secured Overnight Finance Rate as an alternative to LIBOR. SOFR is a broad measure of the cost of borrowing cash overnight collateralized by Treasury securities, given the depth and robustness of the U.S. Treasury repurchase market. Furthermore, in 2018, the Bank of England commenced publication of a reformed Sterling Overnight Index Average ("SONIA"), comprised of a broader set of overnight Sterling money market transactions. The SONIA has been recommended as the alternative to Sterling LIBOR by the Working Group on Sterling Risk-Free Reference Rates. In the United States, it is likely that LIBOR-priced transactions and products will transfer to SOFR. On November 30, 2020, the FRB, OCC and FDIC issued a public statement that the administrator of LIBOR announced it will consult on an extension of publication of certain U.S. Dollar LIBOR tenors until June 30, 2023, which would allow additional legacy USD LIBOR contracts to mature before the succession of LIBOR. The administrator has not yet announced the results of its consultation.

The market transition away from LIBOR to an alternative reference rate, including SOFR or SONIA, is complex and subjects Fifth Third to financial, legal and operational risks. In particular, any such transition could:

- adversely affect the interest rates paid or received on, and the revenue and expenses associated with, the Bancorp's floating rate obligations, loans, deposits, derivatives and other financial instruments tied to LIBOR rates, or other securities or financial arrangements given LIBOR's role in determining market interest rates globally;
- adversely affect the value of the Bancorp's floating rate obligations, loans, deposits, derivatives and other financial instruments tied to LIBOR rates, or other securities or financial arrangements given LIBOR's role in determining market interest rates globally;
- prompt inquiries or other actions from regulators in respect of the Bancorp's preparation and readiness for the replacement of LIBOR with an alternative reference rate;
- result in certain LIBOR-based instruments such as the Bancorp's Series H, Series I and Series J preferred stock moving from floating-rate instruments to fixed-rate instruments if the fallback language is unable to be amended to adopt alternative rates;
- result in disputes, litigation or other actions with counterparties regarding the interpretation and enforceability of certain fallback language in LIBOR-based securities; and
- require the transition to or development of appropriate systems and analytics to effectively transition the Bancorp's risk management processes from LIBOR-based products to those based on the applicable alternative pricing benchmark, such as SOFR or reformed SONIA.

The manner and impact of this transition, as well as the effect of these developments on Fifth Third's funding costs, loan and investment and trading securities portfolios, asset-liability management, and business, is uncertain.

Weakness in the U.S. economy, including within Fifth Third's geographic footprint, has adversely affected Fifth Third in the past and may adversely affect Fifth Third in the future.

If the strength of the U.S. economy in general or the strength of the local economies in which Fifth Third conducts operations declines, this could result in, among other things, a decreased demand for Fifth Third's products and services, a deterioration in credit quality or a reduced demand for credit, including a resultant effect on Fifth Third's loan portfolio and ALLL and in the receipt of lower proceeds from the sale of loans and foreclosed properties. These factors could result in higher delinquencies, greater charge-offs and increased losses in future periods, which could materially adversely affect Fifth Third's financial condition and results of operations.

Financial disruption or a prolonged economic downturn could materially and adversely affect Fifth Third's business.
Worldwide financial markets have recently experienced periods of extraordinary disruption and volatility, which has been exacerbated by the COVID-19 pandemic, resulting in heightened credit risk, reduced valuation of investments and decreased economic activity. Moreover, many companies have experienced reduced liquidity and uncertainty as to their ability to raise capital during such periods of market disruption and volatility. In the event that these conditions recur or result in a prolonged economic downturn, Fifth Third's results of operations, financial position and/or liquidity could be materially and adversely affected. These market conditions may affect the Bancorp's ability to access debt and equity capital markets. In addition, as a result of recent financial events, Fifth Third may face increased regulation. Many of the other risk factors discussed in this Risk Factors section identify risks that result from, or are exacerbated by, financial economic downturn. These include risks related to Fifth Third's investments portfolio, the competitive environment and regulatory developments.

Global and domestic political, social and economic uncertainties and changes may adversely affect Fifth Third.
Global financial markets, including the United States, face political and economic uncertainties that may delay investment and hamper economic activity. International events such as trade disputes, separatist movements, leadership changes and political and military conflicts could adversely affect global financial activity and markets and could negatively affect the U.S. economy. Additionally, the FRB and other major central banks have begun the process of removing or reducing monetary accommodation, increasing the risk of recession and may also negatively impact asset values and credit spreads that were impacted by extraordinary monetary stimulus. These potential negative effects on financial markets and economic activity could lead to reduced revenues, increased costs, increased credit risks and volatile markets, and could negatively impact Fifth Third's businesses, results of operations and financial condition.

Changes in interest rates could affect Fifth Third's income and cash flows.
Fifth Third's income and cash flows depend to a great extent on the difference between the interest rates earned on interest-earning assets such as loans and investment securities and the interest rates paid on interest-bearing liabilities such as deposits and borrowings. These rates are highly sensitive to many factors that are beyond Fifth Third's control, including general economic conditions in the U.S. or abroad and the policies of various governmental and regulatory agencies (in particular, the FRB). Changes in monetary policy, including changes in interest rates, will influence the origination of loans, the prepayment speed of loans, the purchase of investments, the generation of deposits and the rates received on loans and investment securities and paid on deposits or other sources of funding as well as customers' ability to repay loans. The impact of these changes may be magnified if Fifth Third does not effectively manage the relative sensitivity of its assets and liabilities to changes in market interest rates. Fluctuations in these areas may adversely affect Fifth Third, its customers and its shareholders. In addition, in response to the outbreak of the COVID-19 pandemic and its economic consequences, the FRB lowered its target for the federal funds rate to a range of 0% to 0.25%. As a result of the high percentage of Fifth Third's assets and liabilities that are in the form of interest-bearing or interest-related instruments, this change in interest rates could adversely affect Fifth Third's profitability. Moreover, such low rates increase the risk in the U.S. of a negative interest rate environment in which interest rates drop below zero, either broadly or for some types of instruments. For example, yields on one-month and three-month Treasuries briefly dropped below zero in March 2020. Such an occurrence would likely further reduce the interest Fifth Third earns on loans and other earning assets. Fifth Third cannot predict the nature or timing of future changes in monetary policies in response to the COVID-19 pandemic or the precise effects that they may have on Fifth Third's activities and financial results.

Changes and trends in the capital markets may affect Fifth Third's income and cash flows.
Fifth Third enters into and maintains trading and investment positions in the capital markets on its own behalf and manages investment positions on behalf of its customers. These investment positions include derivative financial instruments. The revenues and profits Fifth Third derives from managing proprietary and customer trading and investment positions are dependent on market prices. Market changes and trends may result in a decline in wealth and asset management revenue or investment or trading losses that may impact Fifth Third. Losses on behalf of its customers could expose Fifth Third to reputational issues, litigation, credit risks or loss of revenue from those clients and customers. Additionally, losses in Fifth Third's trading and investment positions could lead to a loss with respect to those investments and may adversely affect Fifth Third's income, cash flows and funding costs.

Fifth Third's stock price is volatile.
Fifth Third's stock price has been volatile in the past and several factors could cause the price to fluctuate substantially in the future. These factors include, without limitation:
- actual or anticipated variations in earnings;
- changes in analysts' recommendations or projections;
- Fifth Third's announcements of developments related to its businesses;
- operating and stock performance of other companies deemed to be peers;
- actions by government regulators and changes in the regulatory regime;
- new technology used or services offered by traditional and non-traditional competitors;
- news reports of trends, concerns and other issues related to the financial services industry;
- U.S. and global economic conditions;
- natural disasters;
- geopolitical conditions such as acts or threats of terrorism, military conflicts and withdrawal from the EU by EU member countries.

The price for shares of Fifth Third's common stock may fluctuate significantly in the future, and these fluctuations may be unrelated to Fifth Third's performance. General market price declines or market volatility in the future could adversely affect the price for shares of Fifth Third's common stock and the current market price of such shares may not be indicative of future market prices.

Fifth Third's mortgage banking net revenue can be volatile from quarter to quarter.
Fifth Third earns revenue from the fees it receives for originating mortgage loans and for servicing mortgage loans. When rates rise, the demand for mortgage loans tends to fall, reducing the revenue Fifth Third receives from loan originations. At the same time, revenue from mortgage servicing rights ("MSR") can increase through increases in fair value. When rates fall, mortgage originations tend to increase and the value of MSRs tends to decline, also with some offsetting revenue effect. Even though the origination of mortgage loans can act as a "natural hedge," the hedge is not perfect, either in amount or timing. For example, the negative effect on revenue from a decrease in the fair value of residential MSRs is immediate, but any offsetting revenue benefit from more originations and the MSRs relating to the new loans would accrue over time. It is also possible that even if interest rates were to fall, mortgage originations may also fall or any increase in mortgage originations may not be enough to offset the decrease in the MSRs value caused by the lower rates.

Fifth Third typically uses derivatives and other instruments to hedge its mortgage banking interest rate risk. Fifth Third generally does not hedge all of its risks and the fact that Fifth Third attempts to hedge any of the risks does not mean Fifth Third will be successful. Hedging is a complex process, requiring sophisticated models and constant monitoring. Fifth Third may use hedging instruments tied to U.S. Treasury rates, LIBOR or Eurodollars that may not perfectly correlate with the value or income being hedged. Fifth Third could incur significant losses from its hedging activities. There may be periods where Fifth Third elects not to use derivatives and other instruments to hedge mortgage banking interest rate risk.

STRATEGIC RISKS

If Fifth Third does not respond to intense competition and rapid changes in the financial services industry or otherwise adapt to changing customer preferences, its financial performance may suffer.
Fifth Third's ability to deliver strong financial performance and returns on investment to shareholders will depend in part on its ability to expand the scope of available financial services to meet the needs and demands of its customers. In addition to the challenge of competing against other banks in attracting and retaining customers for traditional banking services, Fifth Third's competitors also include securities dealers, brokers, mortgage bankers, investment advisors and specialty finance, telecommunications, technology and insurance companies as well as large retailers who seek to offer one-stop financial services in addition to other products and services desired by consumers that may include services that banks have not been able or allowed to offer to their customers in the past or may not be currently able or allowed to offer. Many of these other firms may be significantly larger than Fifth Third and may have access to customers and financial resources that are beyond Fifth Third's capability. Fifth Third competes with these firms with respect to capital, access to capital, revenue generation, products, services, transaction execution, innovation, reputation, talent and price.

This increasingly competitive environment is primarily a result of changes in customer preferences, regulation, changes in technology and product delivery systems, as well as the accelerating pace of consolidation among financial service providers. Rapidly changing technology and consumer preferences may require Fifth Third to effectively implement new technology-driven products and services in order to compete and meet customer demands. Fifth Third may not be able to do so or be successful in marketing these products and services to its customers. As a result, Fifth Third's ability to effectively compete to retain or acquire new business may be impaired, and its business, financial condition or results of operations, may be adversely affected.

Fifth Third may make strategic investments and may expand an existing line of business or enter into new lines of business to remain competitive. If Fifth Third's chosen strategies are not appropriate to allow Fifth Third to effectively compete or Fifth Third does not execute them in an appropriate or timely manner, Fifth Third's business and results may suffer. Additionally, these strategies, products and lines of business may bring with them unforeseeable or unforeseen risks and may not generate the expected results or returns, which could adversely affect Fifth Third's results of operations or future growth prospects and cause Fifth Third to fail to meet its stated goals and expectations.

Changes in retail distribution strategies and consumer behavior may adversely impact Fifth Third's investments in its bank premises and equipment and other assets and may lead to increased expenditures to change its retail distribution channel.
Fifth Third has significant investments in bank premises and equipment for its branch network including its 1,134 full-service banking centers and 59 locations held for the development of future banking centers of which 44 locations are developed or in the process of being developed as branches, as well as its retail work force and other branch banking assets. Advances in technology such as e-commerce, telephone, internet and mobile banking, and in-branch self-service technologies including automatic teller machines and other equipment, as well as changing customer preferences for these other methods of accessing Fifth Third's products and services, could affect the value of Fifth Third's branch network or other retail distribution assets and may cause it to change its retail distribution strategy, close and/or sell certain branches or parcels of land held for development and restructure or reduce its remaining branches and work force. Further advances in technology and/or changes in customer preferences could have additional changes in Fifth Third's retail distribution strategy and/or branch network. These actions could lead to losses on these assets or could adversely impact the carrying value of other long-lived assets and may lead to increased expenditures to renovate and reconfigure remaining branches or to otherwise reform its retail distribution channel.

Difficulties in identifying suitable opportunities or combining the operations of acquired entities or assets with Fifth Third's own operations or assessing the effectiveness of businesses in which Fifth Third makes strategic investments or with which Fifth Third enters into strategic contractual relationships may prevent Fifth Third from achieving the expected benefits from these acquisitions, investments or relationships.

Inherent uncertainties exist when assessing, acquiring or integrating the operations of another business or investment or relationship opportunity. Fifth Third may not be able to fully achieve its strategic objectives and planned operating efficiencies relevant to an acquisition or strategic relationship. In addition, the markets and industries in which Fifth Third and its potential acquisition and investment targets operate are highly competitive. Acquisition or investment targets may lose customers or otherwise perform poorly or unprofitably, or in the case of an acquired business or strategic relationship, cause Fifth Third to lose customers or perform poorly or unprofitably. Future acquisition and investment activities and efforts to monitor newly acquired businesses or reap the benefits of a new strategic relationship may require Fifth Third to devote substantial time and resources and may cause these acquisitions, investments and relationships to be unprofitable or cause Fifth Third to be unable to pursue other business opportunities.

After completing an acquisition, Fifth Third may find that certain material information was not adequately disclosed during the due diligence process or that certain items were not accounted for properly in accordance with financial accounting and reporting standards. Fifth Third may also not realize the expected benefits of the acquisition due to lower financial results pertaining to the acquired entity or assets. For example, Fifth Third could experience higher charge-offs than originally anticipated related to the acquired loan portfolio. Additionally, acquired companies or businesses may increase Fifth Third's risk of regulatory action or restrictions related to the operations of the acquired business.

Future acquisitions may dilute current shareholders' ownership of Fifth Third and may cause Fifth Third to become more susceptible to adverse economic events.

Future business acquisitions could be material to Fifth Third and it may issue additional shares of stock to pay for those acquisitions, which would dilute current shareholders' ownership interests. Acquisitions also could require Fifth Third to use substantial cash or other liquid assets or to incur debt. In those events, Fifth Third could become more susceptible to economic downturns, dislocations in capital markets and competitive pressures.

Fifth Third may sell or consider selling one or more of its businesses or investments. Should it determine to sell such a business or investment, it may not be able to generate gains on sale or related increase in shareholders' equity commensurate with desirable levels. Moreover, if Fifth Third sold such businesses or investments, the loss of income could have an adverse effect on its earnings and future growth.

Fifth Third owns, or owns a minority stake in, as applicable, several non-strategic businesses, investments and other assets that are not significantly synergistic with its core financial services businesses or, in the future, may no longer be aligned with Fifth Third's strategic plans or regulatory expectations. If Fifth Third were to sell one or more of its businesses or investments, it would be subject to market forces that may affect the timing or pricing of such sale or result in an unsuccessful sale. If Fifth Third were to complete the sale of any of its businesses, investments and/or interests in third parties, it would lose the income from the sold businesses and/or interests, including those accounted for under the equity method of accounting, and such loss of income could have an adverse effect on its future earnings and growth. Additionally, Fifth Third may encounter difficulties in separating the operations of any businesses it sells, which may affect its business or results of operations.

GENERAL BUSINESS RISKS

Changes in accounting standards or interpretations could impact Fifth Third's reported earnings and financial condition.

The accounting standard setters, including the FASB, the SEC and other regulatory agencies, periodically change the financial accounting and reporting standards that govern the preparation of Fifth Third's consolidated financial statements. These changes can be hard to predict and can materially impact how Fifth Third records and reports its financial condition and results of operations. In some cases, Fifth Third could be required to apply a new or revised standard retroactively, which would result in the recasting of Fifth Third's prior period financial statements.

Fifth Third uses models for business planning purposes that may not adequately predict future results.

Fifth Third uses financial models to aid in its planning for various purposes including its capital and liquidity needs and other purposes. The models used may not accurately account for all variables, may fail to predict outcomes accurately, and/or may overstate or understate certain effects. As a result of these potential failures, Fifth Third may not adequately prepare for future events and may suffer losses or other setbacks due to these failures.

Also, information Fifth Third provides to the public or to its regulators based on models could be inaccurate or misleading due to inadequate design or implementation, for example. Decisions that its regulators make, including those related to capital distributions to its shareholders, could be affected adversely due to the perception that the models used to generate the relevant information are unreliable or inadequate.

The preparation of financial statements requires Fifth Third to make subjective determinations and use estimates that may vary from actual results and materially impact its results of operations or financial position.

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make significant estimates that affect the financial statements. If new information arises that results in a material change to a reserve amount, such a change could result in a change to previously announced financial results. Refer to the Critical Accounting Policies section of Management's Discussion and Analysis of Financial Condition and Results of Operation for more information regarding management's significant estimates.

Weather-related events, other natural disasters, or health emergencies may have an effect on the performance of Fifth Third's loan portfolios, thereby adversely impacting its results of operations.

Fifth Third's footprint stretches from the upper Midwestern to lower Southeastern regions of the United States and it has offices in many other areas of the country. Some of these regions have experienced weather events including hurricanes, tornadoes, fires and other natural disasters. The nature and level of these events and the impact of global climate change upon their frequency and severity cannot be predicted. If large scale events occur, they may significantly impact its loan portfolios by damaging properties pledged as collateral as well as impairing its borrowers' ability to repay their loans.

Additionally, the impact of widespread health emergencies may adversely impact Fifth Third's results of operations, such as the potential impact from the COVID-19 pandemic. If its borrowers are adversely affected due to a widespread health emergency that impacts Fifth Third employees, vendors or economic growth generally, Fifth Third's financial condition and results of operations could be adversely affected.

Societal responses to climate change could adversely affect Fifth Third's business and performance, including indirectly through impacts on Fifth Third's customers.

Concerns over the long-term impacts of climate change have led and may continue to lead to governmental efforts around the world to mitigate those impacts. Consumers and businesses also may change their behavior on their own as a result of these concerns. Fifth Third and its customers will need to respond to new laws and regulations, as well as consumer and business preferences resulting from climate change concerns. Fifth Third and its customers may face cost increases, asset value reductions, operating process changes, and the like. The impact on Fifth Third's customers will likely vary depending on their specific attributes, including reliance on or role in carbon intensive activities. Fifth Third could experience a drop in demand for Fifth Third's products and services, particularly in certain sectors. In addition, Fifth Third could face reductions in creditworthiness on the part of some customers or in the value of assets securing loans. Fifth Third's efforts to take these risks into account in making lending and other decisions, including by increasing business relationships with climate-friendly companies, may not be effective in protecting Fifth Third from the negative impact of new laws and regulations or changes in consumer or business behavior.

Fifth Third is exposed to reputational risk.

Fifth Third's actual or alleged conduct in activities, such as certain sales and lending practices, data security, corporate governance and acquisitions, inappropriate behavior or misconduct of employees, association with particular customers, business partners, investments or vendors, as well as developments from any of the other risks described above, may result in negative public opinion at large (or with certain segments of the public) and may damage Fifth Third's reputation. Actions taken by government regulators, shareholder activists and community organizations may also damage Fifth Third's reputation. Additionally, whereas negative public opinion once was primarily driven by adverse news coverage in traditional media, the advent and expansion of social media facilitates the rapid dissemination of information or misinformation. Though Fifth Third monitors social media channels, the potential remains for rapid and widespread dissemination of inaccurate, misleading or false information or other negative information that could damage Fifth Third's reputation. Negative public opinion can adversely affect Fifth Third's ability to attract and keep customers and can increase the risk that it will be a target of litigation and regulatory action. Social activists are increasingly targeting financial firms with public criticism for their relationships with clients that are engaged in certain sensitive industries, including businesses whose products are or are perceived to be harmful to health, the environment or the social good. Activist criticism of Fifth Third's relationships with clients in sensitive industries could potentially engender dissatisfaction among clients, customers, investors, politicians, the government and employees with how Fifth Third addresses social concerns through business activities which could negatively affect its business or reputation.

Furthermore, investors have begun to consider how corporations are addressing environmental, social and governance matters, commonly known as "ESG matters," when making investment decisions. For example, certain investors are beginning to incorporate the business risks of climate change and the adequacy of companies' responses to climate change and other ESG matters as part of their investment theses. These shifts in investing priorities may result in adverse effects on the trading price of Fifth Third's common stock if investors determine that Fifth Third has not made sufficient progress on ESG matters.

Potential noncompliance with evolving federal and state laws governing cannabis-related businesses (CRBs) could subject Fifth Third to liabilities.

While a significant majority of states have legalized some form of marijuana, it remains a Schedule I controlled substance under federal law. Hemp is no longer classified as a Schedule I controlled substance under federal law; however, the regulatory scheme governing hemp has not been fully developed. Further, the "naked eye" cannot distinguish between legal hemp and illegal marijuana under federal law. There are a number of states where Fifth Third operates with laws permitting medicinal or recreational marijuana, which increases the probability of individuals or entities using bank products or services to sell, distribute, cultivate, manufacture or profit from marijuana. This, and the divergence and continued changes in laws governing CRBs results in challenges to us to maintain compliance with them, particularly in connection with Fifth Third's commercial and consumer lending and capital markets businesses. While Fifth Third monitors regulatory developments in this area to avoid noncompliance, Fifth Third cannot assure that it will be at all times fully compliant with CRB-related laws, which could result in significant fines, penalties or other losses.

The COVID-19 pandemic creates significant risks and uncertainties for Fifth Third's business.
In March 2020, the World Health Organization declared novel coronavirus disease 2019 (COVID-19) a global pandemic. The COVID-19 pandemic has negatively impacted the global economy, disrupted global supply chains, lowered equity market valuations, created significant volatility and disruption in financial markets, and increased unemployment levels, all of which may become heightened concerns upon subsequent waves of infection or future developments. In addition, the pandemic resulted in temporary closures of many businesses and the institution of social distancing and sheltering in place requirements in many states and communities, including those in major markets in which the Bancorp is located or does business.

As a result, the demand for the Bancorp's products and services has been, and is expected to continue to be, significantly impacted. Furthermore, the pandemic could influence the recognition of credit losses in the Bancorp's loan and lease portfolios and increase its allowance for credit losses as both businesses and consumers are negatively impacted by the economic downturn. In addition, governmental actions are meaningfully influencing the interest-rate environment, which could adversely affect the Bancorp's results of operations and financial condition. The business operations of subsidiaries of the Bancorp, such as Fifth Third Bank, National Association, have been, and may also be disrupted in the future, if significant portions of their workforce are unable to work effectively, including because of illness, quarantines, government actions, or other restrictions in connection with the pandemic, travel restrictions, technology limitations and/or disruptions. Furthermore, the business operations of subsidiaries of the Bancorp have been, and may again in the future be, disrupted due to vendors and third party service providers being unable to work or provide services effectively, including because of illness, quarantines, government actions, or other restrictions in connection with the pandemic. An increase in remote work force due to the COVID-19 pandemic and the potential for a long-term change in Fifth Third's remote work strategy may also increase risks related to cybersecurity and information security.

In response to the pandemic, the Bancorp provided financial hardship relief to borrowers that were negatively impacted by the pandemic and its related economic impacts. These programs included payment deferrals and forbearances for both commercial and retail borrowers. The Bancorp also temporarily suspended initiating any new repossession actions on vehicles and temporarily suspended all residential foreclosure activity. These actions are expected to negatively impact revenue and other results of operations of the Bancorp in the near term and, if not effective in mitigating the effect of the COVID-19 pandemic on the Bancorp's customers, may adversely affect the Bancorp's business and results of operations more substantially over a longer period of time.

Among other relief programs, the Bancorp participated in the SBA's Paycheck Protection Program in 2020. Paycheck Protection Program loans are fixed, unsecured, low interest rate loans that are guaranteed by the SBA and subject to numerous other regulatory requirements, and a borrower may apply to have all or a portion of the loan forgiven. If Paycheck Protection Program borrowers fail to qualify for loan forgiveness, the Bancorp faces a heightened risk of holding these loans at unfavorable interest rates for an extended period of time. While the Paycheck Protection Program loans are guaranteed by the SBA, various regulatory requirements will apply to the Bancorp's ability to seek recourse under the guarantees, and related procedures are currently subject to uncertainty. If a borrower defaults on a Paycheck Protection Program loan, these requirements and uncertainties may limit the Bancorp's ability to fully recover against the loan guarantee or to seek full recourse against the borrower. The extent to which the COVID-19 pandemic impacts the Bancorp's business, results of operations, and financial condition, as well as its regulatory capital and liquidity ratios, will depend on future developments, which are highly uncertain, including the scope and duration of the pandemic and actions taken by governmental authorities and other third parties in response to the pandemic. Even after the COVID-19 pandemic subsides, the U.S. economy will likely require some time to recover from its effects, the length of which is unknown and during which time the U.S. may experience a recession. As a result, Fifth Third anticipates its business may be materially and adversely affected during this recovery. Moreover, the effects of the COVID-19 pandemic may heighten many of the other risks described in this Section 1A entitled "Risk Factors" and any subsequent Quarterly Report on Form 10-Q or Current Report on Form 8-K, including, but not limited to, risks of credit deterioration, interest rate changes, rating agency actions, governmental actions, market volatility, theft, fraud, security breaches and technology interruptions.

ITEM 1B. UNRESOLVED STAFF COMMENTS

There are no SEC staff comments regarding Fifth Third's periodic or current reports under the Exchange Act that are pending resolution.

ITEM 2. PROPERTIES

The Bancorp's executive offices and the main office of the Bank are located on Fountain Square Plaza in downtown Cincinnati, Ohio in a 32-story office tower and a five-story office building with an attached parking garage known as the Fifth Third Center and the William S. Rowe Building, respectively. The Bancorp's main operations campus is located in Cincinnati, Ohio, and is comprised of a three-story building with an attached parking garage known as the George A. Schaefer, Jr. Operations Center, and a two-story building with surface parking known as the Madisonville Office Building. The Bank owns 100% of these buildings.

At December 31, 2020, the Bancorp, through its banking and non-banking subsidiaries, operated 1,134 banking centers, of which 792 were owned, 231 were leased and 111 for which the buildings are owned but the land is leased. The banking centers are located in the states of Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Georgia, North Carolina and South Carolina. The Bancorp's significant owned properties are owned free from mortgages and major encumbrances.

ITEM 3. LEGAL PROCEEDINGS

Refer to Note 20 of the Notes to Consolidated Financial Statements in Part II, Item 8 of this report for information regarding legal proceedings, which is incorporated herein by reference.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

INFORMATION ABOUT OUR EXECUTIVE OFFICERS

Officers are appointed annually by the Board of Directors at the meeting of Directors immediately following the Annual Meeting of Shareholders. The names, ages and positions of the Executive Officers of the Bancorp as of February 26, 2021 are listed below along with their business experience during the past five years:

Greg D. Carmichael, 59. Chairman of the Board since February 2018 and Chief Executive Officer of the Bancorp since November 2015. Previously, Mr. Carmichael was President of the Bancorp from September 2012 to October 2020, Chief Operating Officer of the Bancorp from June 2006 to August 2015, Executive Vice President of the Bancorp from June 2006 to September 2012 and Chief Information Officer of the Bancorp from June 2003 to June 2006.

Lars C. Anderson, 59. Executive Vice President and Vice Chairman of Commercial Banking Strategic Growth Initiatives since January 2020. Previously, Mr. Anderson was Executive Vice President and Chief Operating Officer of the Bancorp from August 2015 to January 2020. Mr. Anderson was Vice Chairman of Comerica Incorporated and Comerica Bank from December 2010 to August 2015.

Kristine R. Garrett, 62, Executive Vice President and Head of Wealth & Asset Management since November 2020. Previously she was Senior Vice President and Head of Wealth & Asset Management from July 2019 to November 2020 and Head of Fifth Third Private Bank from October 2017 until July 2019. Previously, she was President of Private Wealth in Chicago at CIBC U.S. from 2009 to 2017.

Howard Hammond, 55, Executive Vice President and Head of Consumer Bank since February 2021. Previously, he was Senior Vice President and Head of Retail Banking and Retail Brokerage from April 2020 through February 2021, Head of Retail and Brokerage Distribution from June 2019 through April 2020, and Head Managing Director of Fifth Third Securities from March 2006 through June 2019.

Mark D. Hazel, 55. Senior Vice President and Controller of the Bancorp since February 2010. Prior to that, Mr. Hazel was the Assistant Bancorp Controller since 2006 and was the Controller of Nonbank entities since 2003.

Margaret B. Jula, 53, Executive Vice President and Chief Human Resource Officer since November 2020. Previously, Ms. Jula was Senior Vice President and Director of Business Controls for Human Capital from July 2014 to November 2020. Prior to that, she held various positions in Fifth Third’s human capital organization.

Kevin P. Lavender, 59. Executive Vice President and Head of Commercial Banking of the Bancorp since January 2020. Mr. Lavender has been Executive Vice President of the Bank since 2016 and was the Head of Corporate Banking from 2016 to January 2020. Previously, Mr. Lavender was Senior Vice President and Managing Director of Large Corporate and Specialized Lending from January 2009 to 2016 and the Senior Vice President and Head of National Healthcare Lending from December 2005 to January 2009.

James C. Leonard, 51. Executive Vice President and Chief Financial Officer since November 2020. Mr. Leonard has been an Executive Vice President of the Bancorp since September 2015. Previously, Mr. Leonard was Chief Risk Officer from February 2020 to November 2020, Treasurer of the Bancorp from October 2013 to January 2020, Senior Vice President from October 2013 to September 2015, the Director of Business Planning and Analysis from 2006 to 2013 and the Chief Financial Officer of the Commercial Banking Division from 2001 to 2006.

Jude A. Schramm, 48. Executive Vice President and Chief Information Officer since March 2018. Previously, Mr. Schramm served as Chief Information Officer for GE Aviation and held various positions at GE beginning in 2001.

Robert P. Shaffer, 51. Executive Vice President and Chief Risk Officer since November 2020. Previously, Mr. Shaffer was Chief Human Resource Officer from February 2017 to November 2020 and Chief Auditor from August 2007 to February 2017. He was named Executive Vice President in 2010 and Senior Vice President in 2004. Prior to that, he held various positions within Fifth Third’s audit division.

Timothy N. Spence, 42. President since October 2020. Previously, Mr. Spence was Executive Vice President and Head of Consumer Bank, Payments, and Strategy of the Bancorp from August 2018 to October 2020, Head of Payments, Strategy and Digital Solutions from 2017 to 2020, and Chief Strategy Officer of the Bancorp from September 2015 to October 2020. He also previously served as a senior partner in the Financial Services practice at Oliver Wyman since 2006, a global strategy and risk management consulting firm.

Richard L. Stein, 51, Executive Vice President and Chief Credit Officer since November 2020. Mr. Stein has been an Executive Vice President of the Bancorp since April 2016. Previously, Mr. Stein was Chief Credit Officer from March 2018 through November 2020, Head of the Commercial Bank from March 2016 through March 2018 and Senior Vice President and Chief Credit Officer from November 2014 through March 2016.

Melissa S. Stevens, 46, Executive Vice President and Chief Digital Officer and Head of Digital, Marketing, Design and Innovation since November 2020. Previously, Ms. Stevens served as Senior Vice President, Chief Digital Officer, and Head of Omnichannel Banking Experiences, Design, and Innovation from May 2016 through November 2020. Prior to joining Fifth Third, she served in several senior management positions at Citigroup, including Chief Operating Officer and Managing Director of Citi FinTech from November 2015 through April 2016.

Susan B. Zaunbrecher, 61. Executive Vice President and Chief Legal Officer of the Bancorp since May 2018. Previously, Ms. Zaunbrecher was a partner at the law firm Dinsmore and Shohl LLP, where she practiced for 28 years and served as the Chair of the Corporate Department and a member of the firm's board of directors and executive committee.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

The Bancorp's common stock is traded in the over-the-counter market and is listed under the symbol "FITB" on the NASDAQ® Global Select Market System.

See a discussion of dividend limitations that the subsidiaries can pay to the Bancorp discussed in Note 4 of the Notes to Consolidated Financial Statements, which is incorporated herein by reference. Additionally, as of December 31, 2020, the Bancorp had 36,824 shareholders of record.

Issuer Purchases of Equity Securities

Period	Total Number of Shares Purchased[(a)]	Average Price Paid Per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares that May Yet be Purchased Under the Plans or Programs
October 2020	44,736	$ 22.91	—	76,437,348
November 2020	129,978	25.27	—	76,437,348
December 2020	97,521	26.80	—	76,437,348
Total	272,235	$ 25.43	—	76,437,348

(a) *Shares repurchased during the fourth quarter of 2020 were in connection with various employee compensation plans of the Bancorp. These purchases do not count against the maximum number of shares that may yet be purchased under the Board of Directors' authorization.*

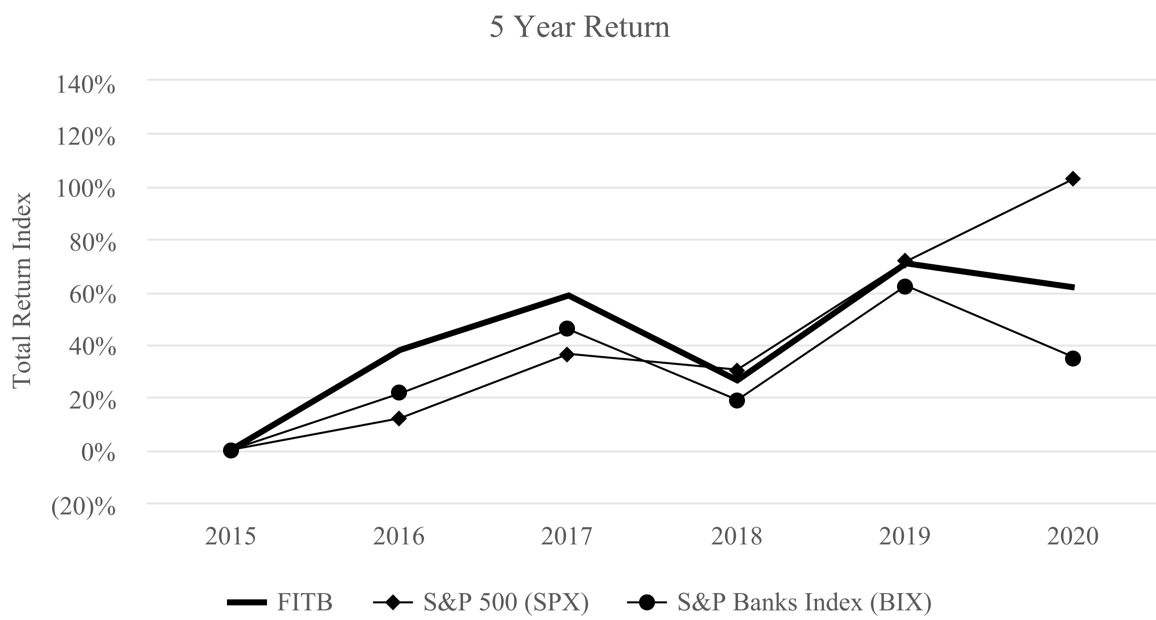
See further discussion on share repurchase transactions and stock-based compensation in Note 25 and Note 26 of the Notes to Consolidated Financial Statements, which is incorporated herein by reference.

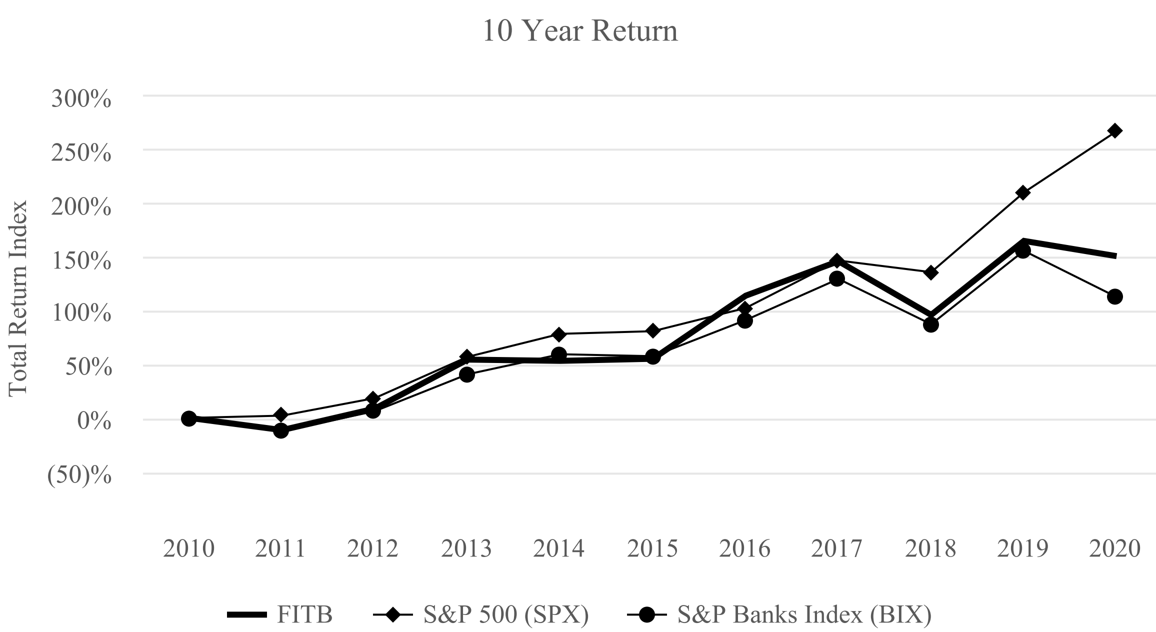
The following performance graphs do not constitute soliciting material and should not be deemed filed or incorporated by reference into any other Company filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except to the extent the Bancorp specifically incorporates the performance graphs by reference therein.

Total Return Analysis

The graphs below summarize the cumulative return experienced by the Bancorp's shareholders over the five and ten year periods ended December 31, 2020, respectively, compared to the S&P 500 Stock and the S&P Banks indices.

FIFTH THIRD BANCORP VS. MARKET INDICES





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FINANCIAL CONTENTS

GLOSSARY OF ABBREVIATIONS AND ACRONYMS

Fifth Third Bancorp provides the following list of abbreviations and acronyms as a tool for the reader that are used in Management's Discussion and Analysis of Financial Condition and Results of Operations, the Consolidated Financial Statements and the Notes to Consolidated Financial Statements.

ACL: Allowance for Credit Losses
AFS: Available For Sale
ALCO: Asset Liability Management Committee
ALLL: Allowance for Loan and Lease Losses
AOCI: Accumulated Other Comprehensive Income (Loss)
APR: Annual Percentage Rate
ARM: Adjustable Rate Mortgage
ASC: Accounting Standards Codification
ASU: Accounting Standards Update
ATM: Automated Teller Machine
BHC: Bank Holding Company
BOLI: Bank Owned Life Insurance
bps: Basis Points
CARES: Coronavirus Aid, Relief and Economic Security
CCAR: Comprehensive Capital Analysis and Review
CDC: Fifth Third Community Development Corporation
CECL: Current Expected Credit Loss
CET1: Common Equity Tier 1
CFPB: United States Consumer Financial Protection Bureau
C&I: Commercial and Industrial
DCF: Discounted Cash Flow
DTCC: Depository Trust & Clearing Corporation
DTI: Debt-to-Income Ratio
ERM: Enterprise Risk Management
ERMC: Enterprise Risk Management Committee
EVE: Economic Value of Equity
FASB: Financial Accounting Standards Board
FDIC: Federal Deposit Insurance Corporation
FHA: Federal Housing Administration
FHLB: Federal Home Loan Bank
FHLMC: Federal Home Loan Mortgage Corporation
FICO: Fair Isaac Corporation (credit rating)
FINRA: Financial Industry Regulatory Authority
FNMA: Federal National Mortgage Association
FOMC: Federal Open Market Committee
FRB: Federal Reserve Bank
FTE: Fully Taxable Equivalent
FTP: Funds Transfer Pricing
FTS: Fifth Third Securities
GDP: Gross Domestic Product
GNMA: Government National Mortgage Association
GSE: United States Government Sponsored Enterprise
HTM: Held-To-Maturity
IPO: Initial Public Offering
IRC: Internal Revenue Code
IRLC: Interest Rate Lock Commitment
IRS: Internal Revenue Service
ISDA: International Swaps and Derivatives Association, Inc.
LIBOR: London Interbank Offered Rate
LIHTC: Low-Income Housing Tax Credit
LLC: Limited Liability Company
LTV: Loan-to-Value Ratio
MD&A: Management's Discussion and Analysis of Financial Condition and Results of Operations
MSR: Mortgage Servicing Right
N/A: Not Applicable
NAV: Net Asset Value
NII: Net Interest Income
NM: Not Meaningful
OAS: Option-Adjusted Spread
OCC: Office of the Comptroller of the Currency
OCI: Other Comprehensive Income (Loss)
OREO: Other Real Estate Owned
OTTI: Other-Than-Temporary Impairment
PCI: Purchase Credit Impaired
PCD: Purchased Credit Deteriorated
PPP: Paycheck Protection Program
PSA: Performance Share Award
RCC: Risk Compliance Committee
ROU: Right-of-Use
RSA: Restricted Stock Award
RSU: Restricted Stock Unit
SAR: Stock Appreciation Right
SBA: Small Business Administration
SEC: United States Securities and Exchange Commission
SOFR: Secured Overnight Financing Rate
TBA: To Be Announced
TDR: Troubled Debt Restructuring
TILA: Truth in Lending Act
TRA: Tax Receivable Agreement
TruPS: Trust Preferred Securities
U.S.: United States of America
USD: United States Dollar
U.S. GAAP: United States Generally Accepted Accounting Principles
VA: United States Department of Veterans Affairs
VIE: Variable Interest Entity
VRDN: Variable Rate Demand Note

SELECTED FINANCIAL DATA

ITEM 6. SELECTED FINANCIAL DATA

As of and for the years ended December 31 ($ in millions, except for per share data)		2020	2019	2018	2017	2016
Income Statement Data						
Net interest income (U.S. GAAP)	$	**4,782**	4,797	4,140	3,798	3,615
Net interest income (FTE)[(a)(b)]		**4,795**	4,814	4,156	3,824	3,640
Noninterest income		**2,830**	3,536	2,790	3,224	2,696
Total revenue (FTE)[(a)(b)]		**7,625**	8,350	6,946	7,048	6,336
Provision for credit losses[(c)]		**1,097**	471	207	261	366
Noninterest expense		**4,718**	4,660	3,958	3,782	3,737
Net income		**1,427**	2,512	2,193	2,180	1,543
Net income available to common shareholders		**1,323**	2,419	2,118	2,105	1,472
Common Share Data						
Earnings per share - basic	$	**1.84**	3.38	3.11	2.86	1.92
Earnings per share - diluted		**1.83**	3.33	3.06	2.81	1.91
Cash dividends declared per common share		**1.08**	0.94	0.74	0.60	0.53
Book value per share		**29.46**	27.41	23.07	21.43	19.62
Market value per share		**27.57**	30.74	23.53	30.34	26.97
Financial Ratios						
Return on average assets		**0.73 %**	1.53	1.54	1.55	1.09
Return on average common equity		**6.4**	13.1	14.5	13.9	9.7
Return on average tangible common equity[(b)]		**8.4**	17.1	17.5	16.6	11.6
Dividend payout		**58.7**	27.8	23.8	21.0	27.6
Average total Bancorp shareholders' equity as a percent of average assets		**11.61**	12.14	11.23	11.69	11.57
Tangible common equity as a percent of tangible assets (excluding AOCI)[(b)]		**7.11**	8.44	8.71	8.83	8.77
Net interest margin[(a)(b)]		**2.78**	3.31	3.22	3.03	2.88
Net interest rate spread[(a)(b)]		**2.57**	2.92	2.87	2.76	2.66
Efficiency[(a)(b)]		**61.9**	55.8	57.0	53.7	59.0
Credit Quality						
Net losses charged-off	$	**471**	369	330	298	362
Net losses charged-off as a percent of average portfolio loans and leases		**0.42 %**	0.35	0.35	0.32	0.39
ALLL as a percent of portfolio loans and leases		**2.25**	1.10	1.16	1.30	1.36
ACL as a percent of portfolio loans and leases[(d)]		**2.41**	1.23	1.30	1.48	1.54
Nonperforming portfolio assets as a percent of portfolio loans and leases and OREO		**0.79**	0.62	0.41	0.53	0.80
Average Balances						
Loans and leases, including held for sale	$	**114,411**	107,794	93,876	92,731	94,320
Securities and other short-term investments		**58,277**	37,610	35,029	33,562	31,965
Total assets		**194,230**	163,936	142,183	140,527	142,173
Transaction deposits[(e)]		**140,505**	111,130	97,914	96,052	95,371
Core deposits[(f)]		**144,623**	116,600	102,020	99,823	99,381
Wholesale funding[(g)]		**21,506**	22,451	20,573	20,360	21,813
Bancorp shareholders' equity		**22,555**	19,902	15,970	16,424	16,453
Regulatory Capital[(h)]						
CET1 capital		**10.34 %**	9.75	10.24	10.61	10.39
Tier I risk-based capital		**11.83**	10.99	11.32	11.74	11.50
Total risk-based capital		**15.08**	13.84	14.48	15.16	15.02
Tier I leverage		**8.49**	9.54	9.72	10.01	9.90

(a) Amounts presented on an FTE basis. The FTE adjustment for the years ended December 31, 2020, 2019, 2018, 2017, and 2016 was $13, $17, $16, $26 and $25, respectively.
(b) These are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.
(c) The provision for credit losses is the sum of the provision for loan and lease losses and the provision for (benefit from) the reserve for unfunded commitments.
(d) The ACL is the sum of the ALLL and the reserve for unfunded commitments.
(e) Includes demand deposits, interest checking deposits, savings deposits, money market deposits and foreign office deposits.
(f) Includes transaction deposits and other time deposits.
(g) Includes certificates $100,000 and over, other deposits, federal funds purchased, other short-term borrowings and long-term debt.
(h) Regulatory capital ratios as of December 31, 2020 are calculated pursuant to the five-year transition provision option to phase in the effects of CECL on regulatory capital.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following is Management's Discussion and Analysis of Financial Condition and Results of Operations of certain significant factors that have affected Fifth Third Bancorp's (the "Bancorp" or "Fifth Third") financial condition and results of operations during the periods included in the Consolidated Financial Statements, which are a part of this filing. Reference to the Bancorp incorporates the parent holding company and all consolidated subsidiaries. The Bancorp's banking subsidiary is referred to as the Bank.

OVERVIEW

This overview of MD&A highlights selected information in the financial results of the Bancorp and may not contain all of the information that is important to you. For a more complete understanding of trends, events, commitments, uncertainties, liquidity, capital resources and critical accounting policies and estimates, you should carefully read this entire document. Each of these items could have an impact on the Bancorp's financial condition, results of operations and cash flows. In addition, refer to the Glossary of Abbreviations and Acronyms in this report for a list of terms included as a tool for the reader of this Annual Report on Form 10-K. The abbreviations and acronyms identified therein are used throughout this MD&A, as well as the Consolidated Financial Statements and Notes to Consolidated Financial Statements.

Net interest income, net interest margin, net interest rate spread and the efficiency ratio are presented in MD&A on an FTE basis. The FTE basis adjusts for the tax-favored status of income from certain loans and securities held by the Bancorp that are not taxable for federal income tax purposes. The Bancorp believes this presentation to be the preferred industry measurement of net interest income as it provides a relevant comparison between taxable and non-taxable amounts. The FTE basis for presenting net interest income is a non-GAAP measure. For further information, refer to the Non-GAAP Financial Measures section of MD&A.

The Bancorp's revenues are dependent on both net interest income and noninterest income. For the year ended December 31, 2020, net interest income on an FTE basis and noninterest income provided 63% and 37% of total revenue, respectively. The Bancorp derives the majority of its revenues within the U.S. from customers domiciled in the U.S. Revenue from foreign countries and external customers domiciled in foreign countries was immaterial to the Consolidated Financial Statements for the year ended December 31, 2020. Changes in interest rates, credit quality, economic trends and the capital markets are primary factors that drive the performance of the Bancorp. As discussed later in the Risk Management section of MD&A, risk identification, measurement, monitoring, control and reporting are important to the management of risk and to the financial performance and capital strength of the Bancorp.

Net interest income is the difference between interest income earned on assets such as loans, leases and securities, and interest expense incurred on liabilities such as deposits, other short-term borrowings and long-term debt. Net interest income is affected by the general level of interest rates, the relative level of short-term and long-term interest rates, changes in interest rates and changes in the amount and composition of interest-earning assets and interest-bearing liabilities. Generally, the rates of interest the Bancorp earns on its assets and pays on its liabilities are established for a period of time. The change in market interest rates over time exposes the Bancorp to interest rate risk through potential adverse changes to net interest income and financial position. The Bancorp manages this risk by continually analyzing and adjusting the composition of its assets and liabilities based on their payment streams and interest rates, the timing of their maturities and their sensitivity to changes in market interest rates. Additionally, in the ordinary course of business, the Bancorp enters into certain derivative transactions as part of its overall strategy to manage its interest rate and prepayment risks. The Bancorp is also exposed to the risk of loss on its loan and lease portfolio as a result of changing expected cash flows caused by borrower credit events, such as loan defaults and inadequate collateral.

Noninterest income is derived from service charges on deposits, commercial banking revenue, wealth and asset management revenue, card and processing revenue, mortgage banking net revenue, leasing business revenue, other noninterest income and net securities gains or losses. Noninterest expense includes compensation and benefits, technology and communications costs, net occupancy expense, leasing business expense, equipment expense, card and processing expense, marketing expense and other noninterest expense.

COVID-19 Global Pandemic

The COVID-19 pandemic has introduced significant economic uncertainty during the year ended December 31, 2020. To address concerns that COVID-19 may overwhelm the health care system, states across the U.S. declared lockdowns that restricted social gatherings and ordered temporary closures of businesses deemed non-essential. Despite the partial lifting of these measures in some of the states in the Bancorp's geographic footprint, the recent fluctuations in the number of COVID-19 cases mean that it remains unknown when there will be a return to normal economic activity. During the year ended December 31, 2020, the Bancorp observed the impact of the pandemic on its business. The decline of asset prices, reduction in interest rates, widening of credit spreads, borrower and counterparty credit deterioration and market volatility had the most immediate negative impacts on current performance. Although the Bancorp is unable to estimate the extent of the impact, the continuing pandemic and related global economic crisis will adversely impact its future operating results.

As the cases of COVID-19 continued to rise, the disruption in the financial markets led the FRB to enact unprecedented policies to offset forced liquidations and restore liquidity in the financial markets. The FRB cut rates to the zero lower bound, announced unlimited purchases of treasuries along with agency mortgage-backed securities and commercial mortgage-backed securities, and established several facilities designed to support the smooth functioning of credit markets.

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

Government Response to the COVID-19 Pandemic

Congress, the FRB and the other U.S. state and federal financial regulatory agencies have taken actions to mitigate disruptions to economic activity and financial stability resulting from the COVID-19 pandemic. The descriptions below summarize certain significant government actions taken in response to the COVID-19 pandemic. The descriptions are qualified in their entirety by reference to the particular statutory or regulatory provisions or government programs summarized.

The CARES Act

The Coronavirus Aid, Relief and Economic Security ("CARES") Act was signed into law on March 27, 2020 and has subsequently been amended several times, including by the Consolidated Appropriations Act, 2021. Among other provisions, the CARES Act includes funding for the SBA to expand lending, relief from certain U.S. GAAP requirements to allow COVID-19-related loan modifications to not be categorized as TDRs and a range of incentives to encourage deferment, forbearance or modification of consumer credit and mortgage contracts. One of the key CARES Act programs is the Paycheck Protection Program, which has temporarily expanded the SBA's business loan guarantee program. Paycheck Protection Program loans are available to a broader range of entities than ordinary SBA loans, require deferral of principal and interest repayment, and the loan may be forgiven if the borrower demonstrates that the loan proceeds were used for qualified payroll costs and certain other expenses. The Paycheck Protection Program was expanded to permit a second round of funding, including for certain borrowers who have already received a PPP loan, subject to certain conditions.

The CARES Act contains additional protections for homeowners and renters of properties with federally-backed mortgages, including a 60-day moratorium on the initiation of foreclosure proceedings beginning on March 18, 2020 and a 120-day moratorium on initiating eviction proceedings effective March 27, 2020. Borrowers of federally-backed mortgages have the right under the CARES Act to request up to 360 days of forbearance on their mortgage payments if they experience financial hardship directly or indirectly due to the COVID-19 public health emergency. The Federal Housing Administration, Fannie Mae and Freddie Mac have independently extended their moratorium on foreclosures and evictions for single-family federally backed mortgages until at least June 30, 2021.

Also pursuant to the CARES Act, the U.S. Treasury has the authority to provide loans, guarantees and other investments in support of eligible businesses, states and municipalities affected by the economic effects of COVID-19. Some of these funds have been used to support several FRB programs and facilities described below or additional programs or facilities that are established by its authority under Section 13(3) of the Federal Reserve Act which meet certain criteria.

FRB Actions

The FRB has taken a range of actions to support the flow of credit to households and businesses. For example, on March 15, 2020, the FRB reduced the target range for the federal funds rate to 0 to 0.25% and announced that it would increase its holdings of U.S. Treasury securities and agency mortgage-backed securities and begin purchasing agency commercial mortgage-backed securities. The FRB has also encouraged depository institutions to borrow from the discount window and has lowered the primary credit rate for such borrowing by 150 basis points while extending the term of such loans up to 90 days. Reserve requirements have been reduced to zero as of March 26, 2020.

In addition, the FRB established a range of facilities and programs to support the U.S. economy and U.S. marketplace participants in response to economic disruptions associated with COVID-19. Through these facilities and programs, the FRB, relying on its authority under Section 13(3) of the Federal Reserve Act, has taken steps to directly or indirectly purchase assets from, or make loans to, U.S. companies, financial institutions, municipalities and other market participants.

FRB facilities and programs that expired as of December 31, 2020 included:

- Main Street New Loan Facility, a Main Street Priority Loan Facility, and a Main Street Expanded Loan Facility to purchase loan participations, under specified conditions, from banks lending to small and medium U.S. businesses;
- Primary Market Corporate Credit Facility to purchase corporate bonds directly from, or make loans directly to, eligible participants;
- Secondary Market Corporate Credit Facility to purchase corporate bonds trading in secondary markets, including from exchange-traded funds, that were issued by eligible participants;
- Term Asset-Backed Securities Loan Facility to make loans secured by asset-backed securities; and
- Municipal Liquidity Facility to purchase bonds directly from U.S. state, city and county issuers.

FRB facilities and programs that remain active include:

- Paycheck Protection Program Liquidity Facility to provide financing related to Paycheck Protection Program loans made by banks;
- Primary Dealer Credit Facility to provide liquidity to primary dealers through a secured lending facility;
- Commercial Paper Funding Facility to purchase the commercial paper of certain U.S. issuers; and
- Money Market Mutual Fund Liquidity Facility to purchase certain assets from, or make loans to, financial institutions providing financing to eligible money market mutual funds.

For commercial and consumer customers, Fifth Third has provided a host of relief options, including loan covenant relief, loan maturity extensions, payment deferrals, forbearances and fee waivers.

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

Paycheck Protection Program

As previously discussed, the Bancorp is participating in the SBA's Paycheck Protection Program which was created by the CARES Act on March 27, 2020. As of December 31, 2020, the Bancorp held approximately 24,000 loans with a carrying amount of $4.8 billion under the program.

For further discussion on Fifth Third's hardship relief programs as a result of the COVID-19 pandemic, refer to the Credit Risk Management subsection of the Risk Management section of MD&A and Note 1 of the Notes to Consolidated Financial Statements.

Senior Notes Offerings

On January 31, 2020, the Bank issued and sold, under its bank notes program, $1.25 billion in aggregate principal amount of senior fixed-rate notes. The bank notes consisted of $650 million of 1.80% senior fixed-rate notes, with a maturity of three years, due on January 30, 2023; and $600 million of 2.25% senior fixed-rate notes, with a maturity of seven years, due on February 1, 2027.

On May 5, 2020, the Bancorp issued and sold $1.25 billion in aggregate principal amount of senior fixed-rate notes. The notes consisted of $500 million of 1.625% senior fixed-rate notes, with a maturity of three years, due on May 5, 2023; and $750 million of 2.55% senior fixed-rate notes, with a maturity of seven years, due on May 5, 2027.

For more information on the senior notes offerings, including disclosure on the redemption options, refer to Note 18 of the Notes to Consolidated Financial Statements.

Preferred Stock Offering

On July 30, 2020, the Bancorp issued in a registered public offering 350,000 depositary shares, representing 14,000 shares of 4.50% fixed-rate reset non-cumulative perpetual preferred stock, Series L, for net proceeds of approximately $346 million. Each preferred share has a $25,000 liquidation preference.

For more information on the preferred stock offering, including disclosure on the redemption options, refer to Note 25 of the Notes to Consolidated Financial Statements.

LIBOR Transition

In July 2017, the Chief Executive of the United Kingdom Financial Conduct Authority (the "FCA"), which regulates LIBOR, announced that FCA will stop persuading or compelling banks to submit rates for the calculation of LIBOR to the administrator of LIBOR after 2021. Since then, central banks around the world, including the Federal Reserve, have commissioned working groups of market participants and official sector representatives with the goal of finding suitable replacements for LIBOR. The Bancorp has substantial exposure to LIBOR-based products within its commercial lending, commercial deposits, business banking, consumer lending and capital markets lines of business as well as corporate treasury function. It is expected that a transition away from the widespread use of LIBOR to alternative reference rates for new financial contracts will occur by the end of 2021. On November 30, 2020, the Federal Reserve, OCC, and FDIC issued a public statement that the administrator of LIBOR announced it will consult on an extension of publication of certain U.S. Dollar ("USD") LIBOR tenors until June 30, 2023, which would allow additional legacy USD LIBOR contracts to mature before the succession of LIBOR. The administrator has not yet announced the results of its consultation. Although the full impact of LIBOR reforms and actions remains unclear, the Bancorp continues to prepare to transition from LIBOR to these alternative reference rates. In the United States, it is likely that LIBOR-priced transactions and products will transfer to the Secured Overnight Financing Rate ("SOFR"). There are risks inherent with the transition to any alternative rate such as SOFR as the rates may behave differently than LIBOR in reaction to monetary, market and economic events.

The Bancorp's LIBOR transition plan is organized around key work streams, including continued engagement with central banks and industry working groups and regulators, active client engagement, comprehensive review of legacy documentation, internal operational and technological readiness, and risk management, among other things, to facilitate the transition to alternative reference rates.

For a further discussion of the various risks the Bancorp faces in connection with the expected replacement of LIBOR on its operations, see "Risk Factors—Market Risks—The replacement of LIBOR could adversely affect Fifth Third's revenue or expenses and the value of those assets or obligations." in Item 1A. Risk Factors of this Annual Report on Form 10-K.

Key Performance Indicators

The Bancorp, as a banking institution, utilizes various key indicators of financial condition and operating results in managing and monitoring the performance of the business. In addition to traditional financial metrics, such as revenue and expense trends, the Bancorp monitors other financial measures that assist in evaluating growth trends, capital strength and operational efficiencies. The Bancorp analyzes these key performance indicators against its past performance, its forecasted performance and with the performance of its peer banking institutions. These indicators may change from time to time as the operating environment and businesses change.

The following are key performance indicators used by management to make operating decisions and evaluate capital utilization:

- CET1 Capital Ratio: CET1 capital divided by risk-weighted assets as defined by the Basel III standardized approach to risk-weighting of assets

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- Return on Average Tangible Common Equity (non-GAAP): Tangible net income available to common shareholders divided by average tangible common equity
- Efficiency Ratio: Noninterest expense divided by the sum of net interest income on an FTE basis (non-GAAP) and noninterest income
- Earnings Per Share, Diluted: Net income allocated to common shareholders divided by average common shares outstanding after the effect of dilutive stock-based awards
- Nonperforming Portfolio Assets Ratio: Nonperforming portfolio assets divided by portfolio loans and leases and OREO
- Return on Average Assets: Net income divided by average assets
- Loan-to-Deposit Ratio: Total loans divided by total deposits

TABLE 1: Condensed Consolidated Statements of Income

For the years ended December 31 ($ in millions, except per share data)		**2020**	2019	2018	2017	2016
Interest income (FTE)[(a)]	$	**5,585**	6,271	5,199	4,515	4,218
Interest expense		**790**	1,457	1,043	691	578
Net Interest Income (FTE)[(a)]		**4,795**	4,814	4,156	3,824	3,640
Provision for credit losses		**1,097**	471	207	261	366
Net Interest Income After Provision for Credit Losses (FTE)[(a)]		**3,698**	4,343	3,949	3,563	3,274
Noninterest income		**2,830**	3,536	2,790	3,224	2,696
Noninterest expense		**4,718**	4,660	3,958	3,782	3,737
Income Before Income Taxes (FTE)[(a)]		**1,810**	3,219	2,781	3,005	2,233
Fully taxable equivalent adjustment		**13**	17	16	26	25
Applicable income tax expense		**370**	690	572	799	665
Net Income		**1,427**	2,512	2,193	2,180	1,543
Less: Net income attributable to noncontrolling interests		**—**	—	—	—	(4)
Net Income Attributable to Bancorp		**1,427**	2,512	2,193	2,180	1,547
Dividends on preferred stock		**104**	93	75	75	75
Net Income Available to Common Shareholders	$	**1,323**	2,419	2,118	2,105	1,472
Earnings per share - basic	$	**1.84**	3.38	3.11	2.86	1.92
Earnings per share - diluted	$	**1.83**	3.33	3.06	2.81	1.91
Cash dividends declared per common share	$	**1.08**	0.94	0.74	0.60	0.53

(a) These are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.

Earnings Summary

The Bancorp’s net income available to common shareholders for the year ended December 31, 2020 was $1.3 billion, or $1.83 per diluted share, which was net of $104 million in preferred stock dividends. The Bancorp’s net income available to common shareholders for the year ended December 31, 2019 was $2.4 billion, or $3.33 per diluted share, which was net of $93 million in preferred stock dividends.

Net interest income on an FTE basis (non-GAAP) was $4.8 billion for both the years ended December 31, 2020 and 2019. Net interest income was negatively impacted by decreases in yields on average interest-earning assets of 108 bps. The decreases in yields on average interest-earning assets were primarily driven by lower yields on total average loans and leases primarily as a result of decreases in yields on average commercial and industrial loans, average commercial mortgage loans, average commercial construction loans and average home equity of 98 bps, 127 bps, 172 bps and 126 bps, respectively, from the year ended December 31, 2019. The decrease in yields on total average loans and leases for the year ended December 31, 2020 was primarily due to a decrease in market rates, impacting the Bancorp’s portfolios of floating interest rate loans, which are primarily LIBOR- and Prime-based. Net interest income was also negatively impacted by increases in average interest checking deposits and average money market deposits of $10.2 billion and $4.0 billion, respectively, from the year ended December 31, 2019. These negative impacts were partially offset by decreases in rates paid on average interest-bearing liabilities of 73 bps. The decreases in rates paid on average interest-bearing liabilities were primarily driven by decreases in rates paid on average interest checking deposits, average money market deposits and average long-term debt of 81 bps, 76 bps and 48 bps, respectively, from the year ended December 31, 2019. Net interest income also benefited from increases in average commercial and industrial loans, average indirect secured consumer loans and average commercial mortgage loans of $3.6 billion, $2.1 billion and $1.1 billion, respectively, from the year ended December 31, 2019. Net interest income for the year ended December 31, 2020 compared to the year ended December 31, 2019 was adversely impacted by lower market interest rates due to the FOMC decisions to lower the target range of the federal funds rate and the Federal Reserve's bond purchase programs. During the years ended December 31, 2020 and 2019, net interest income included $57 million and $65 million, respectively, of amortization and accretion of premiums and discounts on acquired loans and leases and assumed deposits and long-term debt from acquisitions. Net interest margin on an FTE basis (non-GAAP) was 2.78% for the year ended December 31, 2020 compared to 3.31% for the year ended December 31, 2019.

Effective January 1, 2020, the Bancorp adopted ASU 2016-13 which established a new approach for estimating credit losses on certain types of financial instruments. The Bancorp recognized an initial increase to the ACL of approximately $653 million upon adoption of ASU 2016-13 on January 1, 2020, which included $171 million from the non-PCD loan portfolio resulting from the MB Financial, Inc. acquisition. The provision for credit losses was $1.1 billion for the year ended December 31, 2020 compared to $471 million for the prior year. The increase in provision expense for the year ended December 31, 2020 compared to the prior year was primarily due to an increase in the ACL reflecting deterioration in the macroeconomic environment as a result of the impact of the COVID-19 pandemic and the resulting impact of this environment on commercial borrowers as reflected in increased levels of commercial criticized assets. The increase in the provision for credit losses also reflected the impact of the change in methodology for estimating credit losses from the incurred loss methodology to the expected credit loss methodology beginning in the first quarter of 2020. Net losses charged off as a percent of average portfolio loans and leases were 0.42% and 0.35% for the years ended December 31, 2020 and 2019, respectively. At December 31, 2020, nonperforming portfolio assets as a percent of portfolio loans and leases and OREO increased to 0.79% compared to 0.62% at December 31, 2019. For further discussion on credit quality refer to the Credit Risk Management subsection of the Risk Management section of MD&A as well as Note 7 of the Notes to Consolidated Financial Statements.

Noninterest income decreased $706 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to a decrease in other noninterest income, partially offset by increases in commercial banking revenue, wealth and asset management revenue and mortgage banking net revenue. Other noninterest income decreased $853 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to the $562 million gain on sale of Worldpay, Inc. shares recognized during the first quarter of 2019 and a decrease of $272 million in the income from the TRA associated with Worldpay, Inc primarily driven by a $345 million gain recognized in the fourth quarter of 2019 from the Worldpay, Inc. TRA transaction. Commercial banking revenue increased $68 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by increases in institutional sales and bridge fees of $68 million and $10 million, respectively, partially offset by a decrease in loan syndication fees of $20 million. Wealth and asset management revenue increased $33 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to increases of $16 million in both private client service fees and broker income. Mortgage banking net revenue increased $33 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to an increase of $140 million in origination fees and gains on loan sales, partially offset by an increase of $103 million in net negative valuation adjustments.

Noninterest expense increased $58 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to an increase in compensation and benefits expense, partially offset by decreases in technology and communications expense and marketing expense. The Bancorp recognized $16 million of merger-related expenses related to the MB Financial, Inc. acquisition for the year ended December 31, 2020 compared to $222 million for the year ended December 31, 2019. Compensation and benefits expense increased $172 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to strategic hiring and the impact of raising the Bancorp’s minimum wage in the fourth quarter of 2019, as well as increases in incentive compensation driven by strong performance in fees related to business growth during the year ended December 31, 2020. Technology and communications expense decreased $60 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by decreased integration and conversion costs related to the acquisition of MB Financial, Inc. Marketing expense decreased $58 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to the impact of the COVID-19 pandemic, which resulted in a pause or slowdown in numerous marketing campaigns, including running less advertising as well as the suspension of cash bonus and other account acquisition programs.

For more information on net interest income, noninterest income and noninterest expense, refer to the Statements of Income Analysis section of MD&A.

Capital Summary

The Bancorp calculated its regulatory capital ratios under the Basel III standardized approach to risk-weighting of assets and pursuant to the five-year transition provision option to phase in the effects of CECL on regulatory capital as of December 31, 2020. As of December 31, 2020, the Bancorp’s capital ratios, as defined by the U.S. banking agencies, were:

- CET1 capital ratio: 10.34%;
- Tier I risk-based capital ratio: 11.83%;
- Total risk-based capital ratio: 15.08%;
- Tier I leverage ratio: 8.49%

NON-GAAP FINANCIAL MEASURES

The following are non-GAAP financial measures which provide useful insight to the reader of the Consolidated Financial Statements but should be supplemental to primary U.S. GAAP measures and should not be read in isolation or relied upon as a substitute for the primary U.S. GAAP measures.

The FTE basis adjusts for the tax-favored status of income from certain loans and securities held by the Bancorp that are not taxable for federal income tax purposes. The Bancorp believes this presentation to be the preferred industry measurement of net interest income as it provides a relevant comparison between taxable and non-taxable amounts.

The following table reconciles the non-GAAP financial measures of net interest income on an FTE basis, interest income on an FTE basis, net interest margin, net interest rate spread and the efficiency ratio to U.S. GAAP:

TABLE 2: Non-GAAP Financial Measures - Financial Measures and Ratios on an FTE basis

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Net interest income (U.S. GAAP)	**$**	**4,782**	4,797	4,140
Add: FTE adjustment		**13**	17	16
Net interest income on an FTE basis (1)	**$**	**4,795**	4,814	4,156
Interest income (U.S. GAAP)	**$**	**5,572**	6,254	5,183
Add: FTE adjustment		**13**	17	16
Interest income on an FTE basis (2)	**$**	**5,585**	6,271	5,199
Interest expense (3)	**$**	**790**	1,457	1,043
Noninterest income (4)		**2,830**	3,536	2,790
Noninterest expense (5)		**4,718**	4,660	3,958
Average interest-earning assets (6)		**172,688**	145,404	128,905
Average interest-bearing liabilities (7)		**119,018**	104,708	89,959
Ratios:				
Net interest margin on an FTE basis (1) / (6)		**2.78 %**	3.31	3.22
Net interest rate spread on an FTE basis ((2) / (6)) - ((3) / (7))		**2.57**	2.92	2.87
Efficiency ratio on an FTE basis (5) / ((1) + (4))		**61.9**	55.8	57.0

The Bancorp believes return on average tangible common equity is an important measure for comparative purposes with other financial institutions, but is not defined under U.S. GAAP, and therefore is considered a non-GAAP financial measure. This measure is useful for evaluating the performance of a business as it calculates the return available to common shareholders without the impact of intangible assets and their related amortization.

The following table reconciles the non-GAAP financial measure of return on average tangible common equity to U.S. GAAP:

TABLE 3: Non-GAAP Financial Measures - Return on Average Tangible Common Equity

For the years ended December 31 ($ in millions)		**2020**	2019
Net income available to common shareholders (U.S. GAAP)	**$**	**1,323**	2,419
Add: Intangible amortization, net of tax		**38**	35
Tangible net income available to common shareholders (1)	**$**	**1,361**	2,454
Average Bancorp shareholders’ equity (U.S. GAAP)	**$**	**22,555**	19,902
Less: Average preferred stock		**1,916**	1,470
Average goodwill		**4,258**	3,888
Average intangible assets		**172**	169
Average tangible common equity (2)	**$**	**16,209**	14,375
Return on average tangible common equity (1) / (2)		**8.4 %**	17.1

The Bancorp considers various measures when evaluating capital utilization and adequacy, including the tangible equity ratio and tangible common equity ratio, in addition to capital ratios defined by the U.S. banking agencies. These calculations are intended to complement the capital ratios defined by the U.S. banking agencies for both absolute and comparative purposes. Because U.S. GAAP does not include capital ratio measures, the Bancorp believes there are no comparable U.S. GAAP financial measures to these ratios. These ratios are not formally defined by U.S. GAAP or codified in the federal banking regulations and, therefore, are considered to be non-GAAP financial measures. The Bancorp encourages readers to consider its Consolidated Financial Statements in their entirety and not to rely on any single financial measure.

The following table reconciles non-GAAP capital ratios to U.S. GAAP:

TABLE 4: Non-GAAP Financial Measures - Capital Ratios

As of December 31 ($ in millions)	**2020**	2019
Total Bancorp Shareholders' Equity (U.S. GAAP)	**$ 23,111**	21,203
Less: Preferred stock	**2,116**	1,770
Goodwill	**4,258**	4,252
Intangible assets	**139**	201
AOCI	**2,601**	1,192
Tangible common equity, excluding AOCI (1)	**13,997**	13,788
Add: Preferred stock	**2,116**	1,770
Tangible equity (2)	**$ 16,113**	15,558
Total Assets (U.S. GAAP)	**$ 204,680**	169,369
Less: Goodwill	**4,258**	4,252
Intangible assets	**139**	201
AOCI, before tax	**3,292**	1,509
Tangible assets, excluding AOCI (3)	**$ 196,991**	163,407
Ratios:		
Tangible equity as a percentage of tangible assets (2) / (3)	**8.18 %**	9.52
Tangible common equity as a percentage of tangible assets (1) / (3)	**7.11**	8.44

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

RECENT ACCOUNTING STANDARDS

Note 1 of the Notes to Consolidated Financial Statements provides a discussion of the significant new accounting standards applicable to the Bancorp during 2020 and the expected impact of significant accounting standards issued, but not yet required to be adopted.

CRITICAL ACCOUNTING POLICIES

The Bancorp's Consolidated Financial Statements are prepared in accordance with U.S. GAAP. Certain accounting policies require management to exercise judgment in determining methodologies, economic assumptions and estimates that may materially affect the Bancorp's financial position, results of operations and cash flows. The Bancorp's critical accounting policies include the accounting for the ALLL, reserve for unfunded commitments, valuation of servicing rights, fair value measurements, goodwill and legal contingencies. On January 1, 2020, the Bancorp adopted ASU 2016-13 ("Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments") and its related subsequent amendments, along with ASU 2017-04 ("Intangibles—Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment"). For additional information about these ASUs and their impacts on the Bancorp, refer to Note 1 of the Notes to Consolidated Financial Statements. As a result of the adoption of these ASUs, the accounting policies for the ALLL, reserve for unfunded commitments and goodwill have been updated as of January 1, 2020, and the related policies that were in effect for periods prior to January 1, 2020 are provided in the Critical Accounting Policies Applicable Prior to January 1, 2020 section below. There have been no other material changes to the valuation techniques or models described below during the year ended December 31, 2020.

ALLL

The Bancorp disaggregates its portfolio loans and leases into portfolio segments for purposes of determining the ALLL. The Bancorp's portfolio segments include commercial, residential mortgage and consumer. The Bancorp further disaggregates its portfolio segments into classes for purposes of monitoring and assessing credit quality based on certain risk characteristics. For an analysis of the Bancorp's ALLL by portfolio segment and credit quality information by class, refer to Note 7 of the Notes to Consolidated Financial Statements.

The Bancorp maintains the ALLL to absorb the amount of credit losses that are expected to be incurred over the remaining contractual terms of the related loans and leases. Contractual terms are adjusted for expected prepayments but are not extended for expected extensions, renewals or modifications except in circumstances where the Bancorp reasonably expects to execute a TDR with the borrower or where certain extension or renewal options are embedded in the original contract and not unconditionally cancellable by the Bancorp. Accrued interest receivable on loans is presented in the Consolidated Financial Statements as a component of other assets. When accrued interest is deemed to be uncollectible (typically when a loan is placed on nonaccrual status), interest income is reversed. The Bancorp follows established policies for placing loans on nonaccrual status, so uncollectible accrued interest receivable is reversed in a timely manner. As a result, the Bancorp has elected not to measure an allowance for credit losses for accrued interest receivable. For additional information on the Bancorp's accounting policies related to nonaccrual loans and leases, refer to Note 1 of the Notes to Consolidated Financial Statements.

Credit losses are charged and recoveries are credited to the ALLL. The ALLL is maintained at a level the Bancorp considers to be adequate and is based on ongoing quarterly assessments and evaluations of the collectability of loans and leases, including historical credit loss experience, current and forecasted market and economic conditions and consideration of various qualitative factors that, in management's judgment, deserve consideration in estimating expected credit losses. Provisions for credit losses are recorded for the amounts necessary to adjust the ALLL to the Bancorp's current estimate of expected credit losses on portfolio loans and leases. The Bancorp's strategy for credit risk management includes a combination of conservative exposure limits significantly below legal lending limits and conservative underwriting, documentation and collections standards. The strategy also emphasizes diversification on a geographic, industry and customer level, regular credit examinations and quarterly management reviews of large credit exposures and loans experiencing deterioration of credit quality.

The Bancorp's methodology for determining the ALLL requires significant management judgment and includes an estimate of expected credit losses on a collective basis for groups of loans and leases with similar risk characteristics and specific allowances for loans and leases which are individually evaluated.

Larger commercial loans and leases included within aggregate borrower relationship balances exceeding $1 million that exhibit probable or observed credit weaknesses, as well as loans that have been modified in a TDR, are individually evaluated for an ALLL. The Bancorp considers the current value of collateral, credit quality of any guarantees, the guarantor's liquidity and willingness to cooperate, the loan or lease structure and other factors when determining the amount of the ALLL. Other factors may include the borrower's susceptibility to risks presented by the forecasted macroeconomic environment, the industry and geographic region of the borrower, size and financial condition of the borrower, cash flow and leverage of the borrower and the Bancorp's evaluation of the borrower's management. Significant management judgment is required when evaluating which of these factors are most relevant in individual circumstances, and when estimating the amount of expected credit losses based on those factors. When loans and leases are individually evaluated, allowances are determined based on management's estimate of the borrower's ability to repay the loan or lease given the availability of collateral and other sources of cash flow, as well as an evaluation of legal options available to the Bancorp. Allowances for individually evaluated loans and leases that are collateral-dependent are typically measured based on the fair value of the underlying collateral, less expected costs to sell where applicable. Individually evaluated loans and leases that are not collateral-dependent are measured based on the present value of expected future cash flows discounted at the loan's effective interest rate. The Bancorp evaluates the collectability of both principal and interest when assessing the need for a loss accrual. Specific allowances on individually evaluated commercial loans and leases, including TDRs, are reviewed quarterly and adjusted as necessary based on changing borrower and/or collateral conditions and actual collection and charge-off experience.

Expected credit losses are estimated on a collective basis for loans and leases that are not individually evaluated. These include commercial loans and leases that do not meet the criteria for individual evaluation as well as homogeneous loans in the residential mortgage and consumer portfolio segments. For collectively evaluated loans and leases, the Bancorp uses models to forecast expected credit losses based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. The estimate of the expected balance at the time of default considers prepayments and, for loans with available credit, expected utilization rates. The Bancorp's expected credit loss models were developed based on historical credit loss experience and observations of migration patterns for various credit risk characteristics (such as internal credit risk grades, external credit ratings or scores, delinquency status, loan-to-value trends, etc.) over time, with those observations evaluated in the context of concurrent macroeconomic conditions. The Bancorp developed its models from historical observations capturing a full economic cycle when possible.

The Bancorp's expected credit loss models consider historical credit loss experience, current market and economic conditions, and forecasted changes in market and economic conditions if such forecasts are considered reasonable and supportable. Generally, the Bancorp considers its forecasts to be reasonable and supportable for a period of up to three years from the estimation date. For periods beyond the reasonable and supportable forecast period, expected credit losses are estimated by reverting to historical loss information without adjustment for changes in economic conditions. This reversion is phased in over a two-year period. The Bancorp evaluates the length of its reasonable and supportable forecast period, its reversion period and reversion methodology at least annually, or more often if warranted by economic conditions or other circumstances.

The Bancorp also considers qualitative factors in determining the ALLL. These considerations inherently require significant management judgment to determine the appropriate factors to be considered and the extent of their impact on the ALLL estimate. Qualitative factors are used to capture characteristics in the portfolio that impact expected credit losses but that are not fully captured within the Bancorp's expected credit loss models. These include adjustments for changes in policies or procedures in underwriting, monitoring or collections, lending and risk management personnel and results of internal audit and quality control reviews. These may also include adjustments, when deemed necessary, for specific idiosyncratic risks such as geopolitical events, natural disasters and their effects on regional borrowers and changes in product structures. Qualitative factors may also be used to address the impacts of unforeseen events on key inputs and assumptions within the Bancorp's expected credit loss models, such as the reasonable and supportable forecast period, changes to historical loss information or changes to the reversion period or methodology. When evaluating the adequacy of allowances, consideration is also given to regional geographic concentrations and the closely associated effect that changing economic conditions may have on the Bancorp's customers.

Overall, the collective evaluation process requires significant management judgment when determining the estimation methodology and inputs into the models, as well as in evaluating the reasonableness of the modeled results and the appropriateness of qualitative adjustments. The Bancorp's forecasts of market and economic conditions and the internal risk grades assigned to loans and leases in the commercial portfolio segment are examples of inputs to the expected credit loss models that require significant management judgment. These inputs have the potential to drive significant variability in the resulting ALLL.

Refer to the Allowance for Credit Losses subsection of the Risk Management section of MD&A for a discussion on the Bancorp's ALLL sensitivity analysis.

Reserve for Unfunded Commitments

The reserve for unfunded commitments is maintained at a level believed by management to be sufficient to absorb estimated expected credit losses related to unfunded credit facilities and is included in other liabilities in the Consolidated Balance Sheets. The determination of the adequacy of the reserve is based upon expected credit losses over the remaining contractual life of the commitments, taking into consideration the current funded balance and estimated exposure over the reasonable and supportable forecast period. This process takes into consideration the same risk elements that are analyzed in the determination of the adequacy of the Bancorp's ALLL, as previously discussed. Net adjustments to the reserve for unfunded commitments are included in the provision for credit losses in the Consolidated Statements of Income.

Valuation of Servicing Rights

When the Bancorp sells loans through either securitizations or individual loan sales in accordance with its investment policies, it often obtains servicing rights. The Bancorp may also purchase servicing rights. The Bancorp has elected to measure all existing classes of its residential mortgage servicing rights at fair value at each reporting date with changes in the fair value of servicing rights reported in earnings in the period in which the changes occur. Servicing rights are valued using internal OAS models. Significant management judgment is necessary to identify key economic assumptions used in estimating the fair value of the servicing rights including the prepayment speeds of the underlying loans, the weighted-average life, the OAS and the weighted-average coupon rate, as applicable. The primary risk of material changes to the value of the servicing rights resides in the potential volatility in the economic assumptions used, particularly the prepayment speeds. In order to assist in the assessment of the fair value of servicing rights, the Bancorp obtains external valuations of the servicing rights portfolio from third parties and participates in peer surveys that provide additional confirmation of the reasonableness of key assumptions utilized in the internal OAS model. For additional information on servicing rights, refer to Note 14 of the Notes to Consolidated Financial Statements.

Fair Value Measurements

The Bancorp measures certain financial assets and liabilities at fair value in accordance with U.S. GAAP, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Bancorp employs various valuation approaches to measure fair value including the market, income and cost approaches. The market approach uses prices or relevant information generated by market transactions involving identical or comparable assets or liabilities. The income approach involves discounting future amounts to a single present amount and is based on current market expectations about those future amounts. The cost approach is based on the amount that currently would be required to replace the service capacity of the asset.

U.S. GAAP establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the instrument's fair value measurement. For additional information on the fair value hierarchy and fair value measurements, refer to Note 1 of the Notes to Consolidated Financial Statements.

The Bancorp's fair value measurements involve various valuation techniques and models, which involve inputs that are observable, when available. Valuation techniques and parameters used for measuring assets and liabilities are reviewed and validated by the Bancorp on a quarterly basis. Additionally, the Bancorp monitors the fair values of significant assets and liabilities using a variety of methods including the evaluation of pricing runs and exception reports based on certain analytical criteria, comparison to previous trades and overall review and assessments for reasonableness. The level of management judgment necessary to determine fair value varies based upon the methods used in the determination of fair value. Financial instruments that are measured at fair value using quoted prices in active markets (Level 1) require minimal judgment. The valuation of financial instruments when quoted market prices are not available (Levels 2 and 3) may require significant management judgment to assess whether quoted prices for similar instruments exist, the impact of changing market conditions including reducing liquidity in the capital markets and the use of estimates surrounding significant unobservable inputs. Table 5 provides a summary of the fair value of financial instruments carried at fair value on a recurring basis and the amounts of financial instruments valued using Level 3 inputs.

TABLE 5: Fair Value Summary

As of ($ in millions)	**December 31, 2020**		December 31, 2019	
	Balance	Level 3	Balance	Level 3
Assets carried at fair value	**$ 43,079**	**878**	40,446	1,194
As a percent of total assets	**21 %**	**—**	24	1
Liabilities carried at fair value	**$ 1,527**	**209**	890	171
As a percent of total liabilities	**1 %**	**—**	1	—

Refer to Note 29 of the Notes to Consolidated Financial Statements for further information on fair value measurements including a description of the valuation methodologies used for significant financial instruments.

Goodwill

Business combinations entered into by the Bancorp typically include the recognition of goodwill. U.S. GAAP requires goodwill to be tested for impairment at the Bancorp's reporting unit level on an annual basis, which for the Bancorp is September 30, and more frequently if events or circumstances indicate that there may be impairment. Refer to Note 1 of the Notes to Consolidated Financial Statements for a discussion on the methodology used by the Bancorp to assess goodwill for impairment.

Impairment exists when a reporting unit's carrying amount of goodwill exceeds its implied fair value. In testing goodwill for impairment, U.S. GAAP permits the Bancorp to first assess qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount. In this qualitative assessment, the Bancorp evaluates events and circumstances which may include, but are not limited to, the general economic environment, banking industry and market conditions, the overall financial performance of the Bancorp, the performance of the Bancorp's common stock, the key financial performance metrics of the Bancorp's reporting units and events affecting the reporting units to determine if it is not more likely than not that the fair value of a reporting unit is less than its carrying amount. If the quantitative impairment test is required or the decision to bypass the qualitative assessment is elected, the Bancorp performs the goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount, including goodwill. If the carrying amount of the reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the total amount of goodwill allocated to that reporting unit. A recognized impairment loss cannot be reversed in future periods even if the fair value of the reporting unit subsequently recovers.

The fair value of a reporting unit is the price that would be received to sell the unit as a whole in an orderly transaction between market participants at the measurement date. As none of the Bancorp's reporting units are publicly traded, individual reporting unit fair value determinations cannot be directly correlated to the Bancorp's stock price. The determination of the fair value of a reporting unit is a subjective process that involves the use of estimates and judgments, particularly related to cash flows, the appropriate discount rates and an applicable control premium. The Bancorp employs an income-based approach, utilizing the reporting unit's forecasted cash flows (including a terminal value approach to estimate cash flows beyond the final year of the forecast) and the reporting unit's estimated cost of equity as the discount rate. Significant management judgment is necessary in the preparation of each reporting unit’s forecasted cash flows surrounding expectations for earnings projections, growth and credit loss expectations and actual results may differ from forecasted results. Additionally, the Bancorp determines its market capitalization based on the average of the closing price of the Bancorp’s stock during the month including the measurement date, incorporating an additional control premium, and compares this market-based fair value measurement to the aggregate fair value of the Bancorp’s reporting units in order to corroborate the results of the income approach. Refer to Note 11 of the Notes to Consolidated Financial Statements for further information regarding the Bancorp’s goodwill.

Legal Contingencies

The Bancorp and its subsidiaries are parties to numerous claims and lawsuits as well as threatened or potential actions or claims concerning matters arising from the conduct of its business activities. The outcome of claims or litigation and the timing of ultimate resolution are inherently difficult to predict and significant judgment may be required in the determination of both the probability of loss and whether the amount of the loss is reasonably estimable. The Bancorp’s estimates are subjective and are based on the status of legal and regulatory proceedings, the merit of the Bancorp’s defenses and consultation with internal and external legal counsel. An accrual for a potential litigation loss is established when information related to the loss contingency indicates both that a loss is probable and that the amount of loss can be reasonably estimated. Refer to Note 20 of the Notes to Consolidated Financial Statements for further information regarding the Bancorp’s legal proceedings.

Critical Accounting Policies Applicable Prior to January 1, 2020

The following paragraphs describe the portions of the Bancorp’s critical accounting policies that were applicable prior to January 1, 2020 but were updated in conjunction with the prospective adoption of ASU 2016-13 and ASU 2017-04 on January 1, 2020. The following paragraphs do not include the portions of the respective policies that were not affected by the adoption of these new accounting standards. Refer to Note 1 of the Notes to Consolidated Financial Statements for additional information.

ALLL

The Bancorp maintained the ALLL to absorb probable loan and lease losses inherent in its portfolio segments. The ALLL was maintained at a level the Bancorp considered to be adequate and was based on ongoing quarterly assessments and evaluations of the collectability and historical loss experience of loans and leases. Credit losses were charged and recoveries were credited to the ALLL. Provisions for loan and lease losses were based on the Bancorp’s review of the historical credit loss experience and such factors that, in management’s judgment, deserved consideration under existing economic conditions in estimating probable credit losses.

The Bancorp’s methodology for determining the ALLL required significant management judgment and was based on historical loss rates, current credit grades, specific allocation on loans modified in a TDR and impaired commercial credits above specified thresholds and other qualitative adjustments. Allowances on individual commercial loans and leases, TDRs and historical loss rates were reviewed quarterly and adjusted as necessary based on changing borrower and/or collateral conditions and actual collection and charge-off experience. An unallocated allowance was maintained to recognize the imprecision in estimating and measuring losses when evaluating allowances for pools of loans and leases.

Larger commercial loans and leases included within aggregate borrower relationship balances exceeding $1 million that exhibited probable or observed credit weaknesses, as well as loans that had been modified in a TDR, were subject to individual review for impairment. The Bancorp considered the current value of collateral, credit quality of any guarantees, the guarantor’s liquidity and willingness to cooperate, the loan or lease structure and other factors when evaluating whether an individual loan or lease was impaired. Other factors might include the industry and geographic region of the borrower, size and financial condition of the borrower, cash flow and leverage of the borrower and the Bancorp’s evaluation of the borrower’s management. When individual loans and leases were impaired, allowances were determined based on management’s estimate of the borrower’s ability to repay the loan or lease given the availability of collateral and other sources of cash flow, as well as an evaluation of legal options available to the Bancorp. Allowances for impaired loans and leases were measured based on the present value of expected future cash flows discounted at the loan’s effective interest rate, fair value of the underlying collateral or readily observable secondary market values. The Bancorp evaluated the collectability of both principal and interest when assessing the need for a loss accrual.

Historical credit loss rates were applied to commercial loans and leases that were not impaired or were impaired, but smaller than the established threshold of $1 million and thus not subject to specific allowance allocations. The loss rates were derived from migration analyses for several portfolio stratifications, which tracked the historical net charge-off experience sustained on loans and leases according to their internal risk grade. The risk grading system utilized for allowance analysis purposes encompassed ten categories, which were based on regulatory guidance for credit risk systems.

Homogenous loans in the residential mortgage and consumer portfolio segments were not individually risk graded. Rather, standard credit scoring systems and delinquency monitoring were used to assess credit risks and allowances were established based on the expected net charge-offs. Loss rates were based on the trailing twelve-month net charge-off history by loan category. Historical loss rates were adjusted for certain prescriptive and qualitative factors that, in management’s judgment, were necessary to reflect losses inherent in the portfolio. The prescriptive loss rate factors included adjustments for delinquency trends, LTV trends, refreshed FICO score trends and product mix.

The Bancorp also considered qualitative factors in determining the ALLL. These included adjustments for changes in policies or procedures in underwriting, monitoring or collections, economic conditions, portfolio mix, lending and risk management personnel, results of internal audit and quality control reviews, collateral values, geographic concentrations, estimated loss emergence period and specific portfolio loans backed by enterprise valuations and private equity sponsors. The Bancorp considered home price index trends in its footprint and the volatility of collateral valuation trends when determining the collateral value qualitative factor.

Reserve for unfunded commitments

The reserve for unfunded commitments was maintained at a level believed by management to be sufficient to absorb estimated probable losses related to unfunded credit facilities and was included in other liabilities in the Consolidated Balance Sheets. The determination of the adequacy of the reserve was based upon an evaluation of the unfunded credit facilities, including an assessment of historical commitment utilization experience, credit risk grading and historical loss rates based on credit grade migration. This process took into consideration the same risk elements that were analyzed in the determination of the adequacy of the Bancorp's ALLL, as previously discussed. Net adjustments to the reserve for unfunded commitments were included in provision for credit losses in the Consolidated Statements of Income.

Goodwill

Impairment existed when a reporting unit's carrying amount of goodwill exceeded its implied fair value. In testing goodwill for impairment, U.S. GAAP permitted the Bancorp to first assess qualitative factors to determine whether it was more likely than not that the fair value of a reporting unit was less than its carrying amount. In this qualitative assessment, the Bancorp evaluated events and circumstances which might include, but were not limited to, the general economic environment, banking industry and market conditions, the overall financial performance of the Bancorp, the performance of the Bancorp's common stock, the key financial performance metrics of the Bancorp's reporting units and events affecting the reporting units. If, after assessing the totality of events and circumstances, the Bancorp determined it was not more likely than not that the fair value of a reporting unit was less than its carrying amount, then performing the two-step impairment test would be unnecessary. However, if the Bancorp concluded otherwise or elected to bypass the qualitative assessment, it would then be required to perform the first step (Step 1) of the goodwill impairment test, and continue to the second step (Step 2), if necessary. Step 1 of the goodwill impairment test compared the fair value of a reporting unit with its carrying amount, including goodwill. If the carrying amount of the reporting unit exceeded its fair value, Step 2 of the goodwill impairment test was necessary to measure the amount of impairment loss, which was equal to any excess of the carrying amount of goodwill over its implied fair value with such loss limited to the carrying amount of goodwill.

The fair value of a reporting unit was the price that would be received to sell the unit as a whole in an orderly transaction between market participants at the measurement date. As none of the Bancorp's reporting units were publicly traded, individual reporting unit fair value determinations could not be directly correlated to the Bancorp's stock price. To determine the fair value of a reporting unit, the Bancorp employed an income-based approach, utilizing the reporting unit's forecasted cash flows (including a terminal value approach to estimate cash flows beyond the final year of the forecast) and the reporting unit's estimated cost of equity as the discount rate. Significant management judgment was necessary in the preparation of each reporting unit's forecasted cash flows surrounding expectations for earnings projections, growth and credit loss expectations. Additionally, the Bancorp determined its market capitalization based on the average of the closing price of the Bancorp's stock during the month including the measurement date, incorporating an additional control premium, and compared this market-based fair value measurement to the aggregate fair value of the Bancorp's reporting units in order to corroborate the results of the income approach.

STATEMENTS OF INCOME ANALYSIS

Net Interest Income

Net interest income is the interest earned on loans and leases (including yield-related fees), securities and other short-term investments less the interest incurred on core deposits (includes transaction deposits and other time deposits) and wholesale funding (includes certificates $100,000 and over, other deposits, federal funds purchased, other short-term borrowings and long-term debt). The net interest margin is calculated by dividing net interest income by average interest-earning assets. Net interest rate spread is the difference between the average yield earned on interest-earning assets and the average rate paid on interest-bearing liabilities. Net interest margin is typically greater than net interest rate spread due to the interest income earned on those assets that are funded by noninterest-bearing liabilities, or free funding, such as demand deposits or shareholders’ equity.

Tables 6 and 7 present the components of net interest income, net interest margin and net interest rate spread for the years ended December 31, 2020, 2019 and 2018, as well as the relative impact of changes in the average balance sheet and changes in interest rates on net interest income. Nonaccrual loans and leases and loans and leases held for sale have been included in the average loan and lease balances. Average outstanding securities balances are based on amortized cost with any unrealized gains or losses included in average other assets.

Net interest income on an FTE basis (non-GAAP) was $4.8 billion for both the years ended December 31, 2020 and 2019. Net interest income was negatively impacted by decreases in yields on average interest-earning assets of 108 bps. The decreases in yields on average interest-earning assets were primarily driven by lower yields on total average loans and leases primarily as a result of decreases in yields on average commercial and industrial loans, average commercial mortgage loans, average commercial construction loans and average home equity of 98 bps, 127 bps, 172 bps and 126 bps, respectively, from the year ended December 31, 2019. The decrease in yields on total average loans and leases for the year ended December 31, 2020 was primarily due to a decrease in market rates, impacting the Bancorp’s portfolios of floating interest rate loans, which are primarily LIBOR- and Prime-based. The Bancorp’s portfolios of fixed interest rate loans also decreased in yield as a result of increased refinance activity and lower reinvestment yields due to lower overall market rates. Net interest income was also negatively impacted by increases in average interest checking deposits and average money market deposits of $10.2 billion and $4.0 billion, respectively, from the year ended December 31, 2019. These negative impacts were partially offset by decreases in rates paid on average interest-bearing liabilities of 73 bps. The decreases in rates paid on average interest-bearing liabilities were primarily driven by decreases in rates paid on average interest checking deposits, average money market deposits and average long-term debt of 81 bps, 76 bps and 48 bps, respectively, from the year ended December 31, 2019. Net interest income also benefited from increases in average commercial and industrial loans, average indirect secured consumer loans and average commercial mortgage loans of $3.6 billion, $2.1 billion and $1.1 billion, respectively, from the year ended December 31, 2019. The increase in average commercial and industrial loans was primarily as a result of PPP loans originated during the year ended December 31, 2020.

Net interest income for the year ended December 31, 2020 compared to the year ended December 31, 2019 was adversely impacted by the FOMC decisions to lower the target range of the federal funds rate and the Federal Reserve’s bond purchase programs. During the years ended December 31, 2020 and 2019, net interest income included $57 million and $65 million, respectively, of amortization and accretion of premiums and discounts on acquired loans and leases and assumed deposits and long-term debt from acquisitions.

Net interest rate spread on an FTE basis (non-GAAP) was 2.57% during the year ended December 31, 2020 compared to 2.92% during the year ended December 31, 2019. Yields on average interest-earning assets decreased 108 bps, partially offset by a 73 bps decrease in rates paid on average interest-bearing liabilities for the year ended December 31, 2020 compared to the year ended December 31, 2019.

Net interest margin on an FTE basis (non-GAAP) was 2.78% for the year ended December 31, 2020 compared to 3.31% for the year ended December 31, 2019. Net interest margin was negatively impacted by lower market interest rates, a $19.8 billion increase in low-yielding reserves held at the FRB reported in other short-term investments and the previously mentioned growth in PPP loans. These negative impacts were partially offset by increases in average free funding balances as average demand deposits increased $12.8 billion and average shareholders’ equity increased $2.6 billion compared to the year ended December 31, 2019. Net interest margin results are expected to remain suppressed as a result of increased liquidity levels in the form of excess cash balances, which are expected to remain at elevated levels driven by the amount of fiscal stimulus that has increased the banking industry’s balance sheets, including the Bancorp’s.

Interest income on an FTE basis (non-GAAP) from loans and leases decreased $632 million from the year ended December 31, 2019 driven by the previously mentioned decreases in yields on average loans and leases, partially offset by increases in average commercial and industrial loans, average indirect secured consumer loans and average commercial mortgage loans as well as the impact of accelerated PPP fees recognized upon loan forgiveness during the year ended December 31, 2020. For more information on the Bancorp’s loan and lease portfolio, refer to the Loans and Leases subsection of the Balance Sheet Analysis section of MD&A. Interest income on an FTE basis (non-GAAP) from investment securities and other short-term investments decreased $54 million from the year ended December 31, 2019 primarily due to decreases in yields on average other short-term investments and average taxable securities, partially offset by increases in average balances.

Interest expense on core deposits decreased $518 million from the year ended December 31, 2019 primarily due to decreases in the cost of average interest-bearing core deposits to 28 bps for the year ended December 31, 2020 from 96 bps for the year ended December 31, 2019. The decreases in the cost of average interest-bearing core deposits were primarily due to the previously mentioned decreases in the rates paid on average interest checking deposits and average money market deposits. Refer to the Deposits subsection of the Balance Sheet Analysis section of MD&A for additional information on the Bancorp's deposits.

Interest expense on average wholesale funding decreased $149 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to the previously mentioned decreases in rates paid on average long-term debt as well as decreases in rates paid on average other short-term borrowings and average certificates $100,000 and over, in addition to a decrease in the average balance of certificates $100,000 and over. Refer to the Borrowings subsection of the Balance Sheet Analysis section of MD&A for additional information on the Bancorp's borrowings. During the year ended December 31, 2020, average wholesale funding represented 18% of average interest-bearing liabilities compared to 21% for the year ended December 31, 2019. For more information on the Bancorp's interest rate risk management, including estimated earnings sensitivity to changes in market interest rates, see the Interest Rate and Price Risk Management subsection of the Risk Management section of MD&A.

TABLE 6: Consolidated Average Balance Sheet and Analysis of Net Interest Income on an FTE Basis

For the years ended December 31	**2020**			2019			2018		
($ in millions)	Average Balance	Revenue/ Cost	Average Yield/ Rate	Average Balance	Revenue/ Cost	Average Yield/ Rate	Average Balance	Revenue/ Cost	Average Yield/ Rate
Assets:									
Interest-earning assets:									
Loans and leases:(a)									
Commercial and industrial loans	**$ 53,814**	**1,954**	**3.63 %**	$ 50,168	2,313	4.61 %	$ 42,668	1,826	4.28 %
Commercial mortgage loans	**11,011**	**391**	**3.54**	9,905	476	4.81	6,661	298	4.47
Commercial construction loans	**5,509**	**201**	**3.65**	5,174	278	5.37	4,793	240	5.01
Commercial leases	**3,038**	**104**	**3.43**	3,578	119	3.31	3,795	108	2.84
Total commercial loans and leases	**73,372**	**2,650**	**3.61**	68,825	3,186	4.63	57,917	2,472	4.27
Residential mortgage loans	**17,828**	**622**	**3.49**	17,337	635	3.66	16,150	580	3.59
Home equity	**5,679**	**222**	**3.90**	6,286	324	5.16	6,631	326	4.92
Indirect secured consumer loans	**12,454**	**490**	**3.93**	10,345	423	4.08	8,993	304	3.38
Credit card	**2,230**	**260**	**11.64**	2,437	304	12.49	2,280	279	12.25
Other consumer loans	**2,848**	**192**	**6.76**	2,564	196	7.63	1,905	132	6.94
Total consumer loans	**41,039**	**1,786**	**4.35**	38,969	1,882	4.83	35,959	1,621	4.51
Total loans and leases	**$114,411**	**4,436**	**3.88 %**	$107,794	5,068	4.70 %	$ 93,876	4,093	4.36 %
Securities:									
Taxable	**$ 36,109**	**1,114**	**3.08 %**	$ 35,429	1,160	3.28 %	$ 33,487	1,079	3.22 %
Exempt from income taxes(a)	**233**	**6**	**2.61**	41	2	3.97	66	2	3.37
Other short-term investments	**21,935**	**29**	**0.13**	2,140	41	1.91	1,476	25	1.68
Total interest-earning assets	**$172,688**	**5,585**	**3.23 %**	$145,404	6,271	4.31 %	$128,905	5,199	4.03 %
Cash and due from banks	**2,978**			2,748			2,200		
Other assets	**20,933**			16,903			12,203		
Allowance for loan and lease losses	**(2,369)**			(1,119)			(1,125)		
Total assets	**$194,230**			$163,936			$142,183		
Liabilities and Equity:									
Interest-bearing liabilities:									
Interest checking deposits	**$ 46,890**	**126**	**0.27 %**	$ 36,658	396	1.08 %	$ 29,818	252	0.85 %
Savings deposits	**16,440**	**10**	**0.06**	14,041	22	0.16	13,330	14	0.10
Money market deposits	**29,879**	**88**	**0.29**	25,879	272	1.05	21,769	162	0.74
Foreign office deposits	**185**	**—**	**0.21**	209	1	0.63	363	1	0.33
Other time deposits	**4,118**	**47**	**1.14**	5,470	98	1.79	4,106	59	1.44
Total interest-bearing core deposits	**97,512**	**271**	**0.28**	82,257	789	0.96	69,386	488	0.70
Certificates $100,000 and over	**3,337**	**50**	**1.49**	4,504	97	2.14	2,426	41	1.69
Other deposits	**71**	**1**	**0.76**	265	6	2.27	476	9	1.94
Federal funds purchased	**385**	**2**	**0.58**	1,267	29	2.26	1,509	30	1.97
Other short-term borrowings	**1,709**	**14**	**0.81**	1,046	28	2.67	1,611	29	1.82
Long-term debt	**16,004**	**452**	**2.82**	15,369	508	3.30	14,551	446	3.06
Total interest-bearing liabilities	**$119,018**	**790**	**0.66 %**	$104,708	1,457	1.39 %	$ 89,959	1,043	1.16 %
Demand deposits	**47,111**			34,343			32,634		
Other liabilities	**5,546**			4,897			3,603		
Total liabilities	**$171,675**			$143,948			$126,196		
Total equity	**$ 22,555**			$ 19,988			$ 15,987		
Total liabilities and equity	**$194,230**			$163,936			$142,183		
Net interest income (FTE)(b)		**$ 4,795**			$ 4,814			$ 4,156	
Net interest margin (FTE)(b)			**2.78 %**			3.31 %			3.22 %
Net interest rate spread (FTE)(b)			**2.57**			2.92			2.87
Interest-bearing liabilities to interest-earning assets			**68.92**			72.01			69.79

(a) *The FTE adjustments included in the above table were $13, $17 and $16 for the years ended December 31, 2020, 2019, and 2018, respectively.*
(b) *Net interest income (FTE), net interest margin (FTE) and net interest rate spread (FTE) are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.*

TABLE 7: Changes in Net Interest Income Attributable to Volume and Yield/Rate[(a)]

For the years ended December 31		**2020 Compared to 2019**			2019 Compared to 2018		
($ in millions)		Volume	Yield/Rate	Total	Volume	Yield/Rate	Total
Assets:							
Interest-earning assets:							
Loans and leases:							
Commercial and industrial loans	$	**159**	**(518)**	**(359)**	338	149	487
Commercial mortgage loans		**50**	**(135)**	**(85)**	154	24	178
Commercial construction loans		**17**	**(94)**	**(77)**	20	18	38
Commercial leases		**(19)**	**4**	**(15)**	(6)	17	11
Total commercial loans and leases		**207**	**(743)**	**(536)**	506	208	714
Residential mortgage loans		**17**	**(30)**	**(13)**	43	12	55
Home equity		**(28)**	**(74)**	**(102)**	(17)	15	(2)
Indirect secured consumer loans		**83**	**(16)**	**67**	50	69	119
Credit card		**(24)**	**(20)**	**(44)**	20	5	25
Other consumer loans		**20**	**(24)**	**(4)**	50	14	64
Total consumer loans		**68**	**(164)**	**(96)**	146	115	261
Total loans and leases	$	**275**	**(907)**	**(632)**	652	323	975
Securities:							
Taxable	$	**23**	**(69)**	**(46)**	63	18	81
Exempt from income taxes		**5**	**(1)**	**4**	—	—	—
Other short-term investments		**58**	**(70)**	**(12)**	12	4	16
Total change in interest income	$	**361**	**(1,047)**	**(686)**	727	345	1,072
Liabilities:							
Interest-bearing liabilities:							
Interest checking deposits	$	**88**	**(358)**	**(270)**	65	79	144
Savings deposits		**3**	**(15)**	**(12)**	—	8	8
Money market deposits		**37**	**(221)**	**(184)**	35	75	110
Foreign office deposits		**—**	**(1)**	**(1)**	(1)	1	—
Other time deposits		**(21)**	**(30)**	**(51)**	22	17	39
Total interest-bearing core deposits		**107**	**(625)**	**(518)**	121	180	301
Certificates $100,000 and over		**(22)**	**(25)**	**(47)**	43	13	56
Other deposits		**(2)**	**(3)**	**(5)**	(4)	1	(3)
Federal funds purchased		**(13)**	**(14)**	**(27)**	(5)	4	(1)
Other short-term borrowings		**12**	**(26)**	**(14)**	(12)	11	(1)
Long-term debt		**20**	**(76)**	**(56)**	25	37	62
Total change in interest expense	$	**102**	**(769)**	**(667)**	168	246	414
Total change in net interest income	$	**259**	**(278)**	**(19)**	559	99	658

(a) Changes in interest not solely due to volume or yield/rate are allocated in proportion to the absolute dollar amount of change in volume and yield/rate.

Provision for Credit Losses

The Bancorp provides as an expense an amount for expected credit losses within the loan and lease portfolio and the portfolio of unfunded loan commitments and letters of credit that is based on factors discussed in the Critical Accounting Policies section of MD&A. The provision is recorded to bring the ALLL and reserve for unfunded commitments to a level deemed appropriate by the Bancorp to cover losses expected in the portfolios. Actual credit losses on loans and leases are charged against the ALLL. The amount of loans and leases actually removed from the Consolidated Balance Sheets are referred to as charge-offs. Net charge-offs include current period charge-offs less recoveries on previously charged-off loans and leases.

The provision for credit losses was $1.1 billion for the year ended December 31, 2020 compared to $471 million for the prior year. The increase in provision expense for the year ended December 31, 2020 compared to the prior year was primarily due to an increase in the ACL reflecting deterioration in the macroeconomic environment as a result of the impact of the COVID-19 pandemic and the resulting impact of this environment on commercial borrowers as reflected in increased levels of commercial criticized assets. The increase in the provision for credit losses also reflected the impact of the change in methodology for estimating credit losses from the incurred loss methodology to the expected credit loss methodology beginning in the first quarter of 2020.

The ALLL increased $1.3 billion from December 31, 2019 to $2.5 billion at December 31, 2020. At December 31, 2020, the ALLL as a percent of portfolio loans and leases increased to 2.25%, compared to 1.10% at December 31, 2019. The reserve for unfunded commitments increased $28 million from December 31, 2019 to $172 million at December 31, 2020. The ACL as a percent of portfolio loans and leases increased to 2.41% at December 31, 2020, compared to 1.23% at December 31, 2019. These increases reflect the adoption of ASU 2016-13 which resulted in a combined increase to the ALLL and reserve for unfunded commitments of approximately $653 million, as well as the previously mentioned items impacting the provision for credit losses.

Refer to the Credit Risk Management subsection of the Risk Management section of MD&A as well as Note 7 of the Notes to Consolidated Financial Statements for more detailed information on the provision for credit losses, including an analysis of loan and lease portfolio composition, nonperforming assets, net charge-offs and other factors considered by the Bancorp in assessing the credit quality of the loan and lease portfolio, ALLL and reserve for unfunded commitments.

Noninterest Income

Noninterest income decreased $706 million for the year ended December 31, 2020 compared to the year ended December 31, 2019. The following table presents the components of noninterest income:

TABLE 8: Components of Noninterest Income

For the years ended December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Service charges on deposits	**$**	**559**	565	549	554	558
Commercial banking revenue		**528**	460	408	386	400
Wealth and asset management revenue		**520**	487	444	419	404
Card and processing revenue		**352**	360	329	313	319
Mortgage banking net revenue		**320**	287	212	224	285
Leasing business revenue		**276**	270	114	63	134
Other noninterest income		**211**	1,064	803	1,261	586
Securities gains (losses), net		**62**	40	(54)	2	10
Securities gains (losses), net - non-qualifying hedges on MSRs		**2**	3	(15)	2	—
Total noninterest income	**$**	**2,830**	3,536	2,790	3,224	2,696

Service charges on deposits

Service charges on deposits decreased $6 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 driven by a decrease of $32 million in consumer deposit fees due to lower overdraft occurrences as a result of the impact of COVID-19 financial assistance and fiscal stimulus programs, partially offset by an increase of $26 million in commercial deposit fees.

Commercial banking revenue

Commercial banking revenue increased $68 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by increases in institutional sales and bridge fees of $68 million and $10 million, respectively, partially offset by a decrease in loan syndication fees of $20 million.

Wealth and asset management revenue

Wealth and asset management revenue increased $33 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to increases of $16 million in both private client service fees and broker income. The Bancorp’s trust and registered investment advisory businesses had approximately $434 billion and $413 billion in total assets under care as of December 31, 2020 and 2019, respectively, and managed $54 billion and $49 billion in assets for individuals, corporations and not-for-profit organizations as of December 31, 2020 and 2019, respectively.

Card and processing revenue

Card and processing revenue decreased $8 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by a decrease in customer spend volume as a result of reduced economic activity related to government-mandated shutdowns of local economies and other COVID-related impacts, partially offset by lower reward costs.

Mortgage banking net revenue

Mortgage banking net revenue increased $33 million for the year ended December 31, 2020 compared to the year ended December 31, 2019.

The following table presents the components of mortgage banking net revenue:

TABLE 9: Components of Mortgage Banking Net Revenue

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Origination fees and gains on loan sales	**$**	**315**	175	100
Net mortgage servicing revenue:				
Gross mortgage servicing fees		**263**	267	216
Net valuation adjustments on MSRs and free-standing derivatives purchased to economically hedge MSRs		**(258)**	(155)	(104)
Net mortgage servicing revenue		**5**	112	112
Total mortgage banking net revenue	**$**	**320**	287	212

Origination fees and gains on loan sales increased $140 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by an increase in originations and gain on sale margins due to the lower interest rate environment. Residential mortgage loan originations increased to $15.9 billion for the year ended December 31, 2020 from $11.6 billion for the year ended December 31, 2019.

Net mortgage servicing revenue decreased $107 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to an increase in net negative valuation adjustments of $103 million as well as a decrease in gross mortgage servicing fees of $4 million. Refer to Table 10 for the components of net valuation adjustments on the MSR portfolio and the impact of the non-qualifying hedging strategy.

TABLE 10: Components of Net Valuation Adjustments on MSRs

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Changes in fair value and settlement of free-standing derivatives purchased to economically hedge the MSR portfolio	**$**	**307**	221	(21)
Changes in fair value:				
Due to changes in inputs or assumptions		**(311)**	(203)	42
Other changes in fair value		**(254)**	(173)	(125)
Net valuation adjustments on MSRs and free-standing derivatives purchased to economically hedge MSRs	**$**	**(258)**	(155)	(104)

Mortgage rates decreased during the years ended December 31, 2020 and 2019 which caused modeled prepayment speeds to rise. Additionally, mortgage swap spreads widened during the year ended December 31, 2020 which caused modeled OAS assumptions to increase. For the years ended December 31, 2020 and 2019, the fair value of the MSR portfolio decreased $311 million and $203 million, respectively, due to changes to inputs to the valuation model, including prepayment speeds and OAS assumptions, and decreased $254 million and $173 million, respectively, due to the impact of contractual principal payments and actual prepayment activity.

Further detail on the valuation of MSRs can be found in Note 14 of the Notes to Consolidated Financial Statements. The Bancorp maintains a non-qualifying hedging strategy to manage a portion of the risk associated with changes in the valuation of the MSR portfolio. Refer to Note 15 of the Notes to Consolidated Financial Statements for more information on the free-standing derivatives used to economically hedge the MSR portfolio.

In addition to the derivative positions used to economically hedge the MSR portfolio, the Bancorp acquires various securities as a component of its non-qualifying hedging strategy. The Bancorp recognized net gains of $2 million and $3 million during the years ended December 31, 2020 and 2019, respectively, recorded in securities gains (losses), net - non-qualifying hedges on MSRs in the Bancorp’s Consolidated Statements of Income.

The Bancorp’s total residential mortgage loans serviced at December 31, 2020 and 2019 were $86.6 billion and $98.4 billion, respectively, with $68.8 billion and $80.7 billion, respectively, of residential mortgage loans serviced for others.

Leasing business revenue

Leasing business revenue increased $6 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by increases in lease syndication fees and operating lease income of $9 million and $5 million, respectively, partially offset by a decrease in lease remarketing fees of $8 million.

Other noninterest income

The following table presents the components of other noninterest income:

TABLE 11: Components of Other Noninterest Income

For the years ended December 31 ($ in millions)		2020	2019	2018
Private equity investment income	$	**75**	65	63
Income from the TRA associated with Worldpay, Inc.		**74**	346	20
BOLI income		**63**	60	56
Cardholder fees		**44**	58	56
Consumer loan and lease fees		**20**	23	23
Banking center income		**20**	22	21
Insurance income		**20**	19	20
Loss on swap associated with the sale of Visa, Inc. Class B Shares		**(103)**	(107)	(59)
Net losses on disposition and impairment of bank premises and equipment		**(31)**	(23)	(43)
Gain on sale of Worldpay, Inc. shares		**—**	562	205
Equity method income from interest in Worldpay Holding, LLC		**—**	2	1
Gain related to Vantiv, Inc.'s acquisition of Worldpay Group plc.		**—**	—	414
Other, net		**29**	37	26
Total other noninterest income	$	**211**	1,064	803

Other noninterest income decreased $853 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to the gain on sale of Worldpay, Inc. shares recognized during the first quarter of 2019 and a decrease in the income from the TRA associated with Worldpay, Inc.

The Bancorp recognized a $562 million gain related to the sale of Worldpay, Inc. shares during the first quarter of 2019. Income from the TRA associated with Worldpay Inc. decreased $272 million from the year ended December 31, 2019 primarily driven by a $345 million gain recognized in the fourth quarter of 2019 from the Worldpay, Inc. TRA transaction. For additional information, refer to Note 21 of the Notes to Consolidated Financial Statements.

Noninterest Expense

Noninterest expense increased $58 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to an increase in compensation and benefits expense, partially offset by decreases in technology and communications expense and marketing expense.

The following table presents the components of noninterest expense:

TABLE 12: Components of Noninterest Expense

For the years ended December 31 ($ in millions)		2020	2019	2018	2017	2016
Compensation and benefits	$	**2,590**	2,418	2,115	1,989	1,951
Technology and communications		**362**	422	285	245	234
Net occupancy expense		**350**	332	292	295	299
Leasing business expense		**140**	133	76	87	86
Equipment expense		**130**	129	123	117	118
Card and processing expense		**121**	130	123	129	132
Marketing expense		**104**	162	147	114	104
Other noninterest expense		**921**	934	797	806	813
Total noninterest expense	$	**4,718**	4,660	3,958	3,782	3,737
Efficiency ratio on an FTE basis[(a)]		**61.9 %**	55.8	57.0	53.7	59.0

(a) This is a non-GAAP measure. For further information, refer to the Non-GAAP Financial Measures section of MD&A.

The Bancorp recognized $16 million and $222 million of merger-related expenses for the years ended December 31, 2020 and 2019, respectively.

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The following table provides a summary of merger-related expenses recorded in noninterest expense:

TABLE 13: Merger-Related Expenses

For the years ended December 31 ($ in millions)		**2020**	2019
Compensation and benefits	**$**	**4**	90
Technology and communications		**6**	71
Net occupancy expense		**4**	13
Equipment expense		**—**	1
Card and processing expense		**—**	1
Marketing expense		**—**	7
Other noninterest expense		**2**	39
Total	**$**	**16**	222

Compensation and benefits expense increased $172 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to strategic hiring and the impact of raising the Bancorp's minimum wage in the fourth quarter of 2019, as well as increases in incentive compensation driven by strong performance in fees related to business growth during the year ended December 31, 2020. Compensation and benefits expense for the year ended December 31, 2020 included $10 million of special payments to employees providing essential banking services through the COVID-19 pandemic. Full-time equivalent employees totaled 19,872 at December 31, 2020 compared to 19,869 at December 31, 2019.

Technology and communications expense decreased $60 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by decreased integration and conversion costs related to the acquisition of MB Financial, Inc.

Marketing expense decreased $58 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to the impact of the COVID-19 pandemic, which resulted in a pause or slowdown in numerous marketing campaigns, including running less advertising as well as the suspension of cash bonus and other account acquisition programs.

The following table presents the components of other noninterest expense:

TABLE 14: Components of Other Noninterest Expense

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Loan and lease	**$**	**162**	142	112
FDIC insurance and other taxes		**118**	81	119
Losses and adjustments		**100**	102	61
Data processing		**75**	70	57
Professional service fees		**49**	70	67
Intangible amortization		**48**	45	5
Postal and courier		**36**	38	35
Donations		**36**	30	21
Travel		**27**	68	52
Recruitment and education		**21**	28	32
Insurance		**15**	14	13
Supplies		**13**	14	13
Other, net		**221**	232	210
Total other noninterest expense	**$**	**921**	934	797

Other noninterest expense decreased $13 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to decreases in travel expense and professional service fees, partially offset by increases in FDIC insurance and other taxes and loan and lease expense.

Travel expense decreased $41 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to reduced business travel as a direct result of the COVID-19 pandemic. Professional service fees decreased $21 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to decreases in acquisition costs, consulting fees and legal expenses. FDIC insurance and other taxes increased $37 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily as a result of an increase in the assessment rate due to a change in asset mix as well as an increase in the assessment base. Loan and lease expense increased $20 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily due to an increase in loan closing expenses.

Applicable Income Taxes

Applicable income tax expense for all periods includes the benefit from tax-exempt income, tax-advantaged investments, certain gains on sales of leveraged leases that are exempt from federal taxation and tax credits (and other related tax benefits), partially offset by the effect of proportional amortization of qualifying LIHTC investments and certain nondeductible expenses. The tax credits are primarily associated with the Low-Income Housing Tax Credit program established under Section 42 of the IRC, the New Markets Tax Credit program established under Section 45D of the IRC, the Rehabilitation Investment Tax Credit program established under Section 47 of the IRC and the Qualified Zone Academy Bond program established under Section 1397E of the IRC.

The effective tax rates for the years ended December 31, 2020 and 2019 were primarily impacted by $175 million and $160 million, respectively, of low-income housing tax credits and other tax benefits and $27 million and $40 million, respectively, of tax benefits from tax exempt income, and were partially offset by $150 million and $140 million, respectively, of proportional amortization related to qualifying LIHTC investments. The decrease in the effective tax rate for the year ended December 31, 2020 from 2019 was attributable to a decrease in state income taxes.

The Bancorp’s income before income taxes, applicable income tax expense and effective tax rate are as follows:

TABLE 15: Applicable Income Taxes

For the years ended December 31 ($ in millions)	**2020**	2019	2018	2017	2016
Income before income taxes	**$ 1,797**	3,202	2,765	2,979	2,208
Applicable income tax expense	**370**	690	572	799	665
Effective tax rate	**20.6 %**	21.6	20.7	26.8	30.1

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

BUSINESS SEGMENT REVIEW

The Bancorp reports on four business segments: Commercial Banking, Branch Banking, Consumer Lending and Wealth and Asset Management. Additional information on each business segment is included in Note 32 of the Notes to Consolidated Financial Statements. Results of the Bancorp's business segments are presented based on its management structure and management accounting practices. The structure and accounting practices are specific to the Bancorp; therefore, the financial results of the Bancorp's business segments are not necessarily comparable with similar information for other financial institutions. The Bancorp refines its methodologies from time to time as management's accounting practices and businesses change.

The Bancorp manages interest rate risk centrally at the corporate level. By employing an FTP methodology, the business segments are insulated from most benchmark interest rate volatility, enabling them to focus on serving customers through the origination of loans and acceptance of deposits. The FTP methodology assigns charge and credit rates to classes of assets and liabilities, respectively, based on the estimated amount and timing of cash flows for each transaction. Assigning the FTP rate based on matching the duration of cash flows allocates interest income and interest expense to each business segment so its resulting net interest income is insulated from future changes in benchmark interest rates. The Bancorp's FTP methodology also allocates the contribution to net interest income of the asset-generating and deposit-providing businesses on a duration-adjusted basis to better attribute the driver of the performance. As the asset and liability durations are not perfectly matched, the residual impact of the FTP methodology is captured in General Corporate and Other. The charge and credit rates are determined using the FTP rate curve, which is based on an estimate of Fifth Third's marginal borrowing cost in the wholesale funding markets. The FTP curve is constructed using the U.S. swap curve, brokered CD pricing and unsecured debt pricing.

The Bancorp adjusts the FTP charge and credit rates as dictated by changes in interest rates for various interest-earning assets and interest-bearing liabilities and by the review of behavioral assumptions, such as prepayment rates on interest-earning assets and the estimated durations for indeterminate-lived deposits. Key assumptions, including the credit rates provided for deposit accounts, are reviewed annually. Credit rates for deposit products and charge rates for loan products may be reset more frequently in response to changes in market conditions. In general, the charge rates on assets have declined since December 31, 2019 as they were affected by the prevailing level of interest rates and by the duration and repricing characteristics of the portfolio. The credit rates for deposit products also declined due to lower interest rates and modified assumptions. Thus, net interest income for asset-generating business segments improved while deposit-providing business segments were negatively impacted during the year ended December 31, 2020.

The Bancorp's methodology for allocating provision for credit losses expense to the business segments includes charges or benefits associated with changes in criticized commercial loan levels in addition to actual net charge-offs experienced by the loans and leases owned by each business segment. Provision for credit losses expense attributable to loan and lease growth and changes in ALLL factors is captured in General Corporate and Other. The financial results of the business segments include allocations for shared services and headquarters expenses. Additionally, the business segments form synergies by taking advantage of relationship depth opportunities and funding operations by accessing the capital markets as a collective unit.

The following table summarizes net income (loss) by business segment:

TABLE 16: Net Income (Loss) by Business Segment

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Income Statement Data				
Commercial Banking	$	**387**	1,424	1,139
Branch Banking		**251**	860	702
Consumer Lending		**117**	92	(1)
Wealth and Asset Management		**102**	112	97
General Corporate and Other		**570**	24	256
Net income	$	**1,427**	2,512	2,193

Commercial Banking

Commercial Banking offers credit intermediation, cash management and financial services to large and middle-market businesses and government and professional customers. In addition to the traditional lending and depository offerings, Commercial Banking products and services include global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing and syndicated finance.

The following table contains selected financial data for the Commercial Banking segment:

TABLE 17: Commercial Banking

For the years ended December 31 ($ in millions)		2020	2019	2018
Income Statement Data				
Net interest income (FTE)[(a)]	$	**1,916**	2,377	1,729
Provision for (benefit from) credit losses		**1,050**	183	(26)
Noninterest income:				
Commercial banking revenue		**524**	455	402
Service charges on deposits		**343**	308	273
Leasing business revenue		**276**	270	114
Other noninterest income		**158**	154	128
Noninterest expense:				
Compensation and benefits		**557**	466	344
Leasing business expense		**140**	133	76
Other noninterest expense		**1,024**	1,022	843
Income before income taxes (FTE)		**446**	1,760	1,409
Applicable income tax expense[(a)(b)]		**59**	336	270
Net income	$	**387**	1,424	1,139
Average Balance Sheet Data				
Commercial loans and leases, including held for sale	$	**66,552**	65,475	54,748
Demand deposits		**24,352**	16,424	16,560
Interest checking deposits		**25,769**	18,259	12,203
Savings and money market deposits		**6,695**	4,904	4,128
Other time deposits and certificates $100,000 and over		**154**	332	377
Foreign office deposits		**184**	209	362

(a) Includes FTE adjustments of $13, $17 and $16 for the years ended December 31, 2020, 2019 and 2018, respectively.

(b) Applicable income tax expense for all periods includes the tax benefit from tax-exempt income, tax-advantaged investments and tax credits partially offset by the effect of certain nondeductible expenses. Refer to the Applicable Income Taxes subsection of the Statements of Income Analysis section of MD&A for additional information.

Comparison of the year ended 2020 with 2019

Net income was $387 million for the year ended December 31, 2020 compared to net income of $1.4 billion for the year ended December 31, 2019. The decrease in net income was primarily driven by an increase in provision for credit losses, a decrease in net interest income on an FTE basis as well as an increase in noninterest expense partially offset by an increase in noninterest income.

Net interest income on an FTE basis decreased $461 million from the year ended December 31, 2019 primarily driven by decreases in yields on average commercial loans and leases as well as decreases in FTP credit rates on demand deposits, interest checking deposits and savings and money market deposits. These negative impacts were partially offset by decreases in FTP charge rates on loans and leases as well as decreases in rates paid on average interest checking deposits and average savings and money market deposits.

Provision for credit losses increased $867 million from the year ended December 31, 2019 primarily driven by an increase in commercial criticized asset levels as well as increases in net charge-offs on commercial and industrial loans, commercial mortgage loans and commercial leases. Net charge-offs as a percent of average portfolio loans and leases increased to 35 bps for the year ended December 31, 2020 compared to 14 bps for the year ended December 31, 2019.

Noninterest income increased $114 million from the year ended December 31, 2019 driven by increases in commercial banking revenue, service charges on deposits and leasing business revenue. Commercial banking revenue increased $69 million from the year ended December 31, 2019 primarily due to increases in institutional sales and bridge fees partially offset by a decrease in loan syndication fees. Service charges on deposits increased $35 million from the year ended December 31, 2019 primarily due to an increase in commercial deposit fees primarily due to lower earnings credit rates. Leasing business revenue increased $6 million from the year ended December 31, 2019 primarily driven by increases in lease syndication fees and operating lease income partially offset by a decrease in lease remarketing fees.

Noninterest expense increased $100 million from the year ended December 31, 2019 driven by increases in compensation and benefits and leasing business expense. Compensation and benefits increased $91 million from the year ended December 31, 2019 due to an increase in personnel costs primarily as a result of the MB Financial, Inc. acquisition at the end of the first quarter of 2019 and an increase in incentive compensation driven by strong performance in fees related to business growth during the year ended December 31, 2020, as well as strategic hiring. Leasing business expense increased $7 million from the year ended December 31, 2019 primarily due to an increase in operating lease expense driven by the MB Financial, Inc. acquisition at the end of the first quarter of 2019.

Average commercial loans and leases increased $1.1 billion from the year ended December 31, 2019 primarily due to increases in average commercial mortgage loans and average commercial construction loans partially offset by a decrease in average commercial leases. Average commercial mortgage loans increased $1.1 billion from the year ended December 31, 2019 primarily as a result of increases in loan originations and permanent financing from the Bancorp's commercial construction loan portfolio. Average commercial construction loans increased $360 million from the year ended December 31, 2019 primarily as a result of increased line of credit utilization as well as lower levels of payoffs. Average commercial leases decreased $541 million from the year ended December 31, 2019 primarily as a result of a planned reduction in indirect non-relationship-based lease originations.

Average core deposits increased $17.2 billion from the year ended December 31, 2019 primarily due to increases in average demand deposits, average interest checking deposits and average savings and money market deposits. Average interest checking deposits increased $7.5 billion, average demand deposits increased $7.9 billion and average savings and money market deposits increased $1.8 billion from the year ended December 31, 2019. These increases were primarily as a result of higher average balances per commercial customer account due to increased liquidity levels in the current economic environment.

Comparison of the year ended 2019 with 2018

Net income was $1.4 billion for the year ended December 31, 2019 compared to net income of $1.1 billion for the year ended December 31, 2018. The increase in net income was driven by increases in net interest income on an FTE basis and noninterest income partially offset by increases in noninterest expense and provision for credit losses.

Net interest income on an FTE basis increased $648 million from the year ended December 31, 2018 primarily driven by increases in both average balances and yields on commercial loans and leases, increases in FTP credits on interest checking deposits and increases in FTP credit rates on demand deposits. These increases were partially offset by increases in FTP charges on loans and leases and increases in both average balances and rates paid on interest checking deposits.

Provision for credit losses increased $209 million from the year ended December 31, 2018 driven by the impact of an increase in criticized asset levels partially offset by a decrease in net charge-offs on commercial and industrial loans. Net charge-offs as a percent of average portfolio loans and leases decreased to 14 bps for the year ended December 31, 2019 compared to 18 bps for the year ended December 31, 2018.

Noninterest income increased $270 million from the year ended December 31, 2018 driven by increases in leasing business revenue, commercial banking revenue, service charges on deposits and other noninterest income. Leasing business revenue increased $156 million from the year ended December 31, 2018 primarily due to increases in operating lease income, leasing business solutions revenue and lease remarketing fees partially offset by a decrease in lease syndication fees. Commercial banking revenue increased $53 million from the year ended December 31, 2018 driven by increases in institutional sales revenue and business lending fees. Service charges on deposits increased $35 million from the year ended December 31, 2018 primarily driven by an increase in commercial deposit fees. Other noninterest income increased $26 million from the year ended December 31, 2018 primarily due to increases in card and processing revenue and private equity investment income.

Noninterest expense increased $358 million from the year ended December 31, 2018 due to increases in other noninterest expense, compensation and benefits and leasing business expense. Other noninterest expense increased $179 million from the year ended December 31, 2018 primarily due to increases in corporate overhead allocations, intangible amortization expense and losses and adjustments. Compensation and benefits increased $122 million from the year ended December 31, 2018 due to increases in base compensation and incentive compensation primarily as a result of the MB Financial, Inc. acquisition as well as an increase in employee benefits expense. Leasing business expense increased $57 million from the year ended December 31, 2018 primarily due to an increase in operating lease expense.

Average commercial loans and leases increased $10.7 billion from the year ended December 31, 2018 primarily due to increases in average commercial and industrial loans and average commercial mortgage loans. Average commercial and industrial loans increased $7.4 billion from the year ended December 31, 2018 primarily as a result of the acquisition of MB Financial, Inc. as well as an increase in loan originations. Average commercial mortgage loans increased $3.2 billion from the year ended December 31, 2018 as a result of the acquisition of MB Financial, Inc. and increases in loan originations as well as permanent financing from the Bancorp's commercial construction loan portfolio.

Average core deposits increased $6.6 billion from the year ended December 31, 2018 primarily driven by increases in average interest checking deposits and average savings and money market deposits partially offset by decreases in average foreign office deposits and average demand deposits. Average interest checking deposits increased $6.1 billion from the year ended December 31, 2018 primarily due to balance migration from demand deposit accounts and an increase in average balances per commercial customer account as well as the acquisition of MB Financial, Inc. Average savings and money market deposits increased $776 million from the year ended December 31, 2018 primarily due to the acquisition of MB Financial, Inc. and an increase in average balances per commercial customer account. Average foreign office deposits decreased $153 million from the year ended December 31, 2018 driven by balance migration into interest checking deposits. Average demand deposits decreased $136 million from the year ended December 31, 2018 primarily driven by balance migration into interest checking deposits partially offset by the acquisition of MB Financial, Inc.

Branch Banking

Branch Banking provides a full range of deposit and loan products to individuals and small businesses through 1,134 full-service banking centers. Branch Banking offers depository and loan products, such as checking and savings accounts, home equity loans and lines of credit, credit cards and loans for automobiles and other personal financing needs, as well as products designed to meet the specific needs of small businesses, including cash management services.

The following table contains selected financial data for the Branch Banking segment:

TABLE 18: Branch Banking

For the years ended December 31 ($ in millions)		2020	2019	2018
Income Statement Data				
Net interest income	$	**1,667**	2,371	2,034
Provision for credit losses		**231**	224	171
Noninterest income:				
Card and processing revenue		**283**	285	266
Service charges on deposits		**215**	260	275
Wealth and asset management revenue		**172**	158	150
Other noninterest income		**81**	99	63
Noninterest expense:				
Compensation and benefits		**649**	601	536
Net occupancy and equipment expense		**217**	221	225
Card and processing expense		**116**	123	121
Other noninterest expense		**887**	915	846
Income before income taxes		**318**	1,089	889
Applicable income tax expense		**67**	229	187
Net income	$	**251**	860	702
Average Balance Sheet Data				
Consumer loans	$	**12,777**	13,200	13,034
Commercial loans, including held for sale		**2,268**	2,170	1,938
Demand deposits		**19,755**	15,802	14,336
Interest checking deposits		**12,608**	10,716	10,187
Savings and money market deposits		**37,030**	33,173	29,473
Other time deposits and certificates $100,000 and over		**5,370**	7,532	5,348

Comparison of the year ended 2020 with 2019

Net income was $251 million for the year ended December 31, 2020 compared to net income of $860 million for the year ended December 31, 2019. The decrease was driven by decreases in net interest income and noninterest income as well as increases in noninterest expense and provision for credit losses.

Net interest income decreased $704 million from the year ended December 31, 2019 primarily due to decreases in FTP credit rates on core deposits and FTP credits on certificates $100,000 and over as well as decreases in yields on and average balances of home equity and credit card. These negative impacts were partially offset by decreases in the rates paid on average interest-bearing deposits as well as decreases in FTP charge rates on loans and leases.

Provision for credit losses increased $7 million from the year ended December 31, 2019 primarily due to an increase in commercial criticized asset levels as well as an increase in net charge-offs on commercial and industrial loans partially offset by decreases in net charge-offs on other consumer loans, credit card and home equity. Net charge-offs as a percent of average portfolio loans and leases decreased to 135 bps for the year ended December 31, 2020 compared to 144 bps for the year ended December 31, 2019.

Noninterest income decreased $51 million from the year ended December 31, 2019 primarily driven by decreases in service charges on deposits and other noninterest income partially offset by an increase in wealth and asset management revenue. Service charges on deposits decreased $45 million from the year ended December 31, 2019 driven by decreases in both consumer deposit fees and commercial deposit fees. Other noninterest income decreased $18 million from the year ended December 31, 2019 primarily driven by a decrease in cardholder fees and an increase in net losses on disposition and impairment of bank premises and equipment. Wealth and asset management revenue increased $14 million from the year ended December 31, 2019 primarily driven by increases in broker income and private client service fees.

Noninterest expense increased $9 million from the year ended December 31, 2019 primarily due to an increase in compensation and benefits partially offset by decreases in other noninterest expense and card and processing expense. Compensation and benefits increased $48 million from the year ended December 31, 2019 driven by increases in base compensation, employee benefits expense and incentive compensation. Other noninterest expense decreased $28 million from the year ended December 31, 2019 primarily driven by decreases in marketing expense and losses and adjustments partially offset by increases in corporate overhead allocations and FDIC insurance and other taxes. Card and processing expense decreased $7 million from the year ended December 31, 2019 primarily driven by a decrease in customer spend volume.

Average consumer loans decreased $423 million from the year ended December 31, 2019 primarily driven by a decrease in average home equity as payoffs exceeded loan originations as well as a decrease in average credit card driven by the negative economic impacts from the COVID-19 pandemic, including reductions in the number of active accounts as well as higher paydowns relative to spend per active account. These decreases were partially offset by an increase in average other consumer loans primarily as a result of increases in loan originations.

Average deposits increased $7.5 billion from the year ended December 31, 2019 primarily driven by increases in average demand deposits, average savings and money market deposits and average interest checking deposits partially offset by decreases in average other time deposits and certificates $100,000 and over. Average demand deposits increased $4.0 billion, average savings and money market deposits increased $3.9 billion and average interest checking deposits increased $1.9 billion from the year ended December 31, 2019 primarily as a result of higher balances per customer account due to uncertainty regarding the COVID-19 pandemic, fiscal stimulus and decreased consumer spending. Average other time deposits and certificates $100,000 and over decreased $2.2 billion from the year ended December 31, 2019 primarily due to lower offering rates on certificates less than $100,000 as well as a decrease in average certificates $100,000 and over from the year ended December 31, 2019.

Comparison of the year ended 2019 with 2018

Net income was $860 million for the year ended December 31, 2019 compared to net income of $702 million for the year ended December 31, 2018. The increase was driven by increases in net interest income and noninterest income partially offset by increases in noninterest expense and provision for credit losses.

Net interest income increased $337 million from the year ended December 31, 2018. The increase was primarily due to increases in FTP credits on core deposits and certificates $100,000 and over as well as increases in average balances of other consumer loans and credit card. These benefits were partially offset by increases in both the rates paid on and average balances of savings and money market deposits and other time deposits and certificates $100,000 and over as well as an increase in FTP charge rates on loans and leases.

Provision for credit losses increased $53 million from the year ended December 31, 2018 primarily due to increases in net charge-offs on credit card and other consumer loans. Net charge-offs as a percent of average portfolio loans and leases increased to 144 bps for the year ended December 31, 2019 compared to 114 bps for the year ended December 31, 2018.

Noninterest income increased $48 million from the year ended December 31, 2018 driven by increases in other noninterest income, card and processing revenue and wealth and asset management revenue partially offset by a decrease in service charges on deposits. Other noninterest income increased $36 million from the year ended December 31, 2018 primarily due to the impact of impairment on bank premises and equipment recognized during 2018. Card and processing revenue increased $19 million from the year ended December 31, 2018 primarily driven by increases in the number of actively used cards and customer spend volume. Wealth and asset management revenue increased $8 million from the year ended December 31, 2018 primarily driven by increases in broker income and private client service fees. Service charges on deposits decreased $15 million from the year ended December 31, 2018 due to a decrease in consumer deposit fees partially offset by an increase in commercial deposit fees.

Noninterest expense increased $132 million from the year ended December 31, 2018 primarily due to increases in other noninterest expense and compensation and benefits. Other noninterest expense increased $69 million from the year ended December 31, 2018 primarily due to increases in corporate overhead allocations, intangible amortization expense and loan and lease expense partially offset by a decrease in FDIC insurance and other taxes. Compensation and benefits increased $65 million from the year ended December 31, 2018 due to higher base compensation primarily as a result of the MB Financial, Inc. acquisition as well as increases in employee benefits expense and incentive compensation.

Average consumer loans increased $166 million from the year ended December 31, 2018 primarily driven by an increase in average other consumer loans of $649 million primarily due to growth in point-of-sale loan originations. This increase was partially offset by decreases in average home equity loans of $303 million and average residential mortgage loans of $259 million as payoffs exceeded loan production.

Average core deposits increased $7.0 billion from the year ended December 31, 2018 primarily driven by growth in average savings and money market deposits of $3.7 billion and growth in average demand deposits of $1.5 billion. These increases were primarily due to the acquisition of MB Financial, Inc. as well as promotional product offerings, which drove consumer customer acquisition and growth in balances from existing customers. The increase in average core deposits also included an increase in interest checking deposits of $529 million from the year ended December 31, 2018 primarily as a result of the acquisition of MB Financial, Inc. Average other time deposits and certificates $100,000 and over increased $2.2 billion from the year ended December 31, 2018 primarily as a result of the acquisition of MB Financial, Inc. as well as promotional product offerings, which drove increased production.

Consumer Lending

Consumer Lending includes the Bancorp's residential mortgage, automobile and other indirect lending activities. Residential mortgage activities within Consumer Lending include the origination, retention and servicing of residential mortgage loans, sales and securitizations of those loans and all associated hedging activities. Residential mortgages are primarily originated through a dedicated sales force and through third-party correspondent lenders. Automobile and other indirect lending activities include extending loans to consumers through automobile dealers, motorcycle dealers, powersport dealers, recreational vehicle dealers and marine dealers.

The following table contains selected financial data for the Consumer Lending segment:

TABLE 19: Consumer Lending

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Income Statement Data				
Net interest income	$	**381**	325	237
Provision for credit losses		**34**	49	42
Noninterest income:				
Mortgage banking net revenue		**307**	279	206
Other noninterest income		**12**	17	(1)
Noninterest expense:				
Compensation and benefits		**221**	196	192
Other noninterest expense		**297**	259	210
Income (loss) before income taxes		**148**	117	(2)
Applicable income tax expense (benefit)		**31**	25	(1)
Net income (loss)	$	**117**	92	(1)
Average Balance Sheet Data				
Residential mortgage loans, including held for sale	$	**13,182**	13,027	11,803
Home equity		**192**	220	243
Indirect secured consumer loans		**12,273**	10,109	8,676

Comparison of the year ended 2020 with 2019

Net income was $117 million for the year ended December 31, 2020 compared to net income of $92 million for the year ended December 31, 2019. The increase was primarily driven by increases in net interest income and noninterest income as well as a decrease in provision for credit losses partially offset by an increase in noninterest expense.

Net interest income increased $56 million from the year ended December 31, 2019 primarily driven by increases in average indirect secured consumer loans and decreases in FTP charge rates on loans and leases partially offset by decreases in FTP credit rates on demand deposits and yields on average residential mortgage loans and average indirect secured consumer loans.

Provision for credit losses decreased $15 million from the year ended December 31, 2019 primarily driven by a decrease in net charge-offs on indirect secured consumer loans. Net charge-offs as a percent of average portfolio loans and leases decreased to 14 bps for the year ended December 31, 2020 compared to 22 bps for the year ended December 31, 2019.

Noninterest income increased $23 million from the year ended December 31, 2019 driven by an increase in mortgage banking net revenue primarily due to an increase in origination fees and gains on loan sales, partially offset by a decrease in net mortgage servicing revenue. Refer to the Noninterest Income subsection of the Statements of Income Analysis section of MD&A for additional information on the fluctuations in mortgage banking net revenue.

Noninterest expense increased $63 million from the year ended December 31, 2019 due to increases in other noninterest expense and compensation and benefits. Other noninterest expense increased $38 million from the year ended December 31, 2019 primarily driven by an increase in corporate overhead allocations partially offset by a decrease in OREO expense. Compensation and benefits increased $25 million from the year ended December 31, 2019 primarily due to increases in base compensation and incentive compensation resulting from the increased mortgage origination activity for the year ended December 31, 2020.

Average consumer loans increased $2.3 billion from the year ended December 31, 2019 primarily due to increases in average indirect secured consumer loans and average residential mortgage loans. Average indirect secured consumer loans increased $2.2 billion from the year ended December 31, 2019 primarily due to loan production exceeding payoffs. Average residential mortgage loans increased $155 million from the year ended December 31, 2019 driven by the repurchase of certain loans from GNMA that were in forbearance programs partially offset by higher runoff due to payoffs exceeding loan originations.

Comparison of the year ended 2019 with 2018
Net income was $92 million for the year ended December 31, 2019 compared to a net loss of $1 million for the year ended December 31, 2018. The increase was driven by increases in noninterest income and net interest income partially offset by increases in noninterest expense and provision for credit losses.

Net interest income increased $88 million from the year ended December 31, 2018 primarily driven by increases in both yields on and average balances of indirect secured consumer loans and residential mortgage loans as well as an increase in FTP credits on demand deposits. These benefits were partially offset by increases in FTP charges on loans and leases.

Provision for credit losses increased $7 million from the year ended December 31, 2018 primarily driven by an increase in net charge-offs on indirect secured consumer loans partially offset by a decrease in net charge-offs on residential mortgage loans. Net charge-offs as a percent of average portfolio loans and leases increased to 22 bps for the year ended December 31, 2019 compared to 21 bps for the year ended December 31, 2018.

Noninterest income increased $91 million from the year ended December 31, 2018 driven by increases in mortgage banking net revenue and other noninterest income. Mortgage banking net revenue increased $73 million from the year ended December 31, 2018 primarily driven by an increase in origination fees and gains on loan sales. Refer to the Noninterest Income subsection of the Statements of Income Analysis section of MD&A for additional information on the fluctuations in mortgage banking net revenue. Other noninterest income increased $18 million from the year ended December 31, 2018 primarily due to the recognition of $3 million of gains on securities acquired as a component of the Bancorp's non-qualifying hedging strategy of MSRs during the year ended December 31, 2019 compared to the recognition of $15 million of losses during the year ended December 31, 2018.

Noninterest expense increased $53 million from the year ended December 31, 2018 primarily due to an increase in other noninterest expense primarily driven by increases in corporate overhead allocations, loan and lease expense and losses and adjustments.

Average consumer loans increased $2.6 billion from the year ended December 31, 2018 primarily driven by increases in average indirect secured consumer loans and average residential mortgage loans. Average indirect secured consumer loans increased $1.4 billion from the year ended December 31, 2018 primarily driven by the acquisition of MB Financial, Inc. and higher loan production exceeding payoffs. Average residential mortgage loans increased $1.2 billion from the year ended December 31, 2018 primarily driven by the acquisition of MB Financial, Inc.

Wealth and Asset Management

Wealth and Asset Management provides a full range of investment alternatives for individuals, companies and not-for-profit organizations. Wealth and Asset Management is made up of four main businesses: FTS, an indirect wholly-owned subsidiary of the Bancorp; Fifth Third Insurance Agency; Fifth Third Private Bank; and Fifth Third Institutional Services. FTS offers full service retail brokerage services to individual clients and broker-dealer services to the institutional marketplace. Fifth Third Insurance Agency assists clients with their financial and risk management needs. Fifth Third Private Bank offers wealth management strategies to high net worth and ultra-high net worth clients through wealth planning, investment management, banking, insurance, trust and estate services. Fifth Third Institutional Services provides advisory services for institutional clients including middle market businesses, non-profits, states and municipalities.

The following table contains selected financial data for the Wealth and Asset Management segment:

TABLE 20: Wealth and Asset Management

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Income Statement Data				
Net interest income	$	**139**	182	182
Provision for credit losses		**3**	—	12
Noninterest income:				
Wealth and asset management revenue		**498**	469	429
Other noninterest income		**28**	20	27
Noninterest expense:				
Compensation and benefits		**218**	217	202
Other noninterest expense		**315**	312	302
Income before income taxes		**129**	142	122
Applicable income tax expense		**27**	30	25
Net income	$	**102**	112	97
Average Balance Sheet Data				
Loans and leases, including held for sale	$	**3,659**	3,580	3,421
Core deposits		**10,967**	9,701	9,332

Comparison of the year ended 2020 with 2019

Net income was $102 million for the year ended December 31, 2020 compared to net income of $112 million for the year ended December 31, 2019. The decrease in net income was primarily driven by a decrease in net interest income partially offset by an increase in noninterest income.

Net interest income decreased $43 million for the year ended December 31, 2020 compared to the year ended December 31, 2019 primarily driven by decreases in FTP credit rates on deposits as well as decreases in yields on average loans and leases. These negative impacts were partially offset by decreases in the rates paid on average interest checking deposits and average savings and money market deposits as well as decreases in FTP charge rates on loans and leases.

Provision for credit losses increased $3 million from the year ended December 31, 2019 primarily driven by an increase in net charge-offs on residential mortgage loans.

Noninterest income increased $37 million from the year ended December 31, 2019 due to increases in wealth and asset management revenue and other noninterest income. Wealth and asset management revenue increased $29 million from the year ended December 31, 2019 primarily as a result of increases in broker income, private client service fees and institutional fees. Other noninterest income increased $8 million from the year ended December 31, 2019 primarily due to a loss on sale of a business recognized during the year ended December 31, 2019.

Noninterest expense increased $4 million from the year ended December 31, 2019 primarily due to an increase in other noninterest expense driven by an increase in corporate overhead allocations partially offset by a decrease in travel expense.

Average loans and leases increased $79 million from the year ended December 31, 2019 primarily driven by increases in average residential mortgage loans and average other consumer loans as a result of higher loan production, partially offset by a decrease in average commercial and industrial loans as payoffs exceeded new loan production.

Average core deposits increased $1.3 billion from the year ended December 31, 2019 primarily due to increases in average interest checking deposits and average savings and money market deposits as a result of higher balances per customer account due to the current economic environment.

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

Comparison of the year ended 2019 with 2018

Net income was $112 million for the year ended December 31, 2019 compared to net income of $97 million for the year ended December 31, 2018. The increase in net income was driven by an increase in noninterest income as well as a decrease in provision for credit losses partially offset by an increase in noninterest expense.

Net interest income remained flat for the year ended December 31, 2019 compared to the year ended December 31, 2018. Net interest income was positively impacted by increases in FTP credits on interest checking deposits and savings and money market deposits as well as increases in both yields on and average balances of loans and leases. These positive impacts were offset by an increase in the rates paid on interest checking deposits as well as an increase in FTP charges on loans and leases.

Provision for credit losses decreased $12 million from the year ended December 31, 2018 driven by a decrease in net charge-offs on commercial and industrial loans. This decrease was partially offset by the impact of the benefit of lower criticized asset levels for the year ended December 31, 2018.

Noninterest income increased $33 million from the year ended December 31, 2018 due to an increase in wealth and asset management revenue partially offset by a decrease in other noninterest income. Wealth and asset management revenue increased $40 million from the year ended December 31, 2018 primarily due to an increase in private client service fees driven by increased sales production and strong market performance as well as the full-year benefit from acquisitions in 2018 and the acquisition of MB Financial, Inc. Other noninterest income decreased $7 million from the year ended December 31, 2018 primarily due to a loss on sale of a business recognized during the second quarter of 2019.

Noninterest expense increased $25 million from the year ended December 31, 2018 due to increases in compensation and benefits and other noninterest expense. Compensation and benefits increased $15 million from the year ended December 31, 2018 primarily due to higher base compensation driven by the full-year impact from acquisitions in 2018 and the acquisition of MB Financial, Inc. Other noninterest expense increased $10 million from the year ended December 31, 2018 primarily driven by an increase in corporate overhead allocations partially offset by a decrease in FDIC insurance and other taxes.

Average loans and leases increased $159 million from the year ended December 31, 2018 primarily due to an increase in average residential mortgage loans driven by the acquisition of MB Financial, Inc., partially offset by a decrease in average commercial and industrial loans as payoffs exceeded new loan production.

Average core deposits increased $369 million from the year ended December 31, 2018 primarily due to an increase in average interest checking deposits primarily as a result of the acquisition of MB Financial, Inc. as well as an increase in average savings and money market deposits.

General Corporate and Other

General Corporate and Other includes the unallocated portion of the investment securities portfolio, securities gains and losses, certain non-core deposit funding, unassigned equity, unallocated provision for credit losses expense or a benefit from the reduction of the ACL, the payment of preferred stock dividends and certain support activities and other items not attributed to the business segments.

Comparison of the year ended 2020 with 2019

Net interest income increased $1.1 billion from the year ended December 31, 2019 primarily driven by decreases in FTP credit rates on deposits allocated to the business segments, increases in interest income on loans and leases and decreases in interest expense on long-term debt, federal funds purchased, deposits and other short-term borrowings. These positive impacts were partially offset by decreases in the benefit related to FTP charge rates on loans and leases and a decrease in interest income on taxable securities.

The benefit from credit losses was $221 million for the year ended December 31, 2020 compared to a provision for credit losses of $15 million for the year ended December 31, 2019. The decrease for the year ended December 31, 2020 was primarily driven by an increase in the allocation of provision expense to the business segments due to an increase in commercial criticized asset levels, partially offset by an increase in the ACL reflecting deterioration in the macroeconomic environment as a result of the impact of the COVID-19 pandemic and the resulting impact of this environment on commercial borrowers. The change in provision for credit losses also reflected the impact of the change in methodology for estimating credit losses from the incurred loss methodology to the expected credit loss methodology beginning in the first quarter of 2020.

Noninterest income decreased $819 million from the year ended December 31, 2019 primarily due to the recognition of a $74 million gain from the TRA associated with Worldpay, Inc. for the year ended December 31, 2020 compared to the recognition of a $562 million gain related to the sale of Worldpay, Inc. shares in addition to the recognition of a $345 million gain from the Worldpay, Inc. TRA transaction during the year ended December 31, 2019. These negative impacts were partially offset by the recognition of securities gains of $62 million for the year ended December 31, 2020 compared to securities gains of $40 million for the year ended December 31, 2019.

Noninterest expense decreased $108 million from the year ended December 31, 2019 primarily driven by a decrease in technology and communications expense and an increase in corporate overhead allocations from General Corporate and Other to the other business segments, as well as decreases in travel expense, marketing expense and consulting fees, partially offset by increases in net occupancy expense and FDIC insurance and other taxes.

Comparison of the year ended 2019 with 2018

Net interest income decreased $415 million from the year ended December 31, 2018 primarily driven by an increase in FTP credits on deposits allocated to the business segments and increases in interest expense on long-term debt. These negative impacts were partially offset by an increase in the benefit related to FTP charges on loans and leases and an increase in interest income on taxable securities.

Provision for credit losses increased $7 million from the year ended December 31, 2018 primarily due to increases in both outstanding loan balances and unfunded commitments in 2019, exclusive of loans and leases acquired in the MB Financial, Inc. acquisition. This was partially offset by an increase in the allocation of provision expense to the business segments driven by an increase in commercial criticized asset levels.

Noninterest income increased $309 million from the year ended December 31, 2018 primarily driven by the recognition of a $562 million gain on the sale of Worldpay, Inc. shares for the year ended December 31, 2019 in addition to a $345 million gain recognized in the fourth quarter of 2019 from the Worldpay, Inc. TRA transaction compared to a $205 million gain on the sale of Worldpay, Inc. shares for the year ended December 31, 2018 and a $414 million gain recognized in the first quarter of 2018 related to Vantiv, Inc.'s acquisition of Worldpay Group plc. The increase from the year ended December 31, 2018 also included securities gains of $40 million during the year ended December 31, 2019 compared to securities losses of $54 million during the year ended December 31, 2018. These positive impacts were partially offset by an increase in the loss on the swap associated with the sale of Visa, Inc. Class B Shares. The Bancorp recognized negative valuation adjustments of $107 million related to the Visa total return swap for the year ended December 31, 2019 compared to negative valuation adjustments of $59 million during the year ended December 31, 2018.

Noninterest expense increased $139 million from the year ended December 31, 2018. The increase was primarily due to increases in technology and communications expense, compensation and benefits and net occupancy expense driven by merger-related expenses as a result of the acquisition of MB Financial, Inc. partially offset by an increase in corporate overhead allocations from General Corporate and Other to the other business segments. Refer to the Noninterest Expense subsection of the Statements of Income Analysis section of MD&A for additional information on merger-related expenses.

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

FOURTH QUARTER REVIEW

The Bancorp's 2020 fourth quarter net income available to common shareholders was $569 million, or $0.78 per diluted share, compared to net income available to common shareholders of $562 million, or $0.78 per diluted share, for the third quarter of 2020 and net income available to common shareholders of $701 million, or $0.96 per diluted share, for the fourth quarter of 2019.

Net interest income on an FTE basis (non-GAAP) was $1.2 billion for the fourth quarter of 2020, an increase of $12 million from the third quarter of 2020 and a decrease of $47 million from the fourth quarter of 2019. The increase from the third quarter of 2020 was primarily driven by lower core deposit and wholesale borrowing costs, an increase in accelerated PPP fees recognized upon loan forgiveness and elevated investment portfolio prepayment penalty proceeds, partially offset by the impact of lower commercial loan balances and a decline in mortgage rates. The decrease from the fourth quarter of 2019 was primarily driven by lower yields and lower balances on commercial loans, partially offset by lower deposits costs, the favorable impact of previously executed cash flow hedges and growth from PPP loans. Net interest income for the fourth quarter of 2020 included $12 million of amortization and accretion of premiums and discounts on acquired loans and leases and assumed deposits and long-term debt from acquisitions compared to $13 million in the third quarter of 2020 and $18 million in the fourth quarter of 2019.

Noninterest income was $787 million for the fourth quarter of 2020, an increase of $65 million compared to the third quarter of 2020 and a decrease of $248 million compared to the fourth quarter of 2019. The increase from the third quarter of 2020 was primarily due to an increase in other noninterest income, partially offset by decreases in mortgage banking net revenue and net securities gains. The decrease compared to the fourth quarter of 2019 was primarily driven by decreases in other noninterest income and mortgage banking net revenue.

Service charges on deposits were $146 million for the fourth quarter of 2020, an increase of $2 million compared to the previous quarter and a decrease of $3 million compared to the fourth quarter of 2019. The increase from the third quarter of 2020 was primarily due to an increase in consumer deposit fees. The decrease compared to the fourth quarter of 2019 was primarily due to a decrease in consumer deposit fees, partially offset by an increase in commercial deposit fees.

Commercial banking revenue was $141 million for the fourth quarter of 2020, an increase of $16 million compared to the third quarter of 2020 and $14 million compared to the fourth quarter of 2019. The increase from the previous quarter was primarily driven by increases in institutional sales and loan syndication fees, partially offset by lower corporate bond fees. The increase compared to the fourth quarter of 2019 was primarily driven by increases in institutional sales and corporate bond fees.

Mortgage banking net revenue was $25 million for the fourth quarter of 2020, a decrease of $51 million compared to the third quarter of 2020 and $48 million compared to the fourth quarter of 2019. The decrease in mortgage banking net revenue compared to the third quarter of 2020 was primarily driven by lower origination fees and gains on loan sales resulting from a decrease in originations, the decision to retain certain mortgages originated during the fourth quarter of 2020 and margin compression. The decrease in mortgage banking net revenue compared to the fourth quarter of 2019 was primarily driven by an increase in net negative valuation adjustments on MSRs and higher prepayment speeds. Mortgage banking net revenue is affected by net valuation adjustments, which include MSR valuation adjustments caused by fluctuating OAS, earning rates and prepayment speeds, as well as mark-to-market adjustments on free-standing derivatives used to economically hedge the MSR portfolio. Net negative valuation adjustments on MSRs were $88 million and $83 million in the fourth and third quarters of 2020, respectively, and $47 million in the fourth quarter of 2019. Residential mortgage originations for the fourth quarter of 2020 were $3.9 billion, compared with $4.5 billion in the previous quarter and $3.8 billion the fourth quarter of 2019. Originations for the fourth quarter of 2020 resulted in gains of $47 million on mortgages sold, compared with gains of $93 million for the previous quarter and $49 million for the fourth quarter of 2019. Gross mortgage servicing fees were $66 million in both the fourth and third quarters of 2020 and $72 million in the fourth quarter of 2019.

Wealth and asset management revenue was $133 million for the fourth quarter of 2020, an increase of $1 million from the previous quarter and $4 million from the fourth quarter of 2019. The increase from the third quarter of 2020 was primarily driven by higher personal asset management revenue and brokerage income, partially offset by lower institutional trust fees. The increase compared to the fourth quarter of 2019 was primarily driven by higher personal asset management revenue and brokerage income.

Card and processing revenue was $92 million for both the fourth and third quarters of 2020 and was $3 million lower than the fourth quarter of 2019. The decrease from the fourth quarter of 2019 was primarily driven by lower commercial and consumer card spend volumes, partially offset by lower reward costs.

Leasing business revenue was $69 million for the fourth quarter of 2020, a decrease of $8 million from the third quarter of 2020 and $2 million from the fourth quarter of 2019. The decrease from the third quarter of 2020 was primarily driven by a decrease in business solutions revenue. The decrease compared to the fourth quarter of 2019 was primarily driven by decreases in lease remarketing fees and operating lease income.

Other noninterest income was $168 million for the fourth quarter of 2020, an increase of $142 million compared to the third quarter of 2020 and a decrease of $214 million from the fourth quarter of 2019. The increase from the third quarter of 2020 was primarily driven by an increase in private equity investment income as well as income from the TRA associated with Worldpay, Inc. recognized during the fourth quarter of 2020. The decrease compared to the fourth quarter of 2019 was primarily due to a decrease in the income recognized from the TRA associated with Worldpay, Inc. driven by the Worldpay, Inc. transaction in the fourth quarter of 2019, partially offset by an increase in private equity investment income. For additional information on the Worldpay, Inc. transaction, refer to Note 21 of the Notes to Consolidated Financial Statements.

The net gains on investment securities were $14 million for the fourth quarter of 2020, $51 million for the third quarter of 2020 and $10 million for the fourth quarter of 2019. Net losses on securities held as non-qualifying hedges for MSRs were $1 million for both the fourth and third quarters of 2020 as well as the fourth quarter of 2019.

Noninterest expense was $1.2 billion for the fourth quarter of 2020, an increase of $75 million from the previous quarter and $76 million from the fourth quarter of 2019. The increase in noninterest expense from the previous quarter was primarily due to increases in compensation and benefits expense and other noninterest expense. Compensation and benefits expense increased from the prior quarter primarily due to increases in incentive compensation driven by strong performance in fees related to business growth during the fourth quarter of 2020, partially offset by a decrease in base compensation. Other noninterest expense increased from the prior quarter primarily driven by an increase in donations expense, partially offset by a decrease in losses and adjustments. The increase in noninterest expense compared to the fourth quarter of 2019 was primarily driven by an increase in compensation and benefits expense, partially offset by decreases in marketing expense, technology and communications expenses and other noninterest expense. Compensation and benefits expense increased from the fourth quarter of 2019 primarily due to increases in incentive compensation, base compensation and employee benefits expense. Marketing expense decreased from the fourth quarter of 2019 primarily due to the impact of the COVID-19 pandemic which resulted in a pause or slowdown in numerous marketing campaigns. Technology and communications expense decreased from the fourth quarter of 2019 primarily attributable to non-recurring integration and conversion costs incurred in the fourth quarter of 2019. Other noninterest expense decreased from the fourth quarter of 2019 primarily driven by decreases in losses and adjustments and travel expense, partially offset by increases in FDIC insurance and other taxes.

The ALLL as a percentage of portfolio loans and leases was 2.25% as of December 31, 2020 compared to 2.32% as of September 30, 2020 and 1.10% as of December 31, 2019. The benefit from credit losses was $13 million in the fourth quarter of 2020 compared with $15 million in the third quarter of 2020, and a provision for credit losses of $162 million in the fourth quarter of 2019. Net losses charged-off were $118 million in the fourth quarter of 2020, or 43 bps of average portfolio loans and leases on an annualized basis, compared with net losses charged-off of $101 million in the third quarter of 2020 and $113 million in the fourth quarter of 2019.

TABLE 21: Quarterly Information (unaudited)

For the three months ended ($ in millions, except per share data)	2020				2019			
	December, 31	**September, 30**	**June, 30**	**March, 31**	December, 31	September, 30	June, 30	March, 31
Net interest income[(a)]	**$ 1,185**	**1,173**	**1,203**	**1,233**	1,232	1,246	1,250	1,086
(Benefit from) provision for credit losses	**(13)**	**(15)**	**485**	**640**	162	134	85	90
Noninterest income	**787**	**722**	**650**	**671**	1,035	740	660	1,101
Noninterest expense	**1,236**	**1,161**	**1,121**	**1,200**	1,160	1,159	1,243	1,097
Net income	**604**	**581**	**195**	**46**	734	549	453	775
Net income available to common shareholders	**569**	**562**	**163**	**29**	701	530	427	760
Earnings per share, basic	**$ 0.79**	**0.78**	**0.23**	**0.04**	0.97	0.72	0.57	1.14
Earnings per share, diluted	**$ 0.78**	**0.78**	**0.23**	**0.04**	0.96	0.71	0.57	1.12

(a) *Amounts presented on an FTE basis. The FTE adjustment was $3 for the three months ended December 31, 2020, September 30, 2020 and June 30, 2020 and $4 for the three months ended March 31, 2020. The FTE adjustment was $4 for both the three months ended December 31, 2019 and September 30, 2019, $5 for the three months ended June 30, 2019 and $4 for the three months ended March 31, 2019.*

COMPARISON OF THE YEAR ENDED 2019 WITH 2018

The Bancorp's net income available to common shareholders for the year ended December 31, 2019 was $2.4 billion, or $3.33 per diluted share, which was net of $93 million in preferred stock dividends. The Bancorp's net income available to common shareholders for the year ended December 31, 2018 was $2.1 billion, or $3.06 per diluted share, which was net of $75 million in preferred stock dividends.

The provision for credit losses was $471 million for the year ended December 31, 2019 compared to $207 million for the same period in the prior year. The increase in provision expense for the year ended December 31, 2019 compared to the prior year was primarily due to increases in specific reserves on certain impaired commercial loans and the level of commercial criticized assets as well as increases in both outstanding loan balances and unfunded commitments in 2019, exclusive of loans and leases acquired in the MB Financial, Inc. acquisition. The ALLL increased $99 million from December 31, 2018 to $1.2 billion at December 31, 2019. At December 31, 2019, the ALLL as a percent of portfolio loans and leases decreased to 1.10%, compared to 1.16% at December 31, 2018. This decrease reflects the impact of the MB Financial, Inc. acquisition, which added approximately $13.4 billion in portfolio loans and leases at the acquisition date. Loans acquired by the Bancorp through a purchase business combination are recorded at fair value as of the acquisition date. The Bancorp did not carry over the acquired company's ALLL, nor did the Bancorp add to its existing ALLL as part of purchase accounting. The reserve for unfunded commitments increased $13 million from December 31, 2018 to $144 million at December 31, 2019. This increase reflects the impact of the MB Financial, Inc. acquisition, which included approximately $8 million in reserves for unfunded commitments at the acquisition date.

Net interest income on an FTE basis (non-GAAP) was $4.8 billion and $4.2 billion for the years ended December 31, 2019 and 2018, respectively. Net interest income was positively impacted by increases in average commercial and industrial loans and average commercial mortgage loans from the year ended December 31, 2018. Additionally, net interest income benefited from an increase in yields on average loans and leases from the year ended December 31, 2018. These positive impacts were partially offset by increases in both the rates paid on and balances of average interest-bearing core deposits and average long-term debt as well as an increase in average certificates $100,000 and over for the year ended December 31, 2019 compared to the year ended December 31, 2018. Additionally, net interest income was negatively impacted by the August 2019, September 2019 and October 2019 decisions of the FOMC to lower the target range of the federal funds rate. Net interest income for the year ended December 31, 2019 included $65 million of amortization and accretion of premiums and discounts on acquired loans and leases and assumed deposits and long-term debt from acquisitions. Net interest margin on an FTE basis (non-GAAP) was 3.31% for the year ended December 31, 2019 compared to 3.22% for the year ended December 31, 2018.

Noninterest income increased $746 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 primarily due to increases in other noninterest income, leasing business revenue, mortgage banking net revenue, commercial banking revenue and wealth and asset management revenue. Other noninterest income increased $261 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 primarily due to the recognition of gains on the sale of Worldpay Inc. shares driven by the Bancorp's sale of shares during the first quarter of 2019, an increase in the income from the TRA associated with Worldpay, Inc. and a decrease in the net losses on disposition and impairment of bank premises and equipment. These benefits were partially offset by the gain related to Vantiv, Inc.'s acquisition of Worldpay Group plc. recognized during the first quarter of 2018 as well as an increase in the loss on the swap associated with the sale of Visa, Inc. Class B Shares. Leasing business revenue increased $156 million for the year ended December 31, 2019 compared to the year ended December 31, 2018. The increase from the prior year was primarily driven by increases in operating lease income, leasing business solutions revenue and lease remarketing fees of $67 million, $50 million and $44 million, respectively. The increase in leasing business solutions revenue was driven by the acquisition of MB Financial, Inc. Mortgage banking net revenue increased $75 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 primarily due to a $75 million increase in origination fees and gains on loan sales due to the lower interest rate environment. Commercial banking revenue increased $52 million for the year ended December 31, 2019 compared to the year ended December 31, 2018. The increase from the prior year was primarily driven by increases in institutional sales revenue and business lending fees of $26 million and $21 million, respectively. Wealth and asset management revenue increased $43 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 primarily due to an increase of $37 million in private client service fees. This increase was driven by increased sales production and strong market performance as well as the full-year benefit from acquisitions in 2018 and the acquisition of MB Financial, Inc.

Noninterest expense increased $702 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 primarily due to increases in compensation and benefits expense, other noninterest expense and technology and communications expense. Compensation and benefits expense increased $303 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 driven by $90 million in merger-related expenses for the year ended December 31, 2019, the addition of personnel costs from the acquisition of MB Financial, Inc. and higher deferred compensation expense. Other noninterest expense increased $137 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 and included the impact of an increase of $23 million in merger-related expenses related to the acquisition of MB Financial, Inc. as well as increases in intangible amortization expense, losses and adjustments and loan and lease expense, partially offset by a decrease in FDIC insurance and other taxes. Technology and communications expense increased $137 million for the year ended December 31, 2019 compared to the year ended December 31, 2018 driven by $71 million in merger-related expenses for the year ended December 31, 2019, as well as increased investment in contemporizing information technology architecture, mitigating information security risks and growth initiatives.

BALANCE SHEET ANALYSIS

Loans and Leases

The Bancorp classifies its commercial loans and leases based upon primary purpose and consumer loans based upon product or collateral. Table 22 summarizes end of period loans and leases, including loans and leases held for sale and Table 23 summarizes average total loans and leases, including average loans and leases held for sale.

TABLE 22: Components of Total Loans and Leases (including loans and leases held for sale)

As of December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Commercial loans and leases:						
Commercial and industrial loans[(a)]	$	**49,895**	50,677	44,407	41,170	41,736
Commercial mortgage loans		**10,609**	10,964	6,977	6,610	6,904
Commercial construction loans		**5,815**	5,090	4,657	4,553	3,903
Commercial leases		**2,954**	3,363	3,600	4,068	3,974
Total commercial loans and leases		**69,273**	70,094	59,641	56,401	56,517
Consumer loans:						
Residential mortgage loans[(b)]		**20,393**	17,988	16,041	16,077	15,737
Home equity		**5,183**	6,083	6,402	7,014	7,695
Indirect secured consumer loans		**13,653**	11,538	8,976	9,112	9,983
Credit card		**2,007**	2,532	2,470	2,299	2,237
Other consumer loans		**3,014**	2,723	2,342	1,559	680
Total consumer loans		**44,250**	40,864	36,231	36,061	36,332
Total loans and leases	$	**113,523**	110,958	95,872	92,462	92,849
Total portfolio loans and leases (excluding loans and leases held for sale)[(c)]	$	**108,782**	109,558	95,265	91,970	92,098

(a) Includes $4.8 billion, as of December 31, 2020, related to the SBA's Paycheck Protection Program.

(b) Includes $39, as of December 31, 2020, of residential mortgage loans previously sold to GNMA for which the Bancorp is deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase. Refer to Note 17 of the Notes to Consolidated Financial Statements for further information.

(c) Subsequent to the Bancorp's earnings release furnished in a Form 8-K on January 21, 2021, the Bancorp reclassified $178 of loans from portfolio loans and leases to loans and leases held for sale because it was determined that those loans met the criteria for classification as held for sale as of December 31, 2020.

Total loans and leases, including loans and leases held for sale, increased $2.6 billion, or 2%, from December 31, 2019. The increase from December 31, 2019 was the result of an increase of $3.4 billion, or 8%, in consumer loans partially offset by a decrease of $821 million, or 1%, in commercial loans and leases.

Commercial loans and leases decreased $821 million from December 31, 2019 due to decreases in commercial and industrial loans, commercial leases and commercial mortgage loans, partially offset by an increase in commercial construction loans. Commercial and industrial loans decreased $782 million, or 2%, from December 31, 2019 primarily as a result of a decrease in revolving line of credit utilization, the strategic exit of certain relationships as well as payoffs outpacing production, partially offset by loans originated under the SBA's Paycheck Protection Program during 2020. Commercial leases decreased $409 million, or 12%, from December 31, 2019 primarily as a result of a planned reduction in indirect non-relationship-based lease originations. Commercial mortgage loans decreased $355 million, or 3%, from December 31, 2019 as payoffs exceeded loan originations. Commercial construction loans increased $725 million, or 14%, from December 31, 2019 primarily as a result of increased line of credit utilization as well as lower levels of payoffs.

Consumer loans increased $3.4 billion from December 31, 2019 due to increases in residential mortgage loans, indirect secured consumer loans and other consumer loans, partially offset by decreases in home equity and credit card. Residential mortgage loans increased $2.4 billion, or 13%, from December 31, 2019 primarily due to increases in residential mortgage loans held for sale as the Bancorp purchased $2.1 billion of government-guaranteed loans in forbearance programs and also repurchased certain loans from GNMA that were in forbearance programs. These increases were partially offset by payoffs exceeding loan originations on portfolio loans. Indirect secured consumer loans increased $2.1 billion, or 18%, from December 31, 2019 primarily as a result of loan production exceeding payoffs. Other consumer loans increased $291 million, or 11%, from December 31, 2019 primarily as a result of the purchase of a portfolio of point-of-sale loans as well as increases in loan originations. Home equity decreased $900 million, or 15%, from December 31, 2019 as payoffs exceeded loan originations. Credit card decreased $525 million, or 21%, from December 31, 2019 primarily due to the economic impacts from the COVID-19 pandemic, including reductions in the number of active accounts as well as higher net paydowns per active account.

TABLE 23: Components of Average Loans and Leases (including average loans and leases held for sale)

For the years ended December 31 ($ in millions)	**2020**	2019	2018	2017	2016
Commercial loans and leases:					
Commercial and industrial loans	$ **53,814**	50,168	42,668	41,577	43,184
Commercial mortgage loans	**11,011**	9,905	6,661	6,844	6,899
Commercial construction loans	**5,509**	5,174	4,793	4,374	3,648
Commercial leases	**3,038**	3,578	3,795	4,011	3,916
Total commercial loans and leases	**73,372**	68,825	57,917	56,806	57,647
Consumer loans:					
Residential mortgage loans	**17,828**	17,337	16,150	16,053	15,101
Home equity	**5,679**	6,286	6,631	7,308	7,998
Indirect secured consumer loans	**12,454**	10,345	8,993	9,407	10,708
Credit card	**2,230**	2,437	2,280	2,141	2,205
Other consumer loans	**2,848**	2,564	1,905	1,016	661
Total consumer loans	**41,039**	38,969	35,959	35,925	36,673
Total average loans and leases	$ **114,411**	107,794	93,876	92,731	94,320
Total average portfolio loans and leases (excluding loans and leases held for sale)	$ **112,993**	106,840	93,216	92,068	93,426

Average loans and leases, including average loans and leases held for sale, increased $6.6 billion, or 6%, from December 31, 2019 as the result of a $4.5 billion, or 7%, increase in average commercial loans and leases as well as a $2.1 billion, or 5%, increase in average consumer loans.

Average commercial loans and leases increased $4.5 billion from December 31, 2019 due to increases in average commercial and industrial loans, average commercial mortgage loans and average commercial construction loans, partially offset by a decrease in average commercial leases. Average commercial and industrial loans increased $3.6 billion, or 7%, from December 31, 2019 primarily driven by the aforementioned increases in Paycheck Protection Program loans. Average commercial mortgage loans increased $1.1 billion, or 11%, from December 31, 2019 primarily as a result of increases in loan originations and permanent financing from the Bancorp’s commercial construction loan portfolio. Average commercial construction loans increased $335 million, or 6%, from December 31, 2019 primarily as a result of increased line of credit utilization as well as lower levels of payoffs. Average commercial leases decreased $540 million, or 15%, from December 31, 2019 primarily as a result of a planned reduction in indirect non-relationship-based lease originations.

Average consumer loans increased $2.1 billion from December 31, 2019 due to increases in average indirect secured consumer loans, average residential mortgage loans and average other consumer loans, partially offset by decreases in average home equity and average credit card. Average indirect secured consumer loans increased $2.1 billion, or 20%, from December 31, 2019 primarily due to loan production exceeding payoffs. Average residential mortgage loans increased $491 million, or 3%, from December 31, 2019 primarily driven by the repurchase of certain loans from GNMA that were in forbearance programs, partially offset by higher runoff due to payoffs exceeding loan originations. Average other consumer loans increased $284 million, or 11%, from December 31, 2019 primarily as a result of increases in loan originations. Average home equity decreased $607 million, or 10%, from December 31, 2019 as payoffs exceeded loan originations. Average credit card decreased $207 million, or 8%, from December 31, 2019 driven by the negative economic impacts from the COVID-19 pandemic, including reductions in the number of active accounts as well as higher net paydowns per active account.

Investment Securities

The Bancorp uses investment securities as a means of managing interest rate risk, providing collateral for pledging purposes and for liquidity risk management. Total investment securities were $38.4 billion and $36.9 billion at December 31, 2020 and December 31, 2019, respectively. The taxable available-for-sale debt and other investment securities portfolio had an effective duration of 4.4 years at December 31, 2020 compared to 5.1 years at December 31, 2019.

Debt securities are classified as available-for-sale when, in management’s judgment, they may be sold in response to, or in anticipation of, changes in market conditions. Securities that management has the intent and ability to hold to maturity are classified as held-to-maturity and reported at amortized cost. Debt securities are classified as trading when bought and held principally for the purpose of selling them in the near term. At December 31, 2020, the Bancorp’s investment portfolio consisted primarily of AAA-rated available-for-sale debt and other securities. The Bancorp held an immaterial amount in below-investment grade available-for-sale debt and other securities at both December 31, 2020 and 2019.

Upon adoption of ASU 2016-13 on January 1, 2020, the Bancorp evaluates available-for-sale debt and other securities in an unrealized loss position to determine whether all or a portion of the unrealized loss on such securities is a credit loss. If credit losses are identified, they are generally recognized as an allowance for credit losses (a contra account to the amortized cost basis of the securities) with the periodic change in the allowance recognized in earnings. Prior to January 1, 2020, investment securities were evaluated for OTTI with any identified OTTI recognized as a charge to income and a direct reduction of the amortized cost basis of the securities.

At December 31, 2020, the Bancorp completed its evaluation of the available-for-sale debt and other securities in an unrealized loss position and did not recognize an allowance for credit losses. The Bancorp did not recognize provision expense for the year ended December 31, 2020 related to available-for-sale debt and other securities in an unrealized loss position. During the year ended December 31, 2019, the Bancorp recognized $1 million of OTTI on its available-for-sale debt and other securities, included in securities gains (losses), net, in the Consolidated Statements of Income.

The following table summarizes the end of period components of investment securities:

TABLE 24: Components of Investment Securities

As of December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Available-for-sale debt and other securities (amortized cost basis):						
U.S. Treasury and federal agencies securities	$	**74**	74	98	98	547
Obligations of states and political subdivisions securities		**17**	18	2	43	44
Mortgage-backed securities:						
Agency residential mortgage-backed securities[(a)]		**11,147**	13,746	16,403	15,281	15,525
Agency commercial mortgage-backed securities		**16,745**	15,141	10,770	10,113	9,029
Non-agency commercial mortgage-backed securities		**3,323**	3,242	3,305	3,247	3,076
Asset-backed securities and other debt securities		**3,152**	2,189	1,998	2,183	2,106
Other securities[(b)]		**524**	556	552	612	607
Total available-for-sale debt and other securities	$	**34,982**	34,966	33,128	31,577	30,934
Held-to-maturity securities (amortized cost basis):						
Obligations of states and political subdivisions securities	$	**9**	15	16	22	24
Asset-backed securities and other debt securities		**2**	2	2	2	2
Total held-to-maturity securities	$	**11**	17	18	24	26
Trading debt securities (fair value):						
U.S. Treasury and federal agencies securities	$	**81**	2	16	12	23
Obligations of states and political subdivisions securities		**10**	9	35	22	39
Agency residential mortgage-backed securities		**30**	55	68	395	8
Asset-backed securities and other debt securities		**439**	231	168	63	15
Total trading debt securities	$	**560**	297	287	492	85
Total equity securities (fair value)	$	**313**	564	452	439	416

(a) Includes interest-only mortgage-backed securities recorded at fair value with fair value changes recorded in securities gains (losses), net in the Consolidated Statements of Income.

(b) Other securities consist of FHLB, FRB and DTCC restricted stock holdings that are carried at cost.

On an amortized cost basis, available-for-sale debt and other securities were 19% and 24% of total interest-earning assets at December 31, 2020 and 2019, respectively. The estimated weighted-average life of the debt securities in the available-for-sale debt and other securities portfolio was 5.7 and 6.6 years at December 31, 2020 and 2019, respectively. In addition, at December 31, 2020 and 2019 the debt securities in the available-for-sale debt and other securities portfolio had a weighted-average yield of 3.05% and 3.22%, respectively.

Information presented in Table 25 is on a weighted-average life basis, anticipating future prepayments. Yield information is presented on an FTE basis and is computed using amortized cost balances and reflects the impact of prepayments. Maturity and yield calculations for the total available-for-sale debt and other securities portfolio exclude other securities that have no stated yield or maturity. Total net unrealized gains on the available-for-sale debt and other securities portfolio were $2.5 billion at December 31, 2020 compared to $1.1 billion at December 31, 2019. The fair value of investment securities is impacted by interest rates, credit spreads, market volatility and liquidity conditions. The fair value of investment securities generally increases when interest rates decrease or when credit spreads contract.

TABLE 25: Characteristics of Available-for-Sale Debt and Other Securities

As of December 31, 2020 ($ in millions)		Amortized Cost	Fair Value	Weighted-Average Life (in years)	Weighted-Average Yield
U.S. Treasury and federal agencies securities:					
Average life 1 – 5 years	$	74	78	2.1	2.12 %
Total	$	74	78	2.1	2.12 %
Obligations of states and political subdivisions securities:					
Average life of 1 year or less		—	—	0.1	5.90
Average life 1 – 5 years		17	17	2.2	1.81
Total	$	17	17	2.2	1.82 %
Agency residential mortgage-backed securities:					
Average life of 1 year or less		551	565	0.6	4.14
Average life 1 – 5 years		5,347	5,666	3.3	3.18
Average life 5 – 10 years		4,510	4,864	6.7	3.01
Average life greater than 10 years		739	812	14.0	2.97
Total	$	11,147	11,907	5.2	3.15 %
Agency commercial mortgage-backed securities:(a)					
Average life of 1 year or less		45	47	0.3	2.80
Average life 1 – 5 years		7,104	7,623	3.2	3.11
Average life 5 – 10 years		7,146	7,912	7.4	3.25
Average life greater than 10 years		2,450	2,639	13.2	2.61
Total	$	16,745	18,221	6.4	3.09 %
Non-agency commercial mortgage-backed securities:					
Average life of 1 year or less		36	36	0.5	2.38
Average life 1 – 5 years		2,836	3,055	3.7	3.20
Average life 5 – 10 years		451	499	5.8	3.26
Total	$	3,323	3,590	4.0	3.20 %
Asset-backed securities and other debt securities:					
Average life of 1 year or less		175	176	0.5	4.26
Average life 1 – 5 years		1,211	1,233	2.6	3.07
Average life 5 – 10 years		1,340	1,336	6.8	1.94
Average life greater than 10 years		426	431	13.9	1.16
Total	$	3,152	3,176	5.8	2.39 %
Other securities		524	524		
Total available-for-sale debt and other securities	$	34,982	37,513	5.7	3.05 %

(a) *Taxable-equivalent yield adjustments included in the above table are 0.08% and 0.01% for securities with an average life greater than 10 years and in total, respectively.*

Other Short-Term Investments

Other short-term investments primarily include overnight interest-earning investments, including reserves held at the FRB. The Bancorp uses other short-term investments as part of its liquidity risk management tools. Other short-term investments were $33.4 billion and $2.0 billion at December 31, 2020 and December 31, 2019, respectively. The increase of $31.4 billion from December 31, 2019 was primarily attributable to deposit growth during the year ended December 31, 2020.

Deposits

The Bancorp’s deposit balances represent an important source of funding and revenue growth opportunity. The Bancorp continues to focus on core deposit growth in its retail and commercial franchises by improving customer satisfaction, building full relationships and offering competitive rates. Average core deposits represented 74% and 71% of the Bancorp’s average asset funding base at December 31, 2020 and 2019, respectively.

The following table presents the end of period components of deposits:

TABLE 26: Components of Deposits

As of December 31 ($ in millions)		2020	2019	2018	2017	2016
Demand	$	**57,711**	35,968	32,116	35,276	35,782
Interest checking		**47,270**	40,409	34,058	27,703	26,679
Savings		**18,258**	14,248	12,907	13,425	13,941
Money market		**30,650**	27,277	22,597	20,097	20,749
Foreign office		**143**	221	240	484	426
Total transaction deposits		**154,032**	118,123	101,918	96,985	97,577
Other time		**3,023**	5,237	4,490	3,775	3,866
Total core deposits		**157,055**	123,360	106,408	100,760	101,443
Certificates $100,000 and over[(a)]		**2,026**	3,702	2,427	2,402	2,378
Total deposits	$	**159,081**	127,062	108,835	103,162	103,821

(a) Includes $1.3 billion, $2.1 billion, $1.2 billion, $1.3 billion and $1.3 billion of institutional, retail and wholesale certificates $250,000 and over at December 31, 2020, 2019, 2018, 2017 and 2016, respectively.

Core deposits increased $33.7 billion, or 27%, from December 31, 2019, driven by an increase in transaction deposits, partially offset by a decrease in other time deposits. Transaction deposits increased $35.9 billion, or 30%, from December 31, 2019 primarily due to increases in demand deposits, interest checking deposits, savings deposits and money market deposits. Demand deposits increased $21.7 billion, or 60%, from December 31, 2019 primarily as a result of higher balances per commercial customer account due to increased liquidity levels in the form of excess cash balances driven by the amount of fiscal stimulus during the year ended December 31, 2020 as well as balance migration from interest checking deposits. Interest checking deposits increased $6.9 billion, or 17%, from December 31, 2019 primarily as a result of higher balances per customer account due to the previously mentioned increased liquidity levels in the current economic environment, partially offset by the aforementioned balance migration into demand deposits. Savings deposits increased $4.0 billion, or 28%, and money market deposits increased $3.4 billion, or 12%, from December 31, 2019 primarily as a result of higher balances per customer account due to uncertainty regarding the COVID-19 pandemic, fiscal stimulus as well as higher demand for low-risk investment alternatives and decreased consumer spending. Other time deposits decreased $2.2 billion, or 42%, from December 31, 2019 primarily due to lower offering rates on certificates less than $100,000.

Certificates $100,000 and over decreased $1.7 billion, or 45%, from December 31, 2019, primarily due to a decrease in certificates of deposit issued since December 31, 2019.

The following table presents the components of average deposits for the years ended December 31:

TABLE 27: Components of Average Deposits

($ in millions)		2020	2019	2018	2017	2016
Demand	$	**47,111**	34,343	32,634	35,093	35,862
Interest checking		**46,890**	36,658	29,818	26,382	25,143
Savings		**16,440**	14,041	13,330	13,958	14,346
Money market		**29,879**	25,879	21,769	20,231	19,523
Foreign office		**185**	209	363	388	497
Total transaction deposits		**140,505**	111,130	97,914	96,052	95,371
Other time		**4,118**	5,470	4,106	3,771	4,010
Total core deposits		**144,623**	116,600	102,020	99,823	99,381
Certificates $100,000 and over[(a)]		**3,337**	4,504	2,426	2,564	2,735
Other deposits		**71**	265	476	277	333
Total average deposits	$	**148,031**	121,369	104,922	102,664	102,449

(a) Includes $2.2 billion, $2.6 billion, $1.1 billion, $1.4 billion and $1.5 billion of average institutional, retail and wholesale certificates $250,000 and over during the years ended December 31, 2020, 2019, 2018, 2017 and 2016, respectively.

On an average basis, core deposits increased $28.0 billion, or 24%, from December 31, 2019 due to an increase of $29.4 billion, or 26%, in average transaction deposits, partially offset by a decrease of $1.4 billion, or 25%, in average other time deposits. The increase in average transaction deposits was driven by increases in average demand deposits, average interest checking deposits, average money market deposits and average savings deposits. Average demand deposits increased $12.8 billion, or 37%, from December 31, 2019 primarily as a result of higher average balances per commercial customer account due to the previously mentioned increased liquidity levels in the current economic environment in the form of excess cash balances driven by the amount of fiscal stimulus as well as balance migration from interest checking deposits. Average interest checking deposits increased $10.2 billion, or 28%, from December 31, 2019 primarily as a result of higher average balances per customer account due to the previously mentioned increased liquidity levels in the current economic environment in the form of excess cash balances driven by the amount of fiscal stimulus partially offset by the aforementioned balance migration into demand deposits. Average money market deposits increased $4.0 billion, or 15%, and average savings deposits increased $2.4 billion, or 17% from December 31, 2019 primarily as a result of higher average balances per customer account due to the previously mentioned increased liquidity levels in the current economic environment as well as higher demand for low-risk investment alternatives and decreased consumer spending amidst uncertainty regarding the COVID-19 pandemic. Average other time deposits decreased primarily due to lower offering rates on certificates less than $100,000.

Average certificates $100,000 and over decreased $1.2 billion, or 26%, from December 31, 2019 primarily due to a decrease in average certificates of deposit issued since December 31, 2019. Average other deposits decreased $194 million, or 73%, from December 31, 2019 primarily due to a decrease in average Eurodollar trade deposits.

Contractual Maturities

The contractual maturities of certificates $100,000 and over as of December 31, 2020 are summarized in the following table:

TABLE 28: Contractual Maturities of Certificates $100,000 and Over

($ in millions)		
Next 3 months	$	586
3-6 months		1,032
6-12 months		211
After 12 months		197
Total certificates $100,000 and over	$	2,026

The contractual maturities of other time deposits and certificates $100,000 and over as of December 31, 2020 are summarized in the following table:

TABLE 29: Contractual Maturities of Other Time Deposits and Certificates $100,000 and Over

($ in millions)		
Next 12 months	$	4,413
13-24 months		355
25-36 months		128
37-48 months		73
49-60 months		59
After 60 months		21
Total other time deposits and certificates $100,000 and over	$	5,049

Borrowings

The Bancorp accesses a variety of short-term and long-term funding sources. Borrowings with original maturities of one year or less are classified as short-term and include federal funds purchased and other short-term borrowings. Total average borrowings as a percent of average interest-bearing liabilities were 15% at December 31, 2020 compared to 17% at December 31, 2019.

The following table summarizes the end of period components of borrowings:

TABLE 30: Components of Borrowings

As of December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Federal funds purchased	**$**	**300**	260	1,925	174	132
Other short-term borrowings		**1,192**	1,011	573	4,012	3,535
Long-term debt		**14,973**	14,970	14,426	14,904	14,388
Total borrowings	**$**	**16,465**	16,241	16,924	19,090	18,055

Total borrowings increased $224 million, or 1%, from December 31, 2019 due to increases in other short-term borrowings, federal funds purchased and long-term debt. Other short-term borrowings increased $181 million from December 31, 2019 primarily as a result of increases in securities sold under repurchase agreements driven by an increase in commercial customer activity. The level of other short-term borrowings can fluctuate significantly from period to period depending on funding needs and the sources that are used to satisfy those needs. For further information on the components of other short-term borrowings, refer to Note 17 of the Notes to Consolidated Financial Statements. Federal funds purchased increased $40 million from December 31, 2019 primarily due to an increase in commercial customer activity. Long-term debt increased $3 million from December 31, 2019 primarily driven by the issuance of $1.25 billion of unsecured senior fixed-rate bank notes in January of 2020, the issuance of $1.25 billion of unsecured senior fixed-rate notes in May of 2020 and $133 million of fair value adjustments associated with interest rate swaps hedging long-term debt during the year ended December 31, 2020. These increases were partially offset by the maturity of $1.1 billion of unsecured senior fixed-rate notes, the maturity of $750 million of unsecured senior fixed-rate bank notes, the maturity of $300 million of unsecured senior floating-rate bank notes and $568 million of paydowns on long-term debt associated with automobile loan securitizations during the year ended December 31, 2020. For additional information regarding the long-term debt issuances, refer to Note 18 of the Notes to Consolidated Financial Statements.

The following table summarizes the components of average borrowings:

TABLE 31: Components of Average Borrowings

For the years ended December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Federal funds purchased	**$**	**385**	1,267	1,509	557	506
Other short-term borrowings		**1,709**	1,046	1,611	3,158	2,845
Long-term debt		**16,004**	15,369	14,551	13,804	15,394
Total average borrowings	**$**	**18,098**	17,682	17,671	17,519	18,745

Total average borrowings increased $416 million, or 2%, compared to December 31, 2019 due to increases in average other short-term borrowings and average long-term debt, partially offset by a decrease in average federal funds purchased. Average other short-term borrowings increased $663 million compared to December 31, 2019 driven primarily by an increase in FHLB advances attributable to short-term advances executed during the early stages of the COVID-19 pandemic. Average long-term debt increased $635 million compared to December 31, 2019 primarily driven by the issuances of $1.25 billion of unsecured senior fixed-rate bank notes and $1.25 billion of unsecured senior fixed-rate notes during the year ended December 31, 2020 and the issuance of $750 million of unsecured senior fixed-rate notes in the fourth quarter in 2019. These increases were partially offset by the maturity of $1.1 billion of unsecured senior fixed-rate notes, the maturity of $750 million of unsecured senior fixed-rate bank notes, the maturity of $300 million of unsecured senior floating-rate bank notes and $568 million of paydowns on long-term debt associated with automobile loan securitizations since December 31, 2019. Average federal funds purchased decreased $882 million compared to December 31, 2019 primarily due to lower short-term funding needs given core deposit growth. Information on the average rates paid on borrowings is discussed in the Net Interest Income subsection of the Statements of Income Analysis section of MD&A. In addition, refer to the Liquidity Risk Management subsection of the Risk Management section of MD&A for a discussion on the role of borrowings in the Bancorp’s liquidity management.

RISK MANAGEMENT - OVERVIEW

Effective risk management is critical to the Bancorp's ongoing success and ensures that the Bancorp operates in a safe and sound manner, complies with applicable laws and regulations and safeguards the Bancorp's brand and reputation. Risks are inherent in the Bancorp's business, and the Bancorp is responsible for managing these risks effectively to deliver through-the-cycle value and performance for the Bancorp's shareholders, customers, employees and communities.

Fifth Third's Risk Management Framework, which is approved annually by the Capital Committee, ERMC, RCC and the Board of Directors, includes the following key elements:

- The Bancorp ensures transparency and escalation of risk through defined risk policies and a governance structure that includes the Risk and Compliance Committee of the Board of Directors, the Enterprise Risk Management Committee and other management-level risk committees and councils.
- The Bancorp establishes a risk appetite in alignment with its strategic, financial and capital plans. The Bancorp's risk appetite is defined using quantitative metrics and qualitative measures to ensure prudent risk taking and drive balanced decision making. The Bancorp's goal is to ensure that aggregate residual risks do not exceed the Bancorp's risk appetite, and that risks taken are supportive of the Bancorp's portfolio diversification and profitability objectives. The Board and executive management define the risk appetite, which is considered in the development of business strategies and forms the basis for risk management.
- The core principles that define the Bancorp's risk appetite are as follows:
  - To act with integrity in all activities.
  - To understand the risks taken and ensure that they are in alignment with the Bancorp's business strategies and risk appetite.
  - To avoid risks that cannot be understood, managed or monitored.
  - To provide transparency of risk to the Bancorp's management and Board by escalating risks and issues as necessary.
  - To ensure Fifth Third's products and services are aligned to the Bancorp's core customer base and are designed, delivered and maintained to provide value and benefit to the Bancorp's customers and to Fifth Third.
  - Not to offer products or services that are not appropriate or suitable for the Bancorp's customers.
  - Focus on providing operational excellence by providing reliable, accurate, and efficient services to meet the Bancorp's customers' needs.
  - To maintain a strong financial position to ensure the Bancorp meets its strategic objectives through all economic cycles and is able to access the capital markets at all times, even under stressed conditions.
  - To protect the Bancorp's reputation by thoroughly understanding the consequences of business strategies, products and processes.
  - To conduct the Bancorp's business in compliance with all applicable laws, rules and regulations and in alignment with internal policies and procedures.
- Fifth Third's core values and culture provide the foundation for sound risk management practices by establishing expectations for appropriate conduct and accountability across the organization. All employees are expected to conduct themselves in alignment with Fifth Third's Code of Business Conduct & Ethics, which may be found on www.53.com, while carrying out their responsibilities. Fifth Third's Corporate Responsibility and Reputation Committee provides oversight of business conduct policies, programs and strategies, and monitors reporting of potential misconduct, trends or themes across the enterprise. Prudent risk management is a responsibility that is expected from all employees and is a foundational element of Fifth Third's culture.
- The Bancorp manages eight defined risk types to a prescribed appetite. The risk types are credit risk, liquidity risk, interest rate risk, price risk, legal and regulatory compliance risk, operational risk, reputational risk and strategic risk.
- Fifth Third's Risk Management Process provides a consistent and integrated approach for managing risks. The five components of the Risk Management Process are: identify, assess, manage, monitor and report. The Bancorp has also established processes and programs to manage and report concentration risks, to ensure robust talent, compensation and performance management and to aggregate risks across the enterprise.

Fifth Third drives accountability for managing risk through its Three Lines of Defense structure:

- The first line of defense is comprised of front line units that create risk and are accountable for managing risk. These groups are the Bancorp's primary risk takers and are responsible for implementing effective internal controls and maintaining processes for identifying, assessing, controlling and mitigating the risks associated with their activities consistent with established risk appetite and limits. The first line of defense also includes business units that provide information technology, operations, servicing, processing or other support.
- The second line of defense, or Independent Risk Management, consists of Risk Management, Compliance and Credit Review. The second line is responsible for developing frameworks and policies to govern risk-taking activities, overseeing risk-taking of the organization, advising on controlling that risk and providing input on key risk decisions. Risk Management complements the front line's management of risk-taking activities through its monitoring and reporting responsibilities, including adherence to the risk appetite. Additionally, Risk Management is responsible for identifying, measuring, monitoring, controlling and reporting on aggregate risks enterprise-wide.
- The third line of defense is Internal Audit, which provides oversight of the first and second lines of defense, and independent assurance to the Board on the effectiveness of governance, risk management and internal controls.

CREDIT RISK MANAGEMENT

The objective of the Bancorp's credit risk management strategy is to quantify and manage credit risk on an aggregate portfolio basis, as well as to limit the risk of loss resulting from the failure of a borrower or counterparty to honor its financial or contractual obligations to the Bancorp. The Bancorp's credit risk management strategy is based on three core principles: conservatism, diversification and monitoring. The Bancorp believes that effective credit risk management begins with conservative lending practices which are described below. These practices include the use of intentional risk-based limits for single name exposures and counterparty selection criteria designed to reduce or eliminate exposure to borrowers who have higher than average default risk and defined weaknesses in financial performance. The Bancorp carefully designed and monitors underwriting, documentation and collection standards. The Bancorp's credit risk management strategy also emphasizes diversification on a geographic, industry and customer level as well as ongoing portfolio monitoring and timely management reviews of large credit exposures and credits experiencing deterioration of credit quality. Credit officers with the authority to extend credit are delegated specific authority amounts, the utilization of which is closely monitored. Underwriting activities are centrally managed, and ERM manages the policy and the authority delegation process directly. The Credit Risk Review function provides independent and objective assessments of the quality of underwriting and documentation, the accuracy of risk grades and the charge-off, nonaccrual and reserve analysis process. The Bancorp's credit review process and overall assessment of the adequacy of the allowance for credit losses is based on quarterly assessments of the estimated losses expected in the loan and lease portfolio. The Bancorp uses these assessments to promptly identify potential problem loans or leases within the portfolio, maintain an adequate allowance for credit losses and record any necessary charge-offs. The Bancorp defines potential problem loans and leases as those rated substandard that do not meet the definition of a nonaccrual loan or a restructured loan. Refer to Note 7 of the Notes to Consolidated Financial Statements for further information on the Bancorp's credit grade categories, which are derived from standard regulatory rating definitions. In addition, stress testing is performed on various commercial and consumer portfolios utilizing various models. For certain portfolios, such as real estate and leveraged lending, stress testing is performed by Credit department personnel at the individual loan level during credit underwriting.

The following tables provide a summary of potential problem portfolio loans and leases:

TABLE 32: Potential Problem Portfolio Loans and Leases

As of December 31, 2020 ($ in millions)		Carrying Value	Unpaid Principal Balance	Exposure
Commercial and industrial loans	**$**	**2,641**	**2,651**	**3,687**
Commercial mortgage loans		**784**	**798**	**792**
Commercial construction loans		**240**	**240**	**252**
Commercial leases		**72**	**72**	**72**
Total potential problem portfolio loans and leases	**$**	**3,737**	**3,761**	**4,803**

TABLE 33: Potential Problem Portfolio Loans and Leases

As of December 31, 2019 ($ in millions)		Carrying Value	Unpaid Principal Balance	Exposure
Commercial and industrial loans	$	1,100	1,120	1,488
Commercial mortgage loans		342	390	342
Commercial construction loans		75	82	84
Commercial leases		61	61	61
Total potential problem portfolio loans and leases	$	1,578	1,653	1,975

In addition to the individual review of larger commercial loans that exhibit probable or observed credit weaknesses, the commercial credit review process includes the use of two risk grading systems. The first of these risk grading systems encompasses ten categories, which are based on regulatory guidance for credit risk systems. These ratings are used by the Bancorp to monitor and manage its credit risk. The Bancorp also maintains a dual risk rating system for credit approval and pricing, portfolio monitoring and capital allocation that includes a "through-the-cycle" rating philosophy for assessing a borrower's creditworthiness. A "through-the-cycle" rating philosophy uses a grading scale that assigns ratings based on average default rates through an entire business cycle for borrowers with similar financial performance. The dual risk rating system includes thirteen probabilities of default grade categories and an additional eleven grade categories for estimating losses given an event of default. The probability of default and loss given default evaluations are not separated in the ten-category regulatory risk rating system.

The Bancorp has also developed models to estimate expected credit losses as part of the Bancorp's adoption of ASU 2016-13 "*Measurement of Credit Losses on Financial Instruments*" on January 1, 2020. For loans and leases that are collectively evaluated, the Bancorp utilizes these models to forecast expected credit losses over a reasonable and supportable forecast period based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. Refer to Note 1 of the Notes to Consolidated Financial Statements for additional information about the Bancorp's processes for developing these models, estimating credit losses for periods beyond the reasonable and supportable forecast period and for estimating credit losses for individually evaluated loans.

For the commercial portfolio segment, the estimated probabilities of default are primarily based on the probability of default ratings assigned under the through-the-cycle dual risk rating system and historical observations of how those ratings migrate to a default over time in the context of macroeconomic conditions. For loans with available credit, the estimate of the expected balance at the time of default considers expected utilization rates, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions.

For collectively evaluated loans in the consumer and residential mortgage portfolio segments, the Bancorp's expected credit loss models primarily utilize the borrower's FICO score and delinquency history in combination with macroeconomic conditions when estimating the probability of default. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. The expected balance at the estimated date of default is also especially impactful in the expected credit loss models for portfolio classes which generally have longer terms (such as residential mortgage loans and home equity) and portfolio classes containing a high concentration of loans with revolving privileges (such as credit card and home equity). The estimate of the expected balance at the time of default considers expected prepayment and utilization rates where applicable, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The Bancorp also utilizes various scoring systems, analytical tools and portfolio performance monitoring processes to assess the credit risk of the consumer and residential mortgage portfolios.

Overview

Financial markets began the year optimistic as the signing of the Phase I trade between China and the U.S. lifted investor expectations for global growth in 2020. In February, the onset of the COVID-19 pandemic and the related shutdown of the economy led to a dramatic repricing of financial markets. From mid-February to late March 2020 the S&P 500 declined 34%, the 10-year Treasury fell to all-time lows, investment grade credit spreads widened 350 basis points, and the U.S. dollar appreciated strongly versus other currencies. In response to the economic and financial market dislocations, unprecedented fiscal and monetary policies were implemented to offset the economic shock. These policies along with the development of multiple vaccines helped support the recovery from the COVID-19 pandemic as the year progressed.

Economic recovery continued in the fourth quarter of 2020 as accommodative monetary policy and additional fiscal stimulus supported economic activity while the beginning of COVID-19 vaccinations in December 2020 supported the risk on sentiment in financial markets. The Federal Reserve maintained their commitment to keeping the target rate for federal funds at 0% to 0.25% for the foreseeable future while continuing to expand their balance sheet holdings by at least $80 billion of treasuries and $40 billion of agency mortgage-backed securities per month. At the December 2020 FOMC meeting, federal officials indicated balance sheet purchases would continue at the current pace "until substantial further progress has been made toward the Committee's maximum employment and price stability goals." In December 2020, the federal government enacted legislation that provides additional relief for individuals, businesses and hospitals in response to the economic distress caused by the COVID-19 pandemic. The $900 billion relief legislation included an extension of the Federal Pandemic Unemployment Compensation program, a new round of stimulus checks for individuals, a second round of the Paycheck Protection Program, assistance for schools and the transportation sector and funding to assist states with COVID-19 testing and vaccine distribution.

Although COVID-19 cases rose to new records in December 2020, along with hospitalizations and deaths, the start of the vaccination process supported investors' expectations for an end of the pandemic in 2021. In addition, the results of the federal elections in November 2020 supported investors' expectations of additional fiscal stimulus and a robust recovery in the second half of 2021. The bullish sentiment led to yield curve steepening in the treasury market, all-time high equity valuations, tighter credit spreads and flatter credit curves. The housing market remained robust as low mortgage rates and tight inventory levels supported the strongest home price growth since 2014, while the S&P 500 increased 12.15% in the fourth quarter of 2020 and 18.40% for the year ended December 31, 2020. With the rise in asset prices, household net worth reached a record at the end of the third quarter of 2020, up approximately 7% year-over-year. Lastly, the U.S. employment picture continued to improve during the fourth quarter of 2020 as the unemployment rate declined from 7.8% to 6.7% despite the new COVID-19 lockdown restrictions which led to higher unemployment claims and a loss in jobs in the most recent employment report.

COVID-19 Hardship Relief Programs

In response to the COVID-19 pandemic, beginning in March 2020, the Bancorp began providing financial hardship relief to borrowers that were negatively impacted by the pandemic and its related economic impacts. For retail borrowers, these relief programs included three-month payment deferrals for non-real estate secured and unsecured portfolios, six-month payment deferrals for home equity loans and lines of credit and six-month forbearances for residential mortgages. The Bancorp also temporarily waived fees for certain products and services, suspended initiating any new repossession actions on vehicles and suspended all residential foreclosure activity. In most cases, these offers are not classified as TDRs and do not result in loans being placed on nonaccrual status. The fee waiver, repossession suspension and payment deferral programs for non-real estate secured and unsecured and home equity loans and lines of credit were discontinued early in the third quarter of 2020. However, new programs to assist consumer customers are now being offered to meet the uniqueness of the current economic environment. These primarily include a short-term hardship program which allows for a reduced payment amount for six months with full payments resuming thereafter or placement into a loan modification program that could include permanent rate reductions or maturity extensions.

The Bancorp currently plans to continue to offer the six-month forbearance program for its residential mortgage borrowers in alignment with the forbearances offered for federally-backed mortgage loans under the provisions of the CARES Act. Upon completion of the initial six-month forbearance period for residential mortgage loans, borrowers may request to extend the forbearance period for an additional period of up to six months. Additionally, the Bancorp will continue to follow the specific GSE guidance for other non-forbearance related COVID-19 pandemic relief programs when servicing its residential mortgage portfolio. These programs include traditional loan modifications and/or deferral of past due payments to the maturity of the loan. The Bancorp continues to suspend residential foreclosure activity in alignment with GSE practices. The Bancorp will also be responsive to any legislative changes related to foreclosure activity.

The Bancorp has also offered a variety of relief options to its commercial borrowers that have been impacted by the COVID-19 pandemic. While these offers are individually negotiated and tailored to each borrower’s specific facts and circumstances, the most commonly offered relief measures include temporary covenant waivers and/or deferrals of principal and/or interest payments for up to 90 days. After the deferral program, a customer may have the option to resume normal payments, enter into a formal loan modification program or restructure the loan arrangement.

For loans that receive a payment deferral or forbearance under these hardship relief programs, the Bancorp continues to accrue interest and recognize interest income during the period of the deferral. Depending on the terms of each program, all or a portion of this accrued interest may be paid directly by the borrower (either during the relief period, at the end of the relief period or at maturity of the loan) or added to the customer’s outstanding balance. For certain programs, the maturity date of the loan may also be extended by the number of payments deferred. Interest income will continue to be recognized at the original contractual interest rate unless that rate is concurrently modified upon entering the relief program (in which case, the modified rate would be used to recognize interest).

For commercial leases that receive payment deferrals under the Bancorp’s COVID-19 pandemic hardship relief programs, the Bancorp will continue to recognize interest income during the deferral period, but the yield will be recalculated based on the timing and amount of remaining payments over the remaining lease term. The revised yield will be used for prospectively recognizing interest income and adjusting the net investment in the lease. The Bancorp’s hardship relief programs for commercial leases affect the timing of payments but do not generally result in an increase in the rights of the lessor or the obligations of the lessee. Therefore, the Bancorp has elected to forego certain requirements that would typically apply for lease modifications when accounting for the effects of the hardship relief programs. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section of Note 1 of the Notes to Consolidated Financial Statements for further information.

As of December 31, 2020, the Bancorp had discontinued new enrollments for its consumer hardship relief programs except for the residential mortgage forbearance program previously discussed. The remaining consumer loans that were in an active relief period as of December 31, 2020 primarily consisted of borrowers who were previously enrolled in a hardship relief program and then subsequently requested additional assistance. These extended assistance periods generally provide reduced payments for a period of up to six months and are expected to be substantially complete in the first quarter of 2021. As previously discussed, residential mortgage borrowers may receive a total forbearance of up to one year so borrowers will be in active relief periods for a longer period of time. However, the Bancorp currently expects most of its residential mortgage loans to exit forbearance in the first half of 2021.

The following table provides a summary of portfolio loans and leases as of December 31, 2020, by class, that have received payment deferrals or forbearances as part of the Bancorp's COVID-19 pandemic hardship relief programs:

TABLE 34: Summary of Portfolio Loans and Leases Enrolled In Hardship Relief Programs

	Amortized Cost Basis of Loans and Leases				Past Due(c)		
December 31, 2020 ($ in millions)	Completed Relief Period	In Active Relief Period(a)	Total that Have Received Payment Relief(b)	Current(c)	30-89 Days	90 Days or More	Total Past Due
Commercial loans:							
Commercial and industrial loans	$ 1,355	10	1,365	1,347	14	4	18
Commercial mortgage owner-occupied loans	564	16	580	575	4	1	5
Commercial mortgage nonowner-occupied loans	1,081	97	1,178	1,125	27	26	53
Commercial construction loans	470	15	485	485	—	—	—
Commercial leases	91	—	91	91	—	—	—
Residential mortgage loans(b)	859	615	1,474	1,243	53	178	231
Consumer loans:							
Home equity	195	11	206	183	15	8	23
Indirect secured consumer loans(d)	771	216	987	922	49	16	65
Credit card	110	25	135	109	12	14	26
Other consumer loans	95	14	109	103	4	2	6
Total portfolio loans and leases	$ 5,591	1,019	6,610	6,183	178	249	427

(a) Includes loans and leases that are still in the initial payment relief period (primarily residential mortgage and home equity loans) and loans that have requested additional relief.

(b) Excludes $921 of loans previously sold to GNMA that the Bancorp had the option to repurchase as a result of forbearance, $882 of which were repurchased and are classified as held for sale.

(c) For loans which are still in an active relief period, past due status is based on the borrower's status as of March 1, 2020, as adjusted based on the borrower's compliance with modified loan terms.

(d) Indirect secured consumer loans which are still in an active relief period as of December 31, 2020 are required to make payments but at a reduced amount from original contractual terms.

As of December 31, 2020, $1.5 billion of the Bancorp's residential mortgage loans had been enrolled in a COVID-19 forbearance program (either active or completed). These loans had a weighted-average FICO score of approximately 690 and a weighted-average origination LTV of approximately 81%. Approximately 60% of these borrowers made at least one payment since entering forbearance, and 84% of balances are reported as current as of December 31, 2020. The Bancorp had $615 million of these loans in an active relief period as of December 31, 2020 and these loans had a weighted-average FICO score of approximately 660 and a weighted-average origination LTV of approximately 83%. Approximately one third of borrowers in an active forbearance period have made at least one payment since entering forbearance and approximately 85% of the residential mortgage loans still in an active relief period have completed the initial six-month forbearance period and have requested an extended forbearance for up to an additional six months.

Commercial Portfolio

The Bancorp’s credit risk management strategy seeks to minimize concentrations of risk through diversification. The Bancorp has commercial loan concentration limits based on industry, lines of business within the commercial segment, geography and credit product type. The risk within the commercial loan and lease portfolio is managed and monitored through an underwriting process utilizing detailed origination policies, continuous loan level reviews, monitoring of industry concentration and product type limits and continuous portfolio risk management reporting.

The Bancorp provides loans to a variety of customers ranging from large multinational firms to middle market businesses, sole proprietors and high net worth individuals. The origination policies for commercial and industrial loans outline the risks and underwriting requirements for loans to businesses in various industries. Included in the policies are maturity and amortization terms, collateral and leverage requirements, cash flow coverage measures and hold limits. The Bancorp aligns credit and sales teams with specific industry expertise to better monitor and manage different industry segments of the portfolio.

Certain industries have experienced increased stress due to the COVID-19 pandemic. These include consumer-driven industries that require gathering or congregation such as leisure and recreation (including casinos, restaurants, sports, fitness, hotels and other industries), non-essential retail and leisure travel (primarily including airlines and cruise lines). Certain segments of the healthcare industry (including skilled nursing, physician offices and surgery/outpatient centers, among others) have also been impacted by the pandemic given delays and restrictions on in-person visits and elective procedures. The following table presents industries impacted the most severely within the Bancorp’s commercial and industrial and commercial real estate loan portfolios as of December 31, 2020:

TABLE 35: Industries Impacted the Most Severely by the COVID-19 Pandemic

($ in millions)		Balance	Exposure	Industry Classification[b]
Commercial and industrial loans:[a]				
Leisure and recreation[c]	$	3,827	7,254	Accommodation and food / Entertainment and recreation
Healthcare		834	1,560	Healthcare
Retail - non-essential		690	3,043	Retail trade
Leisure travel		416	585	Transportation and warehousing
Total commercial and industrial loans		5,767	12,442	
Commercial real estate loans:				
Leisure and recreation[c]		2,225	2,568	Accommodation and food / Entertainment and recreation
Healthcare		1,647	2,025	Healthcare
Retail - non-essential		1,242	1,335	Real estate
Total commercial real estate loans		5,114	5,928	
Total	$	10,881	18,370	

(a) Excludes PPP loans.
(b) As defined by the North American Industry Classification System.
(c) Balances include exposures to casinos, restaurants, sports, fitness, hotels and other.

Additionally, the Bancorp’s energy loan portfolio of $2.6 billion for oil and gas production and related industries was also impacted by significant declines in oil prices during the year ended December 31, 2020.

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The following table provides detail on commercial loans and leases by industry classification (as defined by the North American Industry Classification System), by loan size and by state, illustrating the diversity and granularity of the Bancorp's commercial loans and leases:

TABLE 36: Commercial Loan and Lease Portfolio (excluding loans and leases held for sale)

	2020			2019		
As of December 31 ($ in millions)	Outstanding	Exposure	Nonaccrual	Outstanding	Exposure	Nonaccrual
By Industry:						
Real estate	$ **11,416**	**16,865**	**143**	11,320	16,993	9
Manufacturing	**10,699**	**21,986**	**68**	11,996	22,079	87
Financial services and insurance	**6,868**	**15,113**	**—**	7,214	15,398	—
Business services	**5,344**	**9,114**	**66**	5,170	8,579	75
Healthcare	**5,168**	**7,874**	**41**	4,984	7,206	38
Wholesale trade	**4,204**	**7,990**	**25**	4,502	7,715	17
Accommodation and food	**4,166**	**6,600**	**35**	3,745	6,525	21
Retail trade	**3,651**	**8,871**	**6**	3,948	8,255	39
Communication and information	**3,128**	**5,802**	**39**	3,166	5,567	2
Transportation and warehousing	**2,846**	**4,596**	**13**	2,880	4,996	12
Construction	**2,631**	**6,053**	**4**	2,526	5,327	4
Mining	**2,626**	**4,171**	**94**	3,046	4,966	37
Entertainment and recreation	**2,248**	**3,537**	**84**	1,905	3,327	40
Other services	**1,362**	**1,770**	**7**	1,224	1,662	4
Utilities	**1,162**	**3,011**	**—**	991	2,672	—
Public administration	**880**	**1,428**	**—**	782	1,107	—
Agribusiness	**394**	**616**	**10**	344	554	9
Other	**127**	**129**	**2**	151	153	3
Individuals	**77**	**123**	**1**	64	128	—
Total	$ **68,997**	**125,649**	**638**	69,958	123,209	397
By Loan Size:						
Less than $1 million	**7 %**	**5**	**10**	4	3	10
$1 million to $5 million	**9**	**7**	**18**	9	7	22
$5 million to $10 million	**7**	**6**	**14**	7	6	11
$10 million to $25 million	**18**	**16**	**27**	20	17	27
$25 million to $50 million	**24**	**23**	**31**	24	24	30
Greater than $50 million	**35**	**43**	**—**	36	43	—
Total	**100 %**	**100**	**100**	100	100	100
By State:						
Illinois	**14 %**	**12**	**28**	15	12	18
Ohio	**11**	**12**	**4**	10	11	6
Florida	**8**	**7**	**1**	7	7	6
Michigan	**6**	**6**	**7**	6	6	7
Indiana	**4**	**4**	**1**	4	4	2
Georgia	**3**	**4**	**7**	3	4	11
North Carolina	**3**	**2**	**3**	3	3	10
Tennessee	**2**	**3**	**1**	3	3	1
Kentucky	**2**	**2**	**4**	2	2	9
Other	**47**	**48**	**44**	47	48	30
Total	**100 %**	**100**	**100**	100	100	100

The origination policies for commercial real estate outline the risks and underwriting requirements for owner and nonowner-occupied and construction lending. Included in the policies are maturity and amortization terms, maximum LTVs, minimum debt service coverage ratios, construction loan monitoring procedures, appraisal requirements, pre-leasing requirements (as applicable), pro forma analysis requirements and interest rate sensitivity. The Bancorp requires a valuation of real estate collateral, which may include third-party appraisals, be performed at the time of origination and renewal in accordance with regulatory requirements and on an as-needed basis when market conditions justify. Although the Bancorp does not back test these collateral value assumptions, the Bancorp maintains an appraisal review department to order and review third-party appraisals in accordance with regulatory requirements. Collateral values on criticized assets with relationships exceeding $1 million are reviewed quarterly to assess the appropriateness of the value ascribed in the assessment of charge-offs and specific reserves.

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The Bancorp assesses all real estate and non-real estate collateral securing a loan and considers all cross-collateralized loans in the calculation of the LTV ratio. The following tables provide detail on the most recent LTV ratios for commercial mortgage loans greater than $1 million, excluding commercial mortgage loans that are individually evaluated. The Bancorp does not typically aggregate the LTV ratios for commercial mortgage loans less than $1 million.

TABLE 37: Commercial Mortgage Loans Outstanding by LTV, Loans Greater Than $1 Million

As of December 31, 2020 ($ in millions)		LTV > 100%	LTV 80-100%	LTV < 80%
Commercial mortgage owner-occupied loans	**$**	**121**	**310**	**3,209**
Commercial mortgage nonowner-occupied loans		**51**	**72**	**4,757**
Total	**$**	**172**	**382**	**7,966**

TABLE 38: Commercial Mortgage Loans Outstanding by LTV, Loans Greater Than $1 Million

As of December 31, 2019 ($ in millions)		LTV > 100%	LTV 80-100%	LTV < 80%
Commercial mortgage owner-occupied loans	$	126	393	3,199
Commercial mortgage nonowner-occupied loans		58	107	4,562
Total	$	184	500	7,761

The Bancorp views non-owner-occupied commercial real estate as a higher credit risk product compared to some other commercial loan portfolios due to the higher volatility of the industry.

The following tables provide an analysis of nonowner-occupied commercial real estate loans by state (excluding loans held for sale):

TABLE 39: Nonowner-Occupied Commercial Real Estate (excluding loans held for sale)[(a)]

As of December 31, 2020 ($ in millions)						**For the Year Ended December 31, 2020**
		Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net Charge-offs
By State:						
Illinois	**$**	**2,844**	**3,375**	**1**	**45**	**6**
Ohio		**1,405**	**1,990**	**—**	**4**	**—**
Florida		**1,132**	**1,668**	**—**	**—**	**—**
North Carolina		**854**	**1,124**	**—**	**2**	**—**
Michigan		**810**	**926**	**—**	**1**	**—**
Indiana		**580**	**1,029**	**—**	**—**	**—**
Georgia		**424**	**924**	**—**	**1**	**—**
All other states		**2,981**	**4,539**	**—**	**25**	**35**
Total	**$**	**11,030**	**15,575**	**1**	**78**	**41**

(a) Included in commercial mortgage loans and commercial construction loans in the Loans and Leases subsection of the Balance Sheet Analysis section of MD&A.

TABLE 40: Nonowner-Occupied Commercial Real Estate (excluding loans held for sale)[(a)]

As of December 31, 2019 ($ in millions)						For the Year Ended December 31, 2019
		Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net Charge-offs
By State:						
Illinois	$	3,097	3,639	6	—	2
Ohio		1,402	1,861	—	1	—
Florida		951	1,605	—	—	—
North Carolina		635	1,040	—	—	—
Michigan		714	849	—	—	—
Indiana		582	865	—	—	—
Georgia		351	897	—	—	—
All other states		2,883	4,569	—	—	—
Total	$	10,615	15,325	6	1	2

(a) Included in commercial mortgage loans and commercial construction loans in the Loans and Leases subsection of the Balance Sheet Analysis section of MD&A.

Consumer Portfolio

Consumer credit risk management utilizes a framework that encompasses consistent processes for identifying, assessing, managing, monitoring and reporting credit risk. These processes are supported by a credit risk governance structure that includes Board oversight, policies, risk limits and risk committees.

The Bancorp's consumer portfolio is materially comprised of five categories of loans: residential mortgage loans, home equity, indirect secured consumer loans, credit card and other consumer loans. The Bancorp has identified certain credit characteristics within these five categories of loans which it believes represent a higher level of risk compared to the rest of the consumer loan portfolio. The Bancorp does not update LTVs for the consumer portfolio subsequent to origination except as part of the charge-off process for real estate secured loans. Credit risk management continues to closely monitor the indirect secured consumer portfolio performance, which includes automobile loans. The automobile market has exhibited industry-wide gradual loosening of credit standards such as lower FICOs, longer terms and higher LTVs. The Bancorp has adjusted credit standards focused on improving risk-adjusted returns while maintaining credit risk tolerance. The Bancorp actively manages the automobile portfolio through concentration limits, which mitigate credit risk through limiting the exposure to lower FICO scores, higher advance rates and extended term originations.

Additionally, the Bancorp enhanced its credit underwriting guidelines across the entire consumer portfolio in response to the economic stress created by the COVID-19 pandemic. The Bancorp routinely and consistently evaluates underwriting practices to align with economic conditions as part of standard risk management protocols. The Bancorp will continue to evaluate these practices based on underlying economic factors and internal considerations.

Residential mortgage portfolio

The Bancorp manages credit risk in the residential mortgage portfolio through underwriting guidelines that limit exposure to higher LTVs and lower FICO scores. Additionally, the portfolio is governed by concentration limits that ensure geographic, product and channel diversification. The Bancorp may also package and sell loans in the portfolio.

The Bancorp does not originate residential mortgage loans that permit customers to defer principal payments or make payments that are less than the accruing interest. The Bancorp originates both fixed-rate and ARM loans. Within the ARM portfolio approximately $559 million of ARM loans will have rate resets during the next twelve months. Of these resets, 6% are expected to experience an increase in rate, with an average increase of approximately 0.4%. Underlying characteristics of these borrowers are relatively strong with a weighted-average origination DTI of 32% and weighted-average origination LTV of 71%.

Certain residential mortgage products have contractual features that may increase credit exposure to the Bancorp in the event of a decline in housing values. These types of mortgage products offered by the Bancorp include loans with high LTVs, multiple loans secured by the same collateral that when combined result in an LTV greater than 80% and interest-only loans. The Bancorp has deemed residential mortgage loans with greater than 80% LTVs and no mortgage insurance as loans that represent a higher level of risk.

Portfolio residential mortgage loans from 2010 and later vintages represented 94% of the portfolio as of December 31, 2020 and had a weighted-average origination LTV of 73% and a weighted-average origination FICO of 762.

In response to the COVID-19 pandemic, the Bancorp has provided forbearances for up to six months for customers who are experiencing a hardship related to COVID-19, with an option for borrowers to extend the forbearance period for an additional period of up to six months upon request. Additionally, the Bancorp has maintained tighter credit underwriting guidelines for new originations, raising the minimum FICO score at origination to 680 and lowering the maximum allowable LTV to 80%. For further information on reporting of past due loans, refer to Note 1 of the Notes to Consolidated Financial Statements.

The following table provides an analysis of the residential mortgage portfolio loans outstanding by LTV at origination:

TABLE 41: Residential Mortgage Portfolio Loans by LTV at Origination

	2020		2019	
As of December 31 ($ in millions)	Outstanding	Weighted-Average LTV	Outstanding	Weighted-Average LTV
LTV ≤ 80%	**$ 11,336**	**65.2 %**	$ 12,100	66.3 %
LTV > 80%, with mortgage insurance[(a)]	**2,535**	**95.5**	2,373	95.2
LTV > 80%, no mortgage insurance	**2,057**	**91.1**	2,251	93.1
Total	**$ 15,928**	**73.9 %**	$ 16,724	74.3 %

(a) Includes loans with both borrower and lender paid mortgage insurance.

The following tables provide an analysis of the residential mortgage portfolio loans outstanding by state with a greater than 80% LTV at origination and no mortgage insurance:

TABLE 42: Residential Mortgage Portfolio Loans, LTV Greater Than 80% at Origination, No Mortgage Insurance

As of December 31, 2020 ($ in millions)					**For the Year Ended December 31, 2020**
		Outstanding	90 Days Past Due	Nonaccrual	Net Charge-offs
By State:					
Ohio	$	**459**	**4**	**4**	**2**
Illinois		**410**	**3**	**1**	**—**
Florida		**306**	**1**	**2**	**—**
Michigan		**180**	**2**	**1**	**—**
Indiana		**147**	**1**	**1**	**—**
North Carolina		**139**	**2**	**—**	**—**
Kentucky		**92**	**1**	**—**	**—**
All other states		**324**	**3**	**2**	**—**
Total	$	**2,057**	**17**	**11**	**2**

TABLE 43: Residential Mortgage Portfolio Loans, LTV Greater Than 80% at Origination, No Mortgage Insurance

As of December 31, 2019 ($ in millions)					For the Year Ended December 31, 2019
		Outstanding	90 Days Past Due	Nonaccrual	Net Charge-offs (Recoveries)
By State:					
Ohio	$	482	3	4	1
Illinois		468	2	3	1
Florida		305	2	1	(1)
Michigan		217	2	1	—
Indiana		175	1	1	—
North Carolina		139	—	2	—
Kentucky		93	—	—	—
All other states		372	3	3	1
Total	$	2,251	13	15	2

Home equity portfolio

The Bancorp's home equity portfolio is primarily comprised of home equity lines of credit. Beginning in the first quarter of 2013, the Bancorp's newly originated home equity lines of credit have a 10-year interest-only draw period followed by a 20-year amortization period. The home equity line of credit previously offered by the Bancorp was a revolving facility with a 20-year term, minimum payments of interest-only and a balloon payment of principal at maturity. Peak maturity years for the balloon home equity lines of credit are 2025 to 2028 and approximately 23% of the balances mature before 2025.

The ALLL provides coverage for expected losses in the home equity portfolio. The allowance attributable to the portion of the home equity portfolio that has not been restructured in a TDR is determined on a pooled basis using a probability of default, loss given default and exposure at default model framework to generate expected losses. The expected losses for the home equity portfolio are dependent upon loan delinquency, FICO scores, LTV, loan age and their historical correlation with macroeconomic variables including unemployment and the home price index. The expected losses generated from models are adjusted by certain qualitative adjustment factors to reflect risks associated with current conditions and trends. The qualitative factors include adjustments for changes in policies or procedures in underwriting, monitoring or collections, economic conditions, portfolio mix, lending and risk management personnel, results of internal audit and quality control reviews, collateral values and geographic concentrations.

The home equity portfolio is managed in two primary groups: loans outstanding with a combined LTV greater than 80% and those loans with an LTV of 80% or less based upon appraisals at origination. For additional information on these loans, refer to Table 45 and Table 46. Of the total $5.2 billion of outstanding home equity loans:

- 80% reside within the Bancorp's Midwest footprint of Ohio, Michigan, Kentucky, Indiana and Illinois as of December 31, 2020;
- 39% are in senior lien positions and 61% are in junior lien positions at December 31, 2020;
- 78% of non-delinquent borrowers made at least one payment greater than the minimum payment during the year ended December 31, 2020; and
- The portfolio had a weighted-average refreshed FICO score of 748 at December 31, 2020.

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The Bancorp actively manages lines of credit and makes adjustments in lending limits when it believes it is necessary based on FICO score deterioration and property devaluation. The Bancorp does not routinely obtain appraisals on performing loans to update LTVs after origination. However, the Bancorp monitors the local housing markets by reviewing various home price indices and incorporates the impact of the changing market conditions in its ongoing credit monitoring processes. For junior lien home equity loans which become 60 days or more past due, the Bancorp tracks the performance of the senior lien loans in which the Bancorp is the servicer and utilizes consumer credit bureau attributes to monitor the status of the senior lien loans that the Bancorp does not service. If the senior lien loan is found to be 120 days or more past due, the junior lien home equity loan is placed on nonaccrual status unless both loans are well-secured and in the process of collection. Additionally, if the junior lien home equity loan becomes 120 days or more past due and the senior lien loan is also 120 days or more past due, the junior lien home equity loan is assessed for charge-off. Refer to the Analysis of Nonperforming Assets subsection of the Risk Management section of MD&A for more information.

The Bancorp has enhanced its credit underwriting guidelines on new home equity originations in response to the COVID-19 pandemic, raising the minimum FICO score at origination to 720, lowering the maximum LTV to 80% and instituting more stringent verification of employment requirements. Additionally, applicants must have a Fifth Third deposit relationship to be considered for approval.

The following table provides an analysis of home equity portfolio loans outstanding disaggregated based upon refreshed FICO score:

TABLE 44: Home Equity Portfolio Loans Outstanding by Refreshed FICO Score

	2020		2019	
As of December 31 ($ in millions)	Outstanding	% of Total	Outstanding	% of Total
Senior Liens:				
FICO ≤ 659	**$ 174**	**3 %**	$ 219	4 %
FICO 660-719	**284**	**6**	330	5
FICO ≥ 720	**1,546**	**30**	1,732	28
Total senior liens	**2,004**	**39**	2,281	37
Junior Liens:				
FICO ≤ 659	**339**	**6**	446	7
FICO 660-719	**610**	**12**	716	12
FICO ≥ 720	**2,230**	**43**	2,640	44
Total junior liens	**3,179**	**61**	3,802	63
Total	**$ 5,183**	**100 %**	$ 6,083	100 %

The Bancorp believes that home equity portfolio loans with a greater than 80% combined LTV present a higher level of risk. The following table provides an analysis of the home equity portfolio loans outstanding in a senior and junior lien position by LTV at origination:

TABLE 45: Home Equity Portfolio Loans Outstanding by LTV at Origination

	2020		2019	
As of December 31 ($ in millions)	Outstanding	Weighted-Average LTV	Outstanding	Weighted-Average LTV
Senior Liens:				
LTV ≤ 80%	**$ 1,728**	**53.8 %**	$ 1,964	53.8 %
LTV > 80%	**276**	**89.1**	317	88.8
Total senior liens	**2,004**	**58.8**	2,281	58.9
Junior Liens:				
LTV ≤ 80%	**1,864**	**66.5**	2,213	66.8
LTV > 80%	**1,315**	**89.8**	1,589	89.7
Total junior liens	**3,179**	**77.1**	3,802	77.4
Total	**$ 5,183**	**69.8 %**	$ 6,083	70.3 %

The following tables provide an analysis of home equity portfolio loans outstanding by state with a combined LTV greater than 80% at origination:

TABLE 46: Home Equity Portfolio Loans Outstanding with an LTV Greater than 80% at Origination

As of December 31, 2020 ($ in millions)						**For the Year Ended December 31, 2020**
		Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net Charge-offs (Recoveries)
By State:						
Ohio	**$**	**493**	**1,109**	**—**	**9**	**1**
Michigan		**283**	**590**	**—**	**4**	**(1)**
Illinois		**251**	**468**	**2**	**7**	**—**
Indiana		**148**	**318**	**—**	**3**	**—**
Kentucky		**126**	**280**	**—**	**1**	**—**
Florida		**113**	**220**	**—**	**3**	**—**
All other states		**177**	**347**	**—**	**4**	**—**
Total	**$**	**1,591**	**3,332**	**2**	**31**	**—**

TABLE 47: Home Equity Portfolio Loans Outstanding with an LTV Greater than 80% at Origination

As of December 31, 2019 ($ in millions)						For the Year Ended December 31, 2019
		Outstanding	Exposure	90 Day Past Due	Nonaccrual	Net Charge-offs
By State:						
Ohio	$	610	1,269	—	10	3
Michigan		356	674	—	7	1
Illinois		263	486	—	5	3
Indiana		182	365	—	4	1
Kentucky		155	321	—	2	—
Florida		132	246	—	3	1
All other states		208	389	—	4	1
Total	$	1,906	3,750	—	35	10

Indirect secured consumer portfolio

The indirect secured consumer portfolio is comprised of $12.6 billion of automobile loans and $1.0 billion of indirect motorcycle, powersport, recreational vehicle and marine loans as of December 31, 2020. The concentration of lower FICO (≤659) origination balances remained within targeted credit risk tolerance during the year ended December 31, 2020. All concentration and guideline changes are monitored monthly to ensure alignment with original credit performance and return projections.

The following table provides an analysis of indirect secured consumer portfolio loans outstanding disaggregated based upon FICO score at origination:

TABLE 48: Indirect Secured Consumer Portfolio Loans Outstanding by FICO Score at Origination

	2020			2019		
As of December 31 ($ in millions)		Outstanding	% of Total		Outstanding	% of Total
FICO ≤ 659	**$**	**417**	**3 %**	$	508	4 %
FICO 660-719		**3,568**	**26**		3,449	30
FICO ≥ 720		**9,668**	**71**		7,581	66
Total	**$**	**13,653**	**100 %**	$	11,538	100 %

As of December 31, 2020, 94% of the indirect secured consumer loan portfolio is comprised of automobile loans, powersport loans and motorcycle loans. It is a common industry practice to advance on these types of loans an amount in excess of the collateral value due to the inclusion of negative equity trade-in, maintenance/warranty products, taxes, title and other fees paid at closing. The Bancorp monitors its exposure to these higher risk loans. The remainder of the indirect secured consumer loan portfolio is comprised of marine and recreational vehicle loans. The Bancorp's credit policies limit the maximum advance rate on these to 100% of collateral value.

In response to the COVID-19 pandemic, the Bancorp enhanced its credit underwriting guidelines for indirect automobile originations. These enhancements include lowering maximum advance rates to 110%, raising the minimum FICO score at origination to 650, raising internal score cutoffs and tightening capacity to repay standards. Revised credit underwriting guidelines have also been implemented in the marine, recreational vehicle and powersport channels, raising the minimum FICO score at origination and reducing the maximum allowable advance.

The following table provides an analysis of indirect secured consumer portfolio loans outstanding by LTV at origination:

TABLE 49: Indirect Secured Consumer Portfolio Loans Outstanding by LTV at Origination

	2020		2019	
As of December 31 ($ in millions)	Outstanding	Weighted-Average LTV	Outstanding	Weighted-Average LTV
LTV ≤ 100%	**$ 9,371**	**80.3 %**	$ 7,420	81.3 %
LTV > 100%	**4,282**	**112.7**	4,118	113.4
Total	**$ 13,653**	**90.8 %**	$ 11,538	93.1 %

The following table provides an analysis of the Bancorp’s indirect secured consumer portfolio loans outstanding with an LTV at origination greater than 100% as of and for the years ended:

TABLE 50: Indirect Secured Consumer Portfolio Loans Outstanding with an LTV Greater than 100% at Origination

($ in millions)	Outstanding	90 Days Past Due and Accruing	Nonaccrual	Net Charge-offs
December 31, 2020	**$ 4,282**	**6**	**10**	**26**
December 31, 2019	4,118	7	4	37

Credit card portfolio

The credit card portfolio consists of predominantly prime accounts with 97% of balances existing within the Bancorp’s footprint at both December 31, 2020 and December 31, 2019. At December 31, 2020 and 2019, 69% and 67%, respectively, of the outstanding balances were originated through branch-based relationships with the remainder coming from direct mail campaigns and online acquisitions.

Card origination strategies have also been revised in response to the COVID-19 pandemic. The minimum FICO score at origination was raised to 720 with a qualifying Fifth Third deposit relationship requirement. New customer prospect marketing has also been suspended.

The following table provides an analysis of credit card portfolio loans outstanding disaggregated based upon FICO score at origination:

TABLE 51: Credit Card Portfolio Loans Outstanding by FICO Score at Origination

	2020		2019	
As of December 31 ($ in millions)	Outstanding	% of Total	Outstanding	% of Total
FICO ≤ 659	**$ 94**	**5 %**	$ 107	4 %
FICO 660-719	**654**	**32**	834	33
FICO ≥ 720	**1,259**	**63**	1,591	63
Total	**$ 2,007**	**100 %**	$ 2,532	100 %

Other consumer portfolio loans

Other consumer portfolio loans are comprised of secured and unsecured loans originated through the Bancorp’s branch network as well as point-of-sale loans originated in connection with third-party financial technology companies. The Bancorp had $285 million in unfunded commitments associated with loans originated in connection with third-party financial technology companies as of December 31, 2020. The Bancorp closely monitors the credit performance of point-of-sale loans which, for the Bancorp, is impacted by certain credit loss protection coverage provided by the third-party financial technology companies.

In response to the COVID-19 pandemic, the minimum FICO score at origination for unsecured loans originated through Fifth Third has been raised to 720. The minimum FICO scores at originations for loans originated through third parties is now set at 680. Additionally, for Fifth Third originated unsecured loans, a qualifying Fifth Third deposit relationship is now required.

The following table provides an analysis of other consumer portfolio loans outstanding by product type:

TABLE 52: Other Consumer Portfolio Loans Outstanding by Product Type

	2020		2019	
As of December 31 ($ in millions)	Outstanding	% of Total	Outstanding	% of Total
Unsecured	**$ 683**	**23 %**	$ 783	29 %
Other secured	**774**	**26**	530	19
Point-of-sale	**1,557**	**51**	1,410	52
Total	**$ 3,014**	**100 %**	$ 2,723	100 %

Analysis of Nonperforming Assets

Nonperforming assets include nonaccrual loans and leases for which ultimate collectability of the full amount of the principal and/or interest is uncertain; restructured commercial, credit card and certain consumer loans which have not yet met the requirements to be classified as a performing asset; restructured consumer loans which are 90 days past due based on the restructured terms unless the loan is both well-secured and in the process of collection; and certain other assets, including OREO and other repossessed property. A summary of nonperforming assets is included in Table 53. For further information on the Bancorp's policies related to accounting for delinquent and nonperforming loans and leases, refer to the Nonaccrual Loans and Leases section of Note 1 of the Notes to Consolidated Financial Statements.

Nonperforming assets were $870 million at December 31, 2020 compared to $687 million at December 31, 2019. At December 31, 2020, $6 million of nonaccrual loans were held for sale, compared to $7 million at December 31, 2019.

Nonperforming portfolio assets as a percent of portfolio loans and leases and OREO were 0.79% as of December 31, 2020 compared to 0.62% as of December 31, 2019. Nonaccrual loans and leases secured by real estate were 36% of nonaccrual loans and leases as of December 31, 2020 compared to 35% as of December 31, 2019.

Portfolio commercial nonaccrual loans and leases were $638 million at December 31, 2020, an increase of $241 million from December 31, 2019. Portfolio consumer nonaccrual loans were $196 million at December 31, 2020, a decrease of $25 million from December 31, 2019. Refer to Table 54 for a rollforward of the portfolio nonaccrual loans and leases.

OREO and other repossessed property was $30 million at December 31, 2020, compared to $62 million at December 31, 2019. The Bancorp recognized $7 million and $6 million in losses on the transfer, sale or write-down of OREO properties during the years ended December 31, 2020 and 2019, respectively.

During the years ended December 31, 2020 and 2019, approximately $38 million and $35 million, respectively, of interest income would have been recognized if the nonaccrual and renegotiated loans and leases on nonaccrual status had been current in accordance with their original terms. Although these values help demonstrate the costs of carrying nonaccrual credits, the Bancorp does not expect to recover the full amount of interest as nonaccrual loans and leases are generally carried below their principal balance.

TABLE 53: Summary of Nonperforming Assets and Delinquent Loans and Leases

As of December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Nonaccrual portfolio loans and leases:						
Commercial and industrial loans	$	**230**	118	54	144	302
Commercial mortgage loans		**82**	21	9	12	27
Commercial construction loans		**—**	1	—	—	—
Commercial leases		**7**	26	18	—	2
Residential mortgage loans(a)		**25**	12	10	17	17
Home equity		**52**	55	56	56	55
Indirect secured consumer loans		**9**	1	—	—	—
Other consumer loans		**2**	2	1	—	—
Nonaccrual portfolio restructured loans and leases:						
Commercial and industrial loans		**243**	220	139	132	176
Commercial mortgage loans		**75**	9	4	14	14
Commercial construction loans		**1**	—	—	—	—
Commercial leases		**—**	2	4	4	2
Residential mortgage loans(a)		**35**	79	12	13	17
Home equity		**34**	39	13	18	18
Indirect secured consumer loans		**7**	6	1	1	2
Credit card		**32**	27	27	26	28
Total nonaccrual portfolio loans and leases(b)		**834**	618	348	437	660
OREO and other repossessed property(c)		**30**	62	47	52	78
Total nonperforming portfolio loans and leases and OREO		**864**	680	395	489	738
Nonaccrual loans held for sale		**5**	—	—	5	4
Nonaccrual restructured loans held for sale		**1**	7	16	1	9
Total nonperforming assets	$	**870**	687	411	495	751
Portfolio loans and leases 90 days past due and still accruing:						
Commercial and industrial loans	$	**39**	11	4	3	4
Commercial mortgage loans		**8**	15	2	—	—
Commercial leases		**1**	—	—	—	—
Residential mortgage loans(a)		**70**	50	38	57	49
Home equity		**2**	1	—	—	—
Indirect secured consumer loans		**10**	10	12	10	9
Credit card		**31**	42	37	27	22
Other consumer loans		**2**	1	—	—	—
Total portfolio loans and leases 90 days past due and still accruing	$	**163**	130	93	97	84
Nonperforming portfolio assets as a percent of portfolio loans and leases and OREO		**0.79 %**	0.62	0.41	0.53	0.80
ALLL as a percent of nonperforming portfolio assets		**284**	177	279	245	170
ACL as a percent of nonperforming portfolio assets		**304**	198	317	274	190

(a) *Information for all periods presented excludes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. These advances were $317, $261, $195, $290 and $312 as of December 31, 2020, 2019, 2018, 2017 and 2016, respectively. The Bancorp recognized losses of $3, $4, $5, $5 and $6 for the years ended December 31, 2020, 2019, 2018, 2017 and 2016, respectively.*

(b) *Includes $29, $16, $6, $3 and $4 of nonaccrual government insured commercial loans whose repayments are insured by the SBA at December 31, 2019, 2019, 2018, 2017 and 2016, respectively, of which $17, $11, $2, $3 and $1 were restructured nonaccrual government insured commercial loans at December 31, 2020, 2019, 2018, 2017 and 2016, respectively.*

(c) *Upon completion of Fifth Third Bank's conversion to a national charter in 2019, the Bancorp conformed to OCC guidance with regard to branch-related real estate no longer intended to be used for banking purposes. The impact of the change resulted in an increase to OREO of approximately $30 million with an offsetting reduction to bank premises and equipment.*

The following tables provide a rollforward of portfolio nonaccrual loans and leases, by portfolio segment:

TABLE 54: Rollforward of Portfolio Nonaccrual Loans and Leases

For the year ended December 31, 2020 ($ in millions)	Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	**$ 397**	**91**	**130**	**618**
Transfers to nonaccrual status	**794**	**136**	**170**	**1,100**
Transfers to accrual status	**(34)**	**(149)**	**(85)**	**(268)**
Transfers to held for sale	**(46)**	**—**	**—**	**(46)**
Loan paydowns/payoffs	**(216)**	**(8)**	**(47)**	**(271)**
Transfers to OREO	**(1)**	**(7)**	**—**	**(8)**
Charge-offs	**(282)**	**(3)**	**(34)**	**(319)**
Draws/other extensions of credit	**26**	**—**	**2**	**28**
Balance, end of period	**$ 638**	**60**	**136**	**834**

TABLE 55: Rollforward of Portfolio Nonaccrual Loans and Leases

For the year ended December 31, 2019 ($ in millions)	Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	$ 228	22	98	348
Transfers to nonaccrual status	456	107	176	739
Acquired nonaccrual loans	8	—	—	8
Transfers to accrual status	—	(20)	(72)	(92)
Transfers to held for sale	(17)	—	—	(17)
Loan paydowns/payoffs	(165)	(9)	(30)	(204)
Transfers to OREO	(5)	(7)	(4)	(16)
Charge-offs	(127)	(2)	(38)	(167)
Draws/other extensions of credit	19	—	—	19
Balance, end of period	$ 397	91	130	618

Troubled Debt Restructurings

A loan is accounted for as a TDR if the Bancorp, for economic or legal reasons related to the borrower's financial difficulties, grants a concession to the borrower that it would not otherwise consider. TDRs include concessions granted under reorganization, arrangement or other provisions of the Federal Bankruptcy Act. A TDR typically involves a modification of terms such as a reduction of the stated interest rate or remaining principal amount of the loan, a reduction of accrued interest or an extension of the maturity date at a stated interest rate lower than the current market rate for a new loan with similar risk.

At the time of modification, the Bancorp maintains certain consumer loan TDRs (including certain residential mortgage loans, home equity loans and other consumer loans) on accrual status, provided there is reasonable assurance of repayment and performance according to the modified terms based upon a current, well-documented credit evaluation. Loans discharged in a Chapter 7 bankruptcy and not reaffirmed by the borrower are classified as collateral-dependent TDRs and placed on nonaccrual status regardless of the borrower's payment history or capacity to repay in the future. These loans are returned to accrual status provided there is a sustained payment history of twelve months after bankruptcy and collectability is reasonably assured for all remaining contractual payments. Commercial loans modified as part of a TDR are maintained on accrual status provided there is a sustained payment history of six months or greater prior to the modification in accordance with the modified terms and all remaining contractual payments under the modified terms are reasonably assured of collection. TDRs of commercial loans and credit card loans that do not have a sustained payment history of six months or greater in accordance with the modified terms remain on nonaccrual status until a six-month payment history is sustained. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section of Note 1 of the Notes to Consolidated Financial Statements for additional information on loans that were modified related to the COVID-19 pandemic but not classified as TDRs.

Consumer restructured loans on accrual status totaled $796 million and $965 million at December 31, 2020 and 2019, respectively. As of December 31, 2020, the percentage of restructured residential mortgage loans, home equity loans, and credit card loans that are past due 30 days or more from their modified terms were 27%, 19% and 31%, respectively.

The following tables summarize portfolio TDRs by loan type and delinquency status:

TABLE 56: Accruing and Nonaccruing Portfolio TDRs

	Accruing[d]				
As of December 31, 2020 ($ in millions)	Current	30-89 Days Past Due	90 Days or More Past Due	Nonaccruing[c]	Total
Commercial loans[a]	$ **92**	**—**	**—**	**319**	**411**
Residential mortgage loans[b]	**462**	**32**	**102**	**35**	**631**
Home equity	**171**	**7**	**—**	**34**	**212**
Indirect secured consumer loans	**5**	**—**	**—**	**7**	**12**
Credit card	**15**	**2**	**—**	**32**	**49**
Total	$ **745**	**41**	**102**	**427**	**1,315**

(a) *Excludes restructured nonaccrual loans held for sale.*
(b) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of December 31, 2020, these advances represented $276 of current loans, $28 of 30-89 days past due loans and $78 of 90 days or more past due loans.*
(c) *Excludes approximately $3 of residential mortgage loans that were modified prior to repurchase.*
(d) *Excludes approximately $142 of residential mortgage loans that were modified prior to repurchase.*

TABLE 57: Accruing and Nonaccruing Portfolio TDRs

	Accruing				
As of December 31, 2019 ($ in millions)	Current	30-89 Days Past Due	90 Days or More Past Due	Nonaccruing	Total
Commercial loans[a]	$ 23	—	—	231	254
Residential mortgage loans[b]	552	49	134	79	814
Home equity	199	8	—	39	246
Indirect secured consumer loans	6	—	—	6	12
Credit card	14	3	—	27	44
Total[c]	$ 794	60	134	382	1,370

(a) *Excludes restructured nonaccrual loans held for sale.*
(b) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of December 31, 2020, these advances represented $321 of current loans, $40 of 30-89 days past due loans and $109 of 90 days or more past due loans.*
(c) *Upon completion of Fifth Third Bank's conversion to a national charter, the Bancorp conformed to OCC guidance with regard to non-reaffirmed loans included in Chapter 7 bankruptcy filings to be accounted for as TDRs and collateral dependent loans regardless of payment history and capacity to pay in the future. The impact of the change resulted in an increase to TDRs of approximately $105, of which $83 were transferred to nonaccrual status.*

Analysis of Net Loan Charge-offs

Net charge-offs were 42 bps and 35 bps of average portfolio loans and leases for the years ended December 31, 2020 and 2019, respectively. Table 58 provides a summary of credit loss experience and net charge-offs as a percentage of average portfolio loans and leases outstanding by loan category.

The ratio of commercial loan and lease net charge-offs to average portfolio commercial loans and leases increased to 36 bps during the year ended December 31, 2020, compared to 16 bps during the year ended December 31, 2019. The increase was primarily due to increases in net charge-offs on commercial and industrial loans and commercial mortgage loans of $95 million and $47 million, respectively.

The ratio of consumer loan net charge-offs to average portfolio consumer loans decreased to 52 bps for the year ended December 31, 2020 compared to 68 bps for the year ended December 31, 2019. The decrease was primarily due to decreases in net charge-offs on indirect secured consumer loans and other consumer loans of $18 million and $15 million, respectively. The decreases for the year ended December 31, 2020 included the impact of government stimulus programs and the Bancorp's hardship programs.

TABLE 58: Summary of Credit Loss Experience

For the years ended December 31 ($ in millions)		**2020**	2019	2018	2017	2016
Losses charged-off:						
Commercial and industrial loans	$	**(210)**	(120)	(151)	(136)	(205)
Commercial mortgage loans		**(46)**	—	(5)	(16)	(22)
Commercial construction loans		**—**	—	—	—	—
Commercial leases		**(26)**	(7)	(1)	(2)	(5)
Residential mortgage loans		**(9)**	(9)	(13)	(15)	(19)
Home equity		**(14)**	(28)	(23)	(32)	(41)
Indirect secured consumer loans		**(67)**	(81)	(63)	(58)	(54)
Credit card		**(147)**	(156)	(125)	(94)	(89)
Other consumer loans[(a)]		**(92)**	(109)	(69)	(28)	(21)
Total losses charged-off	$	**(611)**	(510)	(450)	(381)	(456)
Recoveries of losses previously charged-off:						
Commercial and industrial loans	$	**12**	17	19	25	33
Commercial mortgage loans		**1**	2	6	4	7
Commercial construction loans		**—**	—	—	—	1
Commercial leases		**3**	—	—	—	1
Residential mortgage loans		**7**	5	6	8	9
Home equity		**9**	10	11	13	14
Indirect secured consumer loans		**35**	31	23	21	19
Credit card		**21**	22	24	10	9
Other consumer loans[(a)]		**52**	54	31	2	1
Total recoveries of losses previously charged-off	$	**140**	141	120	83	94
Net losses charged-off:						
Commercial and industrial loans	$	**(198)**	(103)	(132)	(111)	(172)
Commercial mortgage loans		**(45)**	2	1	(12)	(15)
Commercial construction loans		**—**	—	—	—	1
Commercial leases		**(23)**	(7)	(1)	(2)	(4)
Residential mortgage loans		**(2)**	(4)	(7)	(7)	(10)
Home equity		**(5)**	(18)	(12)	(19)	(27)
Indirect secured consumer loans		**(32)**	(50)	(40)	(37)	(35)
Credit card		**(126)**	(134)	(101)	(84)	(80)
Other consumer loans		**(40)**	(55)	(38)	(26)	(20)
Total net losses charged-off	$	**(471)**	(369)	(330)	(298)	(362)
Net losses charged-off as a percent of average portfolio loans and leases:						
Commercial and industrial loans		**0.37 %**	0.20	0.31	0.27	0.40
Commercial mortgage loans		**0.41**	(0.02)	(0.01)	0.17	0.23
Commercial construction loans		**—**	—	—	—	(0.01)
Commercial leases		**0.76**	0.21	0.03	0.06	0.10
Total commercial loans and leases		**0.36 %**	0.16	0.23	0.22	0.33
Residential mortgage loans		**0.02**	0.03	0.04	0.04	0.07
Home equity		**0.08**	0.28	0.17	0.26	0.33
Indirect secured consumer loans		**0.26**	0.48	0.45	0.39	0.33
Credit card		**5.63**	5.49	4.44	3.93	3.69
Other consumer loans		**1.39**	2.16	1.93	2.57	2.93
Total consumer loans		**0.52 %**	0.68	0.56	0.49	0.48
Total net losses charged-off as a percent of average portfolio loans and leases		**0.42 %**	0.35	0.35	0.32	0.39

(a) *For the years ended December 31, 2020 and 2019, the Bancorp recorded $42 and $48, respectively, in both losses charged-off and recoveries of losses charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.*

Allowance for Credit Losses

The allowance for credit losses is comprised of the ALLL and the reserve for unfunded commitments. As further described in Note 1 of the Notes to Consolidated Financial Statements, the Bancorp adopted ASU 2016-13 on January 1, 2020 which established a new approach for estimating credit losses on certain types of financial instruments. After adoption of this amended guidance, the Bancorp maintains the ALLL to absorb the amount of credit losses that are expected to be incurred over the remaining contractual terms of the related loans and leases (as adjusted for prepayments and reasonably expected TDRs). The Bancorp's methodology for determining the ALLL includes an estimate of expected credit losses on a collective basis for groups of loans and leases with similar risk characteristics and specific allowances for loans and leases which are individually evaluated. For collectively evaluated loans and leases, the Bancorp uses quantitative models to forecast expected credit losses based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. The Bancorp's expected credit loss models consider historical credit loss experience, current market and economic conditions, and forecasted changes in market and economic conditions if such forecasts are considered reasonable and supportable.

The Bancorp also considers qualitative factors in determining the ALLL. Qualitative adjustments are used to capture characteristics in the portfolio that impact expected credit losses which are not fully captured within the Bancorp's expected credit loss models. These factors include adjustments for changes in policies or procedures in underwriting, monitoring or collections, lending and risk management personnel and results of internal audit and quality control reviews. In addition, the qualitative adjustment framework can be utilized to address specific idiosyncratic risks such as geopolitical events, natural disasters or changes in current economic conditions that are not reflected in the quantitative credit loss models, and their effects on regional borrowers and changes in product structures. Qualitative factors may also be used to address the impacts of unforeseen events on key inputs and assumptions within the Bancorp's expected credit loss models, such as the reasonable and supportable forecast period, changes to historical loss information or changes to the reversion period or methodology.

Refer to Note 1 of the Notes to Consolidated Financial Statements for discussion of the accounting policies for the ALLL and reserve for unfunded commitments for periods prior to January 1, 2020.

In addition to the ALLL, the Bancorp maintains a reserve for unfunded commitments recorded in other liabilities in the Consolidated Balance Sheets. The methodology used to determine the adequacy of this reserve is similar to the Bancorp's methodology for determining the ALLL. The provision for unfunded commitments is included in the provision for credit losses in the Consolidated Statements of Income.

For the commercial portfolio segment, the estimates for probability of default are primarily based on internal ratings assigned to each commercial borrower on a 13-point scale and historical observations of how those ratings migrate to a default over time in the context of macroeconomic conditions. For loans with available credit, the estimate of the expected balance at the time of default considers expected utilization rates, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions.

For collectively evaluated loans in the consumer and residential mortgage portfolio segments, the Bancorp's expected credit loss models primarily utilize the borrower's FICO score and delinquency history in combination with macroeconomic conditions when estimating the probability of default. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. The expected balance at the estimated date of default is also especially impactful in the expected credit loss models for portfolio classes which generally have longer terms (such as residential mortgage loans and home equity) and portfolio classes containing a high concentration of loans with revolving privileges (such as credit card and home equity). The estimate of the expected balance at the time of default considers expected prepayment and utilization rates where applicable, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions.

Day 1 Adoption Impact

Upon adoption of ASU 2016-13 on January 1, 2020, the Bancorp used three forward-looking economic scenarios during the reasonable and supportable forecast period in its expected credit loss models to address the inherent imprecision in macroeconomic forecasting. Each of the three scenarios was developed by a third party that is subject to the Bancorp's Third-Party Risk Management program including oversight by the Bancorp's independent model risk management group. The scenarios included a most likely outcome (Baseline) and two less probable scenarios with one being more favorable than the Baseline and the other being less favorable. The more favorable alternative scenario (Upside) depicted a stronger near-term growth outlook while the less favorable outlook (Downside) depicted a moderate recession. The Baseline scenario was assigned a probability weighting of 80% with each of the Upside and Downside scenarios being assigned a 10% weighting.

The Baseline scenario was developed such that the expectation is that the economy will perform better than the projection 50% of the time and worse than the projection 50% of the time. The Upside scenario was developed such that there is a 10% probability that the economy will perform better than the projection and a 90% probability that it will perform worse. The Downside scenario was developed such that there is a 90% probability that the economy will perform better than the projection and a 10% probability that it will perform worse.

December 31, 2020 ACL

The ACL as of December 31, 2020 was impacted by several factors, including general improvement in the economic outlook. As a result, the Bancorp incorporated a combination of quantitative model-based estimates and qualitative overlays. For the quantitative estimates, the Bancorp incorporated three scenarios developed by the third party in November 2020 that included estimates of the expected impacts of the changes in economic conditions caused by the COVID-19 pandemic. The Baseline scenario was assigned a probability weighting of 60%, with a more favorable scenario (Upside) assigned a probability weighting of 20% and a less favorable scenario (Downside) assigned a probability of 20%. The Baseline scenario utilized by the Bancorp assumes additional stimulus enacted in the first quarter of 2021 including unemployment and individual benefits, but no aid to state and local governments. GDP growth is expected to be at a 3.1% annualized rate in 2021 and at a 4.1% annualized rate in 2022. The Baseline scenario also assumes a 7.2% unemployment rate through the fourth quarter of 2020 with an average unemployment rate of 8.2% in the first half of 2021. The Upside scenario assumes that the COVID-19 crisis resolves sooner than anticipated, with businesses returning to full operation sooner than expected and an increase in consumer spending. In this scenario, housing prices rise by 3.7% (compared to 0.4% in the Baseline) during 2021. Upside real GDP growth is expected to be 6.6% in 2021, and a full-employment rate is expected to be achieved by mid-2022, a year earlier than Baseline. The Downside scenario reflects no additional federal fiscal stimulus, which causes an increase in unemployment to above 10% by the end of 2021. This scenario shows annual average GDP growth of 0% in 2021 and 2.3% in 2022 and housing prices decreasing by 10% through 2021.

The Bancorp's quantitative credit loss models are sensitive to changes in economic forecast assumptions over the reasonable and supportable forecast period. Applying a 100% probability weighting to the Downside scenario rather than using the probability-weighted three scenario approach would result in an increase in the quantitative ACL of approximately $897 million. This sensitivity calculation only reflects the impact of changing the probability weighting of the scenarios in the quantitative credit loss models and excludes any additional considerations associated with the qualitative component of the ACL that might be warranted in the circumstance.

At December 31, 2020, the qualitative component of the ACL included consideration of certain factors that represent emerging risks specifically associated with the current economic environment and the COVID-19 pandemic. These considerations resulted in qualitative adjustments to increase the ACL, primarily related to volatility in short-term unemployment rates, commercial borrowers experiencing prolonged distress, commercial borrowers in certain industries which have been severely impacted by the COVID-19 pandemic and consumer borrowers that deferred contractual payments under COVID-19 forbearance or hardship programs.

TABLE 59: Changes in Allowance for Credit Losses

For the years ended December 31 ($ in millions)		**2020**[(b)]	2019[(c)]	2018[(c)]	2017[(c)]	2016[(c)]
ALLL:						
Balance, beginning of period	**$**	**1,202**	1,103	1,196	1,253	1,272
Impact of adoption of ASU 2016-13		**643**	—	—	—	—
Losses charged-off[(a)]		**(611)**	(510)	(450)	(381)	(456)
Recoveries of losses previously charged-off[(a)]		**140**	141	120	83	94
Provision for loan and lease losses		**1,079**	468	237	261	343
Deconsolidation of a VIE		**—**	—	—	(20)	—
Balance, end of period	**$**	**2,453**	1,202	1,103	1,196	1,253
Reserve for unfunded commitments:						
Balance, beginning of period	**$**	**144**	131	161	161	138
Impact of adoption of ASU 2016-13		**10**	—	—	—	—
Reserve for acquired unfunded commitments		**—**	8	—	—	—
Provision for (benefit from) the reserve for unfunded commitments		**18**	5	(30)	—	23
Balance, end of period	**$**	**172**	144	131	161	161

(a) For the years ended December 31, 2020 and 2019, the Bancorp recorded $42 and $48, respectively, in both losses charged-off and recoveries of losses charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.
(b) The ALLL and Reserve for unfunded commitments were calculated under the expected loss methodology upon the adoption of ASU 2016-13 on January 1, 2020.
(c) The ALLL and Reserve for unfunded commitments were calculated under the incurred loss methodology for periods ending prior to January 1, 2020.

As shown in Table 60, the ALLL as a percent of portfolio loans and leases was 2.25% at December 31, 2020, compared to 1.10% at December 31, 2019. The ALLL was $2.5 billion and $1.2 billion at December 31, 2020 and 2019, respectively.

TABLE 60: Attribution of Allowance for Loan and Lease Losses to Portfolio Loans and Leases

As of December 31 ($ in millions)	**2020(a)**	2019(b)	2018(b)	2017(b)	2016(b)
Attributed ALLL:					
Commercial and industrial loans	**$ 901**	561	515	651	718
Commercial mortgage loans	**402**	87	80	65	82
Commercial construction loans	**124**	45	32	23	16
Commercial leases	**29**	17	18	14	15
Residential mortgage loans	**294**	73	81	89	96
Home equity	**201**	37	36	46	58
Indirect secured consumer loans	**131**	53	42	38	42
Credit card	**252**	168	156	117	102
Other consumer loans	**119**	40	33	33	12
Unallocated	**N/A**	121	110	120	112
Total ALLL	**$ 2,453**	1,202	1,103	1,196	1,253
Portfolio loans and leases:					
Commercial and industrial loans	**$ 49,665**	50,542	44,340	41,170	41,676
Commercial mortgage loans	**10,602**	10,963	6,974	6,604	6,899
Commercial construction loans	**5,815**	5,090	4,657	4,553	3,903
Commercial leases	**2,915**	3,363	3,600	4,068	3,974
Residential mortgage loans	**15,928**	16,724	15,504	15,591	15,051
Home equity	**5,183**	6,083	6,402	7,014	7,695
Indirect secured consumer loans	**13,653**	11,538	8,976	9,112	9,983
Credit card	**2,007**	2,532	2,470	2,299	2,237
Other consumer loans	**3,014**	2,723	2,342	1,559	680
Total portfolio loans and leases	**$ 108,782**	109,558	95,265	91,970	92,098
Attributed ALLL as a percent of respective portfolio loans and leases:					
Commercial and industrial loans	**1.81 %**	1.11	1.16	1.58	1.72
Commercial mortgage loans	**3.79**	0.79	1.15	0.98	1.19
Commercial construction loans	**2.13**	0.88	0.69	0.51	0.41
Commercial leases	**0.99**	0.51	0.50	0.34	0.38
Residential mortgage loans	**1.85**	0.44	0.52	0.57	0.64
Home equity	**3.88**	0.61	0.56	0.66	0.75
Indirect secured consumer loans	**0.96**	0.46	0.47	0.42	0.42
Credit card	**12.56**	6.64	6.32	5.09	4.56
Other consumer loans	**3.95**	1.47	1.41	2.12	1.76
Unallocated (as a percent of portfolio loans and leases)	**N/A**	0.11	0.12	0.13	0.12
Total ALLL as a percent of portfolio loans and leases	**2.25 %**	1.10	1.16	1.30	1.36
Total ACL as a percent of portfolio loans and leases	**2.41**	1.23	1.30	1.48	1.54

(a) The ALLL and ACL were calculated under the expected loss methodology upon the adoption of ASU 2016-13 on January 1, 2020.
(b) The ALLL and ACL were calculated under the incurred loss methodology for periods ending prior to January 1, 2020.

As previously mentioned, the Bancorp adopted ASU 2016-13 on January 1, 2020. Based on portfolio characteristics and economic conditions and expectations as of January 1, 2020, the Bancorp recorded a combined increase to the ALLL and reserve for unfunded commitments on January 1, 2020 of approximately $653 million upon the adoption of ASU 2016-13. The increase in the ALLL at the date of adoption was primarily attributable to longer duration home equity and residential mortgage loans.

The Bancorp's ALLL may vary significantly from period to period after the adoption date as it will be based on changes in economic conditions, economic forecasts and the composition and credit quality of the Bancorp's loan and lease portfolio. The adoption of ASU 2016-13 will also have an impact on the provision for credit losses in periods after adoption, which could differ materially from historical trends. For additional information on ASU 2016-13, refer to Note 1 of the Notes to Consolidated Financial Statements.

INTEREST RATE AND PRICE RISK MANAGEMENT

Interest rate risk is the risk to earnings or capital arising from movement of interest rates. This risk primarily impacts the Bancorp’s income categories through changes in interest income on earning assets and the cost of interest-bearing liabilities, and through fee items that are related to interest sensitive activities such as mortgage origination and servicing income and through earnings credits earned on commercial deposits that offset commercial deposit fees. Price risk is the risk to earnings or capital arising from changes in the value of financial instruments and portfolios due to movements in interest rates, volatilities, foreign exchange rates, equity prices and commodity prices. Management considers interest rate risk a prominent market risk in terms of its potential impact on earnings. Interest rate risk may occur for any one or more of the following reasons:

- Assets and liabilities mature or reprice at different times;
- Short-term and long-term market interest rates change by different amounts; or
- The expected maturities of various assets or liabilities shorten or lengthen as interest rates change.

In addition to the direct impact of interest rate changes on NII and interest-sensitive fees, interest rates can impact earnings through their effect on loan and deposit demand, credit losses, mortgage origination volumes, the value of servicing rights and other sources of the Bancorp’s earnings. Changes in interest rates and other market factors can impact earnings through changes in the value of portfolios, if not appropriately hedged. Stability of the Bancorp’s net income is largely dependent upon the effective management of interest rate risk and to a lesser extent price risk. Management continually reviews the Bancorp’s on- and off-balance sheet composition, earnings flows, and hedging strategies and models interest rate risk and price risk exposures, and possible actions to manage these risks, given numerous possible future interest rate and market factor scenarios. A series of Policy Limits and Key Risk Indicators are employed to ensure that risks are managed within the Bancorp’s risk tolerance for interest rate risk and price risk.

In addition to the traditional forms of interest rate risk discussed in this section, the Bancorp is exposed to interest rate risk associated with the retirement and replacement of LIBOR. For more information on the LIBOR transition, refer to the Overview section of MD&A.

The Commercial and Wealth and Asset Management lines of business manage price risk for capital markets sales and trading activities related to their respective businesses. The Mortgage line of business manages price risk for the origination and sale of conforming residential mortgage loans to government agencies and government-sponsored enterprises. The Bancorp’s Treasury department manages interest rate risk and price risk for all other activities. Independent oversight is provided by ERM, and key risk indicators and Board-approved policy limits are used to ensure risks are managed within the Bancorp’s risk tolerance.

The Bancorp’s Market Risk Management Committee, which includes senior management representatives, is accountable to the ERMC, provides oversight and monitors price risk for the capital markets sales and trading activities. The Bancorp’s ALCO, which includes senior management representatives and is accountable to the ERMC, provides oversight and monitors interest rate and price risks for Mortgage and Treasury activities.

Net Interest Income Sensitivity

The Bancorp employs a variety of measurement techniques to identify and manage its interest rate risk, including the use of an NII simulation model to analyze the sensitivity of NII to changes in interest rates. The model is based on contractual and estimated cash flows and repricing characteristics for all of the Bancorp’s assets, liabilities and off-balance sheet exposures and incorporates market-based assumptions regarding the effect of changing interest rates on the prepayment rates of certain assets and attrition rates of certain liabilities. The model also includes senior management’s projections of the future volume and pricing of each of the product lines offered by the Bancorp as well as other pertinent assumptions. Actual results may differ from simulated results due to timing, magnitude and frequency of interest rate changes, deviations from projected assumptions, as well as from changes in market conditions and management strategies.

As of December 31, 2020, the Bancorp’s interest rate risk exposure is governed by a risk framework that utilizes the change in NII over 12-month and 24-month horizons assuming a 200 bps parallel ramped increase in interest rates. Given the unlikely probability associated with a potential negative rate environment, the Bancorp does not have a policy limit for scenarios that include negative rates. Therefore, the Bancorp has no policy limit for a scenario with a decrease in interest rates currently in effect as the Federal Funds target range is currently between zero and 25 basis points. However, the Bancorp routinely analyzes various potential and extreme scenarios, including ramps, shocks and non-parallel shifts in rates, including negative rate scenarios, to assess where risks to net interest income persist or develop as changes in the balance sheet and market rates evolve. Additionally, the Bancorp routinely evaluates its exposures to changes in the bases between interest rates. The ongoing COVID-19 pandemic has caused significant changes to interest rates, volatilities, and the composition of the Bancorp’s balance sheet, including significant increases in deposit funding related to stimulus programs, which has resulted in an excess liquidity position. The excess liquidity is likely to continue negatively impacting net interest margin if short-term interest rates hold steady or move lower, but may be partially offset by the amortization of fees related to PPP loans and investment opportunities should the yield curve continue steepening.

In order to recognize the risk of noninterest-bearing demand deposit balance run-off in a rising interest rate environment, the Bancorp’s NII sensitivity modeling assumes that approximately $5 billion of additional demand deposit balances run-off over 24 months above what is included in senior management’s baseline projections for each 100 bps increase in short-term market interest rates. Similarly, the Bancorp’s NII sensitivity modeling incorporates approximately $5 billion of incremental growth in noninterest-bearing deposit balances over 24 months above senior management's baseline projections for each 100 bps decrease in short-term market interest rates. The incremental balance run-off and growth are modeled to flow into and out of funding products that reprice in conjunction with short-term market rate changes and reflect the Bank's excess liquidity position.

Another important deposit modeling assumption is the amount by which interest-bearing deposit rates will increase or decrease when market interest rates increase or decrease. This deposit repricing sensitivity is known as the beta, and it represents the expected amount by which Bancorp deposit rates will change for a given change in short-term market rates. The Bancorp's NII sensitivity modeling assumes a weighted-average rising-rate interest-bearing deposit beta of 70% at December 31, 2020, which is approximately 10 to 30 percentage points higher than the average beta that the Bancorp experienced in the FRB tightening cycles from June 2004 to June 2006 and from December 2015 to December 2018. In the event of further rate cuts by the FRB into negative territory, the Bancorp's NII sensitivity modeling assumes a weighted-average falling-rate interest-bearing deposit beta of 35% at December 31, 2020 while maintaining that deposit rates themselves will not become negative. In addition, the modeling assumes there is no lag between the timing of changes in market rates and the timing of deposit repricing despite such timing lags having occurred in prior rate cycles.

The Bancorp continually evaluates the sensitivity of its interest rate risk measures to these important deposit modeling assumptions. The Bancorp also regularly monitors the sensitivity of other important modeling assumptions, such as loan and security prepayments and early withdrawals on fixed-rate customer liabilities.

The following table shows the Bancorp's estimated NII sensitivity profile and ALCO policy limits as of December 31:

TABLE 61: Estimated NII Sensitivity Profile and ALCO Policy Limits

	2020				2019			
	% Change in NII (FTE)		ALCO Policy Limits		% Change in NII (FTE)		ALCO Policy Limits	
Change in Interest Rates (bps)	12 Months	13-24 Months	12 Months	13-24 Months	12 Months	13-24 Months	12 Months	13-24 Months
+ 200 Ramp over 12 months	**2.93 %**	**7.73**	**(4.00)**	**(6.00)**	(0.22)	3.94	(4.00)	(6.00)
+ 100 Ramp over 12 months	**1.69**	**4.95**	**N/A**	**N/A**	(0.16)	2.07	N/A	N/A
− 25 Ramp over 3 months	**(1.93)**	**(2.88)**	**N/A**	**N/A**	N/A	N/A	N/A	N/A
− 100 Ramp over 12 months	**N/A**	**N/A**	**N/A**	**N/A**	(2.66)	(7.90)	(8.00)	(12.00)

At December 31, 2020, the Bancorp's NII would benefit in both year one and year two under the parallel rate ramp increases. The Bancorp maintains an asymmetric NII sensitivity profile, which is attributable to the level of floating-rate assets, including the predominantly floating-rate commercial loan portfolio, exceeding the level of floating-rate liabilities due to the increased amount of deposit rates near zero in this low interest rate environment and other fixed-rate borrowings. Reductions in the yield of the commercial loan portfolio would be expected to be only partially offset by a decline in the cost of interest-bearing deposits in a falling-rate scenario. However, proactive management of the securities and derivatives portfolios has reduced the ongoing near-term risk to declining market rates and provided significant protection from the decline in rates experienced as the COVID-19 pandemic unfolded. The changes in the estimated NII sensitivity profile compared to December 31, 2019 were primarily attributable to the impact of the current near-zero interest rate environment on the previously discussed interest rate profile and the significant increase in noninterest-bearing and low-cost interest-bearing deposits. The down rate scenarios were also impacted by the higher composition of low-cost deposits hitting their floor rates more quickly in the current-year scenarios due to the low-rate environment.

Tables 62 and 63 provide the sensitivity of the Bancorp's estimated NII profile at December 31, 2020 to changes to certain deposit balance and deposit repricing sensitivity (betas) assumptions.

The following table includes the Bancorp's estimated NII sensitivity profile with an immediate $1 billion decrease and an immediate $1 billion increase in demand deposit balances as of December 31, 2020:

TABLE 62: Estimated NII Sensitivity Profile at December 31, 2020 with a $1 Billion Change in Demand Deposit Assumption

	% Change in NII (FTE)			
	Immediate $1 Billion Balance Decrease		Immediate $1 Billion Balance Increase	
Change in Interest Rates (bps)	12 Months	13-24 Months	12 Months	13-24 Months
+ 200 Ramp over 12 months	2.71 %	7.28	3.15	8.19
+ 100 Ramp over 12 months	1.58	4.72	1.80	5.18
− 25 Ramp over 3 months	(1.98)	(2.94)	(1.88)	(2.82)

The following table includes the Bancorp's estimated NII sensitivity profile with a 25% increase and a 25% decrease to the corresponding deposit beta assumptions as of December 31, 2020:

TABLE 63: Estimated NII Sensitivity Profile at December 31, 2020 with Deposit Beta Assumptions Changes

	% Change in NII (FTE)			
	Betas 25% Higher[(a)]		Betas 25% Lower[(b)]	
Change in Interest Rates (bps)	12 Months	13-24 Months	12 Months	13-24 Months
+ 200 Ramp over 12 months	(0.95)%	0.65	6.81	14.81
+ 100 Ramp over 12 months	(0.25)	1.44	3.62	8.46
− 25 Ramp over 3 months	(1.80)	(2.77)	(2.08)	(3.01)

(a) *Includes weighted-average rising-rate and falling-rate interest-bearing deposit betas of 87% and 44%, respectively.*
(b) *Includes weighted-average rising-rate and falling-rate interest-bearing deposit betas of 52% and 27%, respectively..*

Economic Value of Equity Sensitivity

The Bancorp also uses EVE as a measurement tool in managing interest rate risk. Whereas the NII sensitivity analysis highlights the impact on forecasted NII on an FTE basis (non-GAAP) over one and two-year time horizons, EVE is a point-in-time analysis of the economic sensitivity of current positions that incorporates all cash flows over their estimated remaining lives. The EVE of the balance sheet is defined as the discounted present value of all asset and net derivative cash flows less the discounted value of all liability cash flows. Due to this longer horizon, the sensitivity of EVE to changes in the level of interest rates is a measure of longer-term interest rate risk. EVE values only the current balance sheet and does not incorporate the balance growth assumptions used in the NII sensitivity analysis. As with the NII simulation model, assumptions about the timing and variability of existing balance sheet cash flows are critical in the EVE analysis. Particularly important are assumptions driving loan and security prepayments and the expected balance attrition and pricing of indeterminate-lived deposits.

The following table shows the Bancorp's estimated EVE sensitivity profile as of December 31:

TABLE 64: Estimated EVE Sensitivity Profile

	2020		2019	
Change in Interest Rates (bps)	% Change in EVE	ALCO Policy Limit	% Change in EVE	ALCO Policy Limit
+ 200 Shock	**(0.05)%**	**(12.00)**	(5.12)	(12.00)
+ 100 Shock	**0.64**	**N/A**	(2.01)	N/A
− 25 Shock	**(0.92)**	**N/A**	N/A	N/A
− 150 Shock	**N/A**	**N/A**	(6.07)	(12.00)

The EVE sensitivity is neutral in a +200 bps rising-rate scenario at December 31, 2020. The changes in the estimated EVE sensitivity profile from December 31, 2019 were primarily related to the low-rate environment, growth in noninterest-bearing and low-cost interest-bearing deposits and the shorter expected lives of prepayable, fixed-rate assets due to the decrease in market interest rates. These items were partially offset by continued repositioning of the investment portfolio into securities with less principal cash flows in the near term.

While an instantaneous shift in interest rates is used in this analysis to provide an estimate of exposure, the Bancorp believes that a gradual shift in interest rates would have a much more modest impact. Since EVE measures the discounted present value of cash flows over the estimated lives of instruments, the change in EVE does not directly correlate to the degree that earnings would be impacted over a shorter time horizon (e.g., the current fiscal year). Further, EVE does not take into account factors such as future balance sheet growth, changes in product mix, changes in yield curve relationships and changing product spreads that could mitigate or exacerbate the impact of changes in interest rates. The NII simulations and EVE analyses do not necessarily include certain actions that management may undertake to manage risk in response to actual changes in interest rates.

The Bancorp regularly evaluates its exposures to a static balance sheet forecast, LIBOR, Prime Rate and other basis risks, yield curve twist risks and embedded options risks. In addition, the impacts on NII on an FTE basis and EVE of extreme changes in interest rates are modeled, wherein the Bancorp employs the use of yield curve shocks and environment-specific scenarios.

Use of Derivatives to Manage Interest Rate Risk

An integral component of the Bancorp's interest rate risk management strategy is its use of derivative instruments to minimize significant fluctuations in earnings caused by changes in market interest rates. Examples of derivative instruments that the Bancorp may use as part of its interest rate risk management strategy include interest rate swaps, interest rate floors, interest rate caps, forward contracts, forward starting interest rate swaps, options, swaptions and TBA securities.

Tables 65 and 66 show all swap and floor positions that are utilized for purposes of managing the Bancorp's exposures to the variability of interest rates. These positions are used to convert the contractual interest rate index of agreed-upon amounts of assets and liabilities (i.e., notional amounts) to another interest rate index or to hedge forecasted transactions for the variability in cash flows attributable to the contractually specified interest rate. The volume, maturity and mix of portfolio swaps change frequently as the Bancorp adjusts its broader interest rate risk management objectives and the balance sheet positions to be hedged. For further information, including the notional amount and fair values of these derivatives, refer to Note 15 of the Notes to Consolidated Financial Statements.

The following tables present additional information about the interest rate swaps and floors used in Fifth Third's asset and liability management activities:

TABLE 65: Weighted-Average Maturity, Receive Rate and Pay Rate on Qualifying Hedging Instruments

As of December 31, 2020 ($ in millions)		Notional Amount	Fair Value	Remaining (years)	Receive/ Strike Rate	Index
Interest rate swaps – cash flow – receive-fixed	**$**	**8,000**	**14**	**3.0**	**3.02 %**	**1 ML**
Interest rate swaps – fair value – receive-fixed		**1,955**	**528**	**8.1**	**5.35**	**1 ML / 3 ML**
Total interest rate swaps	**$**	**9,955**	**542**			
Interest rate floors – cash flow – receive-fixed	**$**	**3,000**	**244**	**4.0**	**2.25**	**1 ML**

TABLE 66: Weighted-Average Maturity, Receive Rate and Pay Rate on Qualifying Hedging Instruments

As of December 31, 2019 ($ in millions)		Notional Amount	Fair Value	Remaining (years)	Receive/Strike Rate	Index
Interest rate swaps – cash flow – receive-fixed	$	7,000	(2)	3.9	3.00 %	1 ML
Interest rate swaps – cash flow – receive-fixed – forward starting[(a)]		1,000	—	5.0	3.20	1 ML
Interest rate swaps – fair value – receive-fixed		2,705	393	6.8	4.41	1 ML / 3 ML
Total interest rate swaps	$	10,705	391			
Interest rate floors – cash flow – receive-fixed	$	3,000	115	5.0	2.25	1 ML

(a) Forward starting swaps became effective January 2, 2020.

Additionally, as part of its overall risk management strategy relative to its residential mortgage banking activities, the Bancorp enters into forward contracts accounted for as free-standing derivatives to economically hedge IRLCs that are also considered free-standing derivatives. The Bancorp economically hedges its exposure to residential mortgage loans held for sale through the use of forward contracts and mortgage options as well. See the Residential Mortgage Servicing Rights and Price Risk section for the discussion of the use of derivatives to economically hedge this exposure.

The Bancorp also enters into derivative contracts with major financial institutions to economically hedge market risks assumed in interest rate derivative contracts with commercial customers. Generally, these contracts have similar terms in order to protect the Bancorp from market volatility. Credit risk arises from the possible inability of the counterparties to meet the terms of their contracts, which the Bancorp minimizes through collateral arrangements, approvals, limits and monitoring procedures. The Bancorp has risk limits and internal controls in place to help ensure excessive risk is not being taken in providing this service to customers. These controls include an independent determination of interest rate volatility and credit equivalent exposure on these contracts and counterparty credit approvals performed by independent risk management. For further information, including the notional amount and fair values of these derivatives, refer to Note 15 of the Notes to Consolidated Financial Statements.

Portfolio Loans and Leases and Interest Rate Risk

Although the Bancorp's portfolio loans and leases contain both fixed and floating/adjustable-rate products, the rates of interest earned by the Bancorp on the outstanding balances are generally established for a period of time. The interest rate sensitivity of loans and leases is directly related to the length of time the rate earned is established.

The following table summarizes the carrying value of the Bancorp's portfolio loans and leases expected cash flows, excluding interest receivable, as of December 31, 2020:

TABLE 67: Portfolio Loans and Leases Expected Cash Flows[(a)]

($ in millions)	Less than 1 Year	1-5 Years	Over 5 Years	Total
Commercial and industrial loans	$ 23,547	25,118	999	49,665
Commercial mortgage loans	3,973	5,722	907	10,602
Commercial construction loans	2,966	2,737	112	5,815
Commercial leases	829	1,547	539	2,915
Total commercial loans and leases	31,315	35,124	2,557	68,997
Residential mortgage loans[(b)]	4,009	6,803	5,116	15,928
Home equity	1,421	2,805	957	5,183
Indirect secured consumer loans	4,639	8,160	854	13,653
Credit card	401	1,606	—	2,007
Other consumer loans	1,727	1,123	164	3,014
Total consumer loans	12,197	20,497	7,091	39,785
Total portfolio loans and leases	$ 43,512	55,621	9,648	108,782

(a) *Expected cash flows from portfolio loans and leases do not reflect changes in timing due to hardship programs offered in response to the COVID-19 pandemic which are not expected to be significant.*
(b) *Includes residential mortgage loans previously sold to GNMA for which the Bancorp is deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase.*

The following table displays a summary of expected cash flows, excluding interest receivable, occurring after one year for both fixed and floating/adjustable-rate loans and leases as of December 31, 2020:

TABLE 68: Portfolio Loans and Leases Expected Cash Flows Occurring After One Year[(a)]

	Interest Rate	
($ in millions)	Fixed	Floating or Adjustable
Commercial and industrial loans	$ 3,164	22,953
Commercial mortgage loans	1,461	5,168
Commercial construction loans	46	2,803
Commercial leases	2,086	—
Total commercial loans and leases	6,757	30,924
Residential mortgage loans[(b)]	9,510	2,409
Home equity	370	3,392
Indirect secured consumer loans	9,000	14
Credit card	244	1,362
Other consumer loans	1,018	269
Total consumer loans	20,142	7,446
Total portfolio loans and leases	$ 26,899	38,370

(a) *Expected cash flows from portfolio loans and leases do not reflect changes in timing due to hardship programs offered in response to the COVID-19 pandemic which are not expected to be significant.*
(b) *Includes residential mortgage loans previously sold to GNMA for which the Bancorp is deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase.*

Residential Mortgage Servicing Rights and Price Risk

The fair value of the residential MSR portfolio was $656 million and $993 million at December 31, 2020 and December 31, 2019, respectively. The value of servicing rights can fluctuate sharply depending on changes in interest rates and other factors. Generally, as interest rates decline and loans are prepaid to take advantage of refinancing, the total value of existing servicing rights declines because no further servicing fees are collected on repaid loans. The Bancorp maintains a non-qualifying hedging strategy relative to its mortgage banking activity in order to manage a portion of the risk associated with changes in the value of its MSR portfolio as a result of changing interest rates.

Mortgage rates decreased during the years ended December 31, 2020 and 2019 which caused modeled prepayment speeds to rise. The fair value of the MSR portfolio decreased $311 million and $203 million, respectively, due to changes to inputs to the valuation model, including prepayment speeds and OAS assumptions, and decreased $254 million and $173 million, respectively, due to the impact of contractual principal payments and actual prepayment activity for the years ended December 31, 2020 and 2019.

The Bancorp recognized net gains of $309 million and $224 million, respectively, on its non-qualifying hedging strategy during the years ended December 31, 2020 and 2019. These amounts included net gains of $2 million and $3 million during the years ended December 31, 2020 and 2019, respectively, on securities related to the Bancorp's non-qualifying hedging strategy. The Bancorp may adjust its hedging strategy to reflect its assessment of the composition of its MSR portfolio, the cost of hedging and the anticipated effectiveness of the hedges given the economic environment. Refer to Note 14 of the Notes to Consolidated Financial Statements for further discussion on servicing rights and the instruments used to hedge price risk on MSRs.

Foreign Currency Risk

The Bancorp may enter into foreign exchange derivative contracts to economically hedge certain foreign denominated loans. The derivatives are classified as free-standing instruments with the revaluation gain or loss being recorded in other noninterest income in the Consolidated Statements of Income. The balance of the Bancorp's foreign denominated loans at December 31, 2020 and 2019 was $655 million and $880 million, respectively. The Bancorp also enters into foreign exchange contracts for the benefit of commercial customers to hedge their exposure to foreign currency fluctuations. Similar to the hedging of price risk from interest rate derivative contracts entered into with commercial customers, the Bancorp also enters into foreign exchange contracts with major financial institutions to economically hedge a substantial portion of the exposure from client driven foreign exchange activity. The Bancorp has risk limits and internal controls in place to help ensure excessive risk is not being taken in providing this service to customers. These controls include an independent determination of currency volatility and credit equivalent exposure on these contracts, counterparty credit approvals and country limits performed by independent risk management.

Commodity Risk

The Bancorp also enters into commodity contracts for the benefit of commercial customers to hedge their exposure to commodity price fluctuations. Similar to the hedging of foreign exchange and price risk from interest rate derivative contracts, the Bancorp also enters into commodity contracts with major financial institutions to economically hedge a substantial portion of the exposure from client driven commodity activity. The Bancorp may also offset this risk with exchange-traded commodity contracts. The Bancorp has risk limits and internal controls in place to help ensure excessive risk is not taken in providing this service to customers. These controls include an independent determination of commodity volatility and credit equivalent exposure on these contracts and counterparty credit approvals performed by independent risk management.

LIQUIDITY RISK MANAGEMENT

The goal of liquidity management is to provide adequate funds to meet changes in loan and lease demand, unexpected levels of deposit withdrawals and other contractual obligations. Mitigating liquidity risk is accomplished by maintaining liquid assets in the form of cash and investment securities, maintaining sufficient unused borrowing capacity in the debt markets and delivering consistent growth in core deposits. A summary of certain obligations and commitments to make future payments under contracts is included in Note 19 of the Notes to Consolidated Financial Statements.

The Bancorp's Treasury department manages funding and liquidity based on point-in-time metrics as well as forward-looking projections, which incorporate different sources and uses of funds under base and stress scenarios. Liquidity risk is monitored and managed by the Treasury department with independent oversight provided by ERM, and a series of Policy Limits and Key Risk Indicators are established to ensure risks are managed within the Bancorp's risk tolerance. The Bancorp maintains a contingency funding plan that provides for liquidity stress testing, which assesses the liquidity needs under varying market conditions, time horizons, asset growth rates and other events. The contingency plan provides for ongoing monitoring of unused borrowing capacity and available sources of contingent liquidity to prepare for unexpected liquidity needs and to cover unanticipated events that could affect liquidity. The contingency plan also outlines the Bancorp's response to various levels of liquidity stress and actions that should be taken during various scenarios.

Liquidity risk is monitored and managed for both Fifth Third Bancorp and its subsidiaries. The Bancorp receives substantially all of its liquidity from dividends from its subsidiaries, primarily Fifth Third Bank, National Association. Subsidiary dividends are supplemented with term debt to enable the Bancorp to maintain sufficient liquidity to meet its cash obligations, including debt service and scheduled maturities, common and preferred dividends, unfunded commitments to subsidiaries and other planned capital actions in the form of share repurchases. Liquidity resources are more limited at the Bancorp, making its liquidity position more susceptible to market disruptions. Bancorp liquidity is assessed using a cash coverage horizon, ensuring the entity maintains sufficient liquidity to withstand a period of sustained market disruption while meeting its anticipated obligations over an extended stressed horizon.

The Bancorp's ALCO, which includes senior management representatives and is accountable to the ERMC, monitors and manages liquidity and funding risk within Board-approved policy limits. In addition to the risk management activities of ALCO, the Bancorp has a liquidity risk management function as part of ERM that provides independent oversight of liquidity risk management.

Sources of Funds

The Bancorp's primary sources of funds relate to cash flows from loan and lease repayments, payments from securities related to sales and maturities, the sale or securitization of loans and leases and funds generated by core deposits, in addition to the use of public and private debt offerings.

Table 67 of the Interest Rate and Price Risk Management subsection of the Risk Management section of MD&A illustrates the expected maturities from loan and lease repayments. Of the $37.5 billion of securities in the Bancorp's available-for-sale debt and other securities portfolio at December 31, 2020, $4.6 billion in principal and interest is expected to be received in the next 12 months and an additional $5.0 billion is expected to be received in the next 13 to 24 months. For further information on the Bancorp's securities portfolio, refer to the Investment Securities subsection of the Balance Sheet Analysis section of MD&A.

Asset-driven liquidity is provided by the Bancorp's ability to sell or securitize loans and leases. In order to reduce the exposure to interest rate fluctuations and to manage liquidity, the Bancorp has developed securitization and sale procedures for several types of interest-sensitive assets. A majority of the long-term, fixed-rate single-family residential mortgage loans underwritten according to FHLMC or FNMA guidelines are sold for cash upon origination. Additional assets such as certain other residential mortgage loans, certain commercial loans, home equity loans, automobile loans and other consumer loans are also capable of being securitized or sold. The Bancorp sold or securitized loans and leases totaling $12.3 billion during the year ended December 31, 2020 compared to $9.7 billion during the year ended December 31, 2019. For further information, refer to Note 13 and Note 14 of the Notes to Consolidated Financial Statements.

Core deposits have historically provided the Bancorp with a sizeable source of relatively stable and low-cost funds. The Bancorp's average core deposits and average shareholders' equity funded 86% and 83% of its average total assets for the years ended December 31, 2020 and 2019, respectively. In addition to core deposit funding, the Bancorp also accesses a variety of other short-term and long-term funding sources, which include the use of the FHLB system. Certificates $100,000 and over and certain deposits in the Bancorp's foreign branch located in the Cayman Islands are wholesale funding tools utilized to fund asset growth. Management does not rely on any one source of liquidity and manages availability in response to changing balance sheet needs.

As of December 31, 2020, $4.7 billion of debt or other securities were available for issuance under the current Bancorp's Board of Directors' authorizations and the Bancorp is authorized to file any necessary registration statements with the SEC to permit ready access to the public securities markets; however, access to these markets may depend on market conditions. During the year ended December 31, 2020, the Bancorp issued and sold $1.25 billion in aggregate principal amount of senior fixed-rate notes and issued in a registered public offering 350,000 depositary shares, representing 14,000 shares of 4.50% fixed-rate reset non-cumulative perpetual preferred stock, Series L, for net proceeds of approximately $346 million.

As of December 31, 2020, the Bank's global bank note program had a borrowing capacity of $25.0 billion, of which $19.1 billion was available for issuance. During the year ended December 31, 2020, the Bank issued and sold $1.25 billion in aggregate principal amount of senior fixed-rate notes. Additionally, at December 31, 2020, the Bank had approximately $44.0 billion of borrowing capacity available through secured borrowing sources including the FRB and FHLB.

Current Liquidity Position

The COVID-19 pandemic has significantly impacted the economic environment, although financial markets, initially supported by Federal Reserve programs, have been stable and well-functioning following the onset of the crisis and the early monetary and fiscal response. During 2020, the Bancorp's core deposit funding increased, while revolving line of credit utilization and portfolio loans and leases decreased. As a result, the Bancorp maintains a strong liquidity profile driven by strong core deposit funding and over $100 billion in current available liquidity. The Bancorp is managing liquidity prudently in the current environment and maintains a liquidity profile focused on core deposit and stable long-term funding sources which allows for the effective management of concentration and rollover risk.

As of December 31, 2020, the Bancorp has sufficient liquidity to meet contractual obligations and all preferred and common dividends without accessing the capital markets or receiving upstream dividends from the Bank subsidiary for 32 months.

Credit Ratings

The cost and availability of financing to the Bancorp and Bank are impacted by its credit ratings. A downgrade to the Bancorp's or Bank's credit ratings could affect its ability to access the credit markets and increase its borrowing costs, thereby adversely impacting the Bancorp's or Bank's financial condition and liquidity. Key factors in maintaining high credit ratings include a stable and diverse earnings stream, strong credit quality, strong capital ratios and diverse funding sources, in addition to disciplined liquidity monitoring procedures.

The Bancorp's and Bank's credit ratings are summarized in Table 69. The ratings reflect the ratings agency's view on the Bancorp's and Bank's capacity to meet financial commitments.*

**As an investor, you should be aware that a security rating is not a recommendation to buy, sell or hold securities, that it may be subject to revision or withdrawal at any time by the assigning rating organization and that each rating should be evaluated independently of any other rating. Additional information on the credit rating ranking within the overall classification system is located on the website of each credit rating agency.*

TABLE 69: Agency Ratings

As of February 26, 2021	Moody's	Standard and Poor's	Fitch	DBRS
Fifth Third Bancorp:				
Short-term borrowings	No rating	A-2	F1	R-1L
Senior debt	Baa1	BBB+	A-	A
Subordinated debt	Baa1	BBB	BBB+	AL
Fifth Third Bank, National Association:				
Short-term borrowings	P-2	A-2	F1	R-1M
Short-term deposit	P-1	No rating	F1	No rating
Long-term deposit	Aa3	No rating	A	AH
Senior debt	A3	A-	A-	AH
Subordinated debt	Baa1	BBB+	BBB+	A
Rating Agency Outlook for Fifth Third Bancorp and Fifth Third Bank, National Association:	Stable	Stable	Negative	Negative

OPERATIONAL RISK MANAGEMENT

Operational risk is the risk to current or projected financial condition and resilience arising from inadequate or failed internal processes or systems, human errors or misconduct or adverse external events that are neither market- nor credit-related. Operational risk is inherent in the Bancorp’s activities and can manifest itself in various ways, including fraudulent acts, business interruptions, inappropriate behavior of employees, unintentional failure to comply with applicable laws and regulations, poor design or delivery of products and services, cyber-security or physical security incidents and privacy breaches or failure of third parties to perform in accordance with their arrangements. These events could result in financial losses, litigation and regulatory fines, as well as other damage to the Bancorp. The Bancorp’s risk management goal is to keep operational risk at appropriate levels consistent with the Bancorp’s risk appetite, financial strength, the characteristics of its businesses, the markets in which it operates and the competitive and regulatory environment to which it is subject.

To control, monitor and govern operational risk, the Bancorp maintains an overall Risk Management Framework which comprises governance oversight, risk assessment, capital measurement, monitoring and reporting as well as a formal three lines of defense approach. ERM is responsible for prescribing the framework to the lines of business and corporate functions and providing independent oversight of its implementation (second line of defense). Business Controls groups are in place in each of the lines of business to ensure consistent implementation and execution of managing day-to-day operational risk (first line of defense).

The Bancorp’s risk management framework consists of five integrated components, including identifying, assessing, managing, monitoring and independent governance reporting of risk. The corporate Operational Risk Management function within Enterprise Risk is responsible for developing and overseeing the implementation of the Bancorp’s approach to managing operational risk. This includes providing governance, awareness and training, tools, guidance and oversight to support implementation of key risk programs and systems as they relate to operational risk management, such as risk and control self-assessments, new product/initiative risk reviews, key risk indicators, Third-Party Risk Management, cyber-security risk management and review of operational losses. The function is also responsible for developing reports that support the proactive management of operational risk across the enterprise. The lines of business and corporate functions are responsible for managing the operational risks associated with their areas in accordance with the risk management framework. The framework is intended to enable the Bancorp to function with a sound and well-controlled operational environment. These processes support the Bancorp’s goals to minimize future operational losses and strengthen the Bancorp’s performance by maintaining sufficient capital to absorb operational losses that are incurred.

The Bancorp also maintains a robust information security program to support the management of cyber-security risk within the organization with a focus on prevention, detection and recovery processes. Fifth Third utilizes a wide array of techniques to secure its operations and proprietary information such as Board-approved policies and programs, network monitoring and testing, access controls and dedicated security personnel. Fifth Third has adopted the National Institute of Standards and Technology Cybersecurity Framework for the management and deployment of cyber-security controls and is an active participant in the financial sector information sharing organization structure, known as the Financial Services Information Sharing and Analysis Center. To ensure resiliency of key Bancorp functions, Fifth Third also employs redundancy protocols that include a robust business continuity function that works to mitigate any potential impacts to Fifth Third customers and its systems.

Fifth Third also focuses on the reporting and escalation of operational control issues to senior management and the Board of Directors. The Operational Risk Committee is the key committee that oversees and supports Fifth Third in the management of operational risk across the enterprise. The Operational Risk Committee reports to the ERMC, which reports to the Risk and Compliance Joint Committee of the Board of Directors of Fifth Third Bancorp and Fifth Third Bank, National Association.

The COVID-19 pandemic has created heightened operational risks and impacts to the Bancorp, including risks related to new systems and processes to support remote work strategies, new customer hardship programs and functions that cannot be fully executed by outsourced service providers. Additionally, increased external threats have increased fraud and cyber-security risks. These risks continue to be carefully managed and monitored to ensure effective controls are in place, with appropriate oversight and governance by the second line of defense. Fifth Third has a defined pandemic plan and robust business continuity management process, which have been leveraged to support the continuity of processes across the Bank. Fifth Third’s operational risk management team has been actively engaged to oversee and evaluate business changes required to ensure continuity of critical business services with the focus on impacts to customers and Bancorp employees.

LEGAL AND REGULATORY COMPLIANCE RISK MANAGEMENT

Legal and regulatory compliance risk is the risk of legal or regulatory sanctions, financial loss or damage to reputation as a result of noncompliance with (i) applicable laws, regulations, rules and other regulatory requirements (including but not limited to the risk of consumers experiencing economic loss or other legal harm as a result of noncompliance with consumer protection laws, regulations and requirements); (ii) internal policies and procedures, standards of best practice or codes of conduct; and (iii) principles of integrity and fair dealing applicable to Fifth Third's activities and functions. Legal risks include the risk of actions against the institution that result in unenforceable contracts, lawsuits, legal sanctions, or adverse judgments, which disrupt or otherwise negatively affect the operations or condition of the institution. Failure to effectively manage such risks can elevate the risk level or manifest itself as other types of key risks, including reputational or operational risk. Fifth Third focuses on managing legal and regulatory compliance risk in accordance with the Bancorp's integrated risk management framework, which ensures consistent processes for identifying, assessing, managing, monitoring and reporting risks. The Bancorp's risk management goal is to keep compliance risk at appropriate levels, consistent with the Bancorp's risk appetite.

To mitigate such risks, Compliance Risk Management provides independent oversight to foster consistency and sufficiency in the execution of the program, and ensures that lines of business and support functions are adequately identifying, assessing and monitoring legal and regulatory compliance risks and adopting proper mitigation strategies. Moreover, such strategies are modified from time to time to respond to new or emerging risks in the environment. Compliance Risk Management and the Legal Division provide guidance to the lines of business and enterprise functions, which are ultimately responsible for managing such risks associated with their areas. The Chief Compliance Officer is responsible for formulating and directing the strategy, development, implementation, communication and maintenance of the Compliance Risk Management program, which implements key compliance processes, including but not limited to, executive- and board-level governance and reporting routines, compliance-related policies, risk assessments, key risk indicators, issues tracking, regulatory change management, and regulatory compliance testing and monitoring. Compliance Risk Management and the Legal Division partner with the Financial Crimes Division to oversee anti-money laundering processes, and Compliance Risk Management also partners with the Community and Economic Development team to oversee the Bancorp's compliance with the Community Reinvestment Act.

Fifth Third also reports and escalates legal and regulatory compliance issues to senior management and the Board of Directors. The Management Compliance Committee, which is chaired by the Chief Compliance Officer, is the key committee that oversees and supports Fifth Third in the management of compliance risk across the enterprise. The Management Compliance Committee oversees Bancorp-wide compliance issues, industry best practices, legislative developments, regulatory concerns and other leading indicators of legal and regulatory compliance risk. The Management Compliance Committee reports to the ERMC, which reports to the Risk and Compliance Joint Committee of the Board of Directors of Fifth Third Bancorp and Fifth Third Bank, National Association.

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

CAPITAL MANAGEMENT

Management regularly reviews the Bancorp’s capital levels to help ensure it is appropriately positioned under various operating environments. The Bancorp has established a Capital Committee which is responsible for making capital plan recommendations to management. These recommendations are reviewed by the ERMC and the annual capital plan is approved by the Board of Directors. The Capital Committee is responsible for execution and oversight of the capital actions of the capital plan.

Regulatory Capital Ratios

The Basel III Final Rule sets minimum regulatory capital ratios as well as defines the measure of “well-capitalized” for insured depository institutions.

TABLE 70: Prescribed Capital Ratios

	Minimum	Well-Capitalized
CET1 capital:		
Fifth Third Bancorp	4.50 %	N/A
Fifth Third Bank, National Association	4.50	6.50
Tier I risk-based capital:		
Fifth Third Bancorp	6.00	6.00
Fifth Third Bank, National Association	6.00	8.00
Total risk-based capital:		
Fifth Third Bancorp	8.00	10.00
Fifth Third Bank, National Association	8.00	10.00
Tier I leverage:		
Fifth Third Bancorp	4.00	N/A
Fifth Third Bank, National Association	4.00	5.00

The Bancorp was subject to a capital conservation buffer of 2.5%, in addition to the minimum capital ratios, in order to avoid limitations on certain capital distributions and discretionary bonus payments to executive officers through September 30, 2020. On October 1, 2020, the Bancorp became subject to the stress capital buffer requirement which replaced the capital conservation buffer. During each supervisory stress testing cycle, the FRB uses the Bancorp’s supervisory stress test to determine its stress capital buffer, subject to a floor of 2.5%. On August 7, 2020, the FRB provided the Bancorp a final stress capital buffer requirement of 2.5% which is effective for the period of October 1, 2020 to September 30, 2021. After evaluating the Bancorp’s capital plan which was re-submitted on November 5, 2020, the FRB may update the Bancorp’s stress capital buffer until March 31, 2021. The Bancorp exceeded these “capital conservation buffer” and “stress capital buffer” ratios for all periods presented.

In April 2018, the federal banking regulators proposed transitional arrangements to permit banking organizations to phase in the day-one impact of the adoption of ASU 2016-13, referred to as CECL, on regulatory capital over a period of three years. The proposed rule was adopted as final effective July 1, 2019. The phase-in provisions of the final rule are optional for a banking organization that experiences a reduction in retained earnings due to CECL adoption as of the beginning of the fiscal year in which the banking organization adopts CECL. A banking organization that elects the phase-in provisions of the final rule for regulatory capital purposes must phase in 25% of the transitional amounts impacting regulatory capital in the first year of adoption of CECL, 50% in the second year, 75% in the third year, with full impact beginning in the fourth year.

In March 2020, the banking agencies issued an interim final rule for additional transitional relief to regulatory capital related to the impact of the adoption of CECL given the disruption in economic activity caused by the COVID-19 pandemic. The interim final rule provides banking organizations that adopt CECL in the 2020 calendar year with the option to delay for two years the estimated impact of CECL on regulatory capital, followed by the aforementioned three-year transition period to phase out the aggregate amount of benefit during the initial two-year delay for a total five-year transition. The estimated impact of CECL on regulatory capital (modified CECL transitional amount) is calculated as the sum of the day-one impact on retained earnings upon adoption of CECL (CECL transitional amount) and the calculated change in the ACL relative to the day-one ACL upon adoption of CECL multiplied by a scaling factor of 25%. The scaling factor is used to approximate the difference in the ACL under CECL relative to the incurred loss methodology. The modified CECL transitional amount will be calculated each quarter for the first two years of the five-year transition. The amount of the modified CECL transition amount will be fixed as of December 31, 2021 and that amount will be subject to the three-year phase out.

The Bancorp adopted ASU 2016-13 on January 1, 2020 and elected the five-year transition phase-in option for the impact of CECL on regulatory capital with its regulatory filings as of March 31, 2020. The impact of the modified CECL transition amount on the Bancorp’s regulatory capital at December 31, 2020 was an increase in capital of approximately $630 million. On a fully phased-in basis, the Bancorp’s CET1 ratio would be reduced by 39 basis points as of December 31, 2020. For additional information on ASU 2016-13, refer to Note 1 of the Notes to Consolidated Financial Statements.

On July 22, 2019, the federal banking regulators published the Regulatory Capital Simplification final rule in the Federal Register. Under the final rule, non-advanced approach banks, such as the Bancorp, will be subject to simpler regulatory capital requirements for mortgage servicing assets, certain deferred tax assets arising from temporary differences and investments in the capital of unconsolidated financial institutions than those currently applied. The final rule increases the deduction threshold for mortgage servicing assets, certain deferred tax assets arising from temporary differences and investments in the capital of unconsolidated financial institutions from 10% to 25% of CET1, but increases the risk-weighted assets percentage for the non-deducted elements from 100% to 250%. The final rule pertaining to these regulatory capital elements was effective on April 1, 2020.

The following table summarizes the Bancorp's capital ratios as of December 31:

TABLE 71: Capital Ratios

($ in millions)	**2020**	2019	2018	2017	2016
Average total Bancorp shareholders' equity as a percent of average assets	**11.61 %**	12.14	11.23	11.69	11.57
Tangible equity as a percent of tangible assets[(a)(c)(d)]	**8.18**	9.52	9.63	9.79	9.72
Tangible common equity as a percent of tangible assets[(a)(c)(d)]	**7.11**	8.44	8.71	8.83	8.77
Regulatory capital:					
CET1 capital[(b)]	**$ 14,682**	13,847	12,534	12,517	12,426
Tier I capital[(b)]	**16,797**	15,616	13,864	13,848	13,756
Total regulatory capital[(b)]	**21,412**	19,661	17,723	17,887	17,972
Risk-weighted assets	**141,974**	142,065	122,432	117,997	119,632
Regulatory capital ratios:[(b)]					
CET1 capital	**10.34 %**	9.75	10.24	10.61	10.39
Tier I risk-based capital	**11.83**	10.99	11.32	11.74	11.50
Total risk-based capital	**15.08**	13.84	14.48	15.16	15.02
Tier I leverage[(d)]	**8.49**	9.54	9.72	10.01	9.90

(a) These are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.
(b) Regulatory capital ratios as of December 31, 2020 are calculated pursuant to the five-year transition provision option to phase in the effects of CECL on regulatory capital.
(c) Excludes AOCI.
(d) The decrease in these capital ratios is primarily attributable to the Bancorp's growth of assets during the year ended December 31, 2020.

Capital Planning

In 2011, the FRB adopted the capital plan rule, which requires BHCs with consolidated assets of $50 billion or more to submit annual capital plans to the FRB for review. Under the rule, these capital plans must include detailed descriptions of the following: the BHC's internal processes for assessing capital adequacy; the policies governing capital actions such as common stock issuances, dividends and share repurchases; and all planned capital actions over a nine-quarter planning horizon. Furthermore, each BHC must report to the FRB the results of stress tests conducted by the BHC under a number of scenarios that assess the sources and uses of capital under baseline and stressed economic conditions.

On October 10, 2019, the Federal Reserve Board adopted final rules to tailor certain prudential standards for large domestic and foreign banking organizations. As a result of the EPS Tailoring Rule, the Bancorp is subject to category IV standards, under which the Bancorp is no longer required to file semi-annual, company-run stress tests with the FRB and publicly disclose the results. As an institution subject to category IV standards, the Bancorp is subject to the FRB's supervisory stress tests every two years, the Board capital plan rule and FR Y-14 reporting requirements. The supervisory stress tests are forward-looking quantitative evaluations of the impact of stressful economic and financial market conditions on the Bancorp's capital. The Bancorp became subject to category IV standards on December 31, 2019, and the requirements outlined above apply to the stress test cycle that started on January 1, 2020. As noted above, the Bancorp remains subject to the Board's capital plan rule, and its requirement to develop and maintain a capital plan, and the Board of Directors of the Bancorp must review and approve the capital plan.

On March 4, 2020, the Bancorp was informed by the FRB that the deadline to submit the required information related to its capital plan within the FR Y-14A was extended until April 5, 2021, with the exception of the information contained in Schedule C – Regulatory Capital Instruments. The information contained in Schedule C remained due on or before April 6, 2020, which the Bancorp submitted as required.

In June 2019, the Bancorp announced its capital distribution capacity of approximately $2 billion for the period of July 1, 2019 through June 30, 2020. This included the ability to execute share repurchases up to $1.24 billion as well as increase quarterly common stock dividends by up to $0.03 per share. These distributions were governed under the FRB's 2019 extended stress test process for BHCs with less than $250 billion of total consolidated assets. On March 16, 2020, the Bancorp announced it was temporarily suspending share repurchases that it had capacity to execute under the 2019 CCAR plan. The decision on share repurchases is consistent with Fifth Third's objective to use the Bancorp's capital and liquidity to provide support to individuals, businesses and the broader economy through lending and other important services. Fifth Third did not execute any open market or accelerated share repurchases in 2020.

In June 2020, the FRB took several actions in connection with its announcement of stress test results in light of the uncertainty caused by the COVID-19 pandemic. Specifically, for the third quarter of 2020, the FRB required large banking organizations, including the Bancorp, to suspend share repurchases, cap dividend payments to the amount paid during the second quarter of 2020, and further limit dividends according to a formula based on recent income. The FRB also required large banking organizations, including the Bancorp, to reevaluate their longer-term capital plans, and such organizations will be required to update and resubmit their capital plans later this year to reflect current stresses caused by the COVID-19 pandemic. The FRB may conduct additional analysis each quarter to determine if adjustments to this response are appropriate.

In September 2020, the Bancorp was informed by the FRB that the capital plan resubmission due date was November 2, 2020, which the Bancorp submitted, as required. Additionally, on September 30, 2020 the FRB extended the third quarter of 2020 restrictions on share repurchases and dividends to the fourth quarter of 2020, and dividends remained limited according to a formula based on recent income.

In December 2020, in connection with its announcement of the stress test resubmission results, the FRB extended the fourth quarter of 2020 restrictions on share repurchases and dividends to the first quarter of 2021, with modifications. Specifically, the Bancorp is authorized to pay dividends and execute share repurchases according to a formula based on recent income provided the Bancorp does not increase the amount of its dividend. For further information on a subsequent event related to an accelerated share repurchase transaction, refer to Note 33 of the Notes to Consolidated Financial Statements.

Preferred Stock Transactions

On July 30, 2020, the Bancorp issued in a registered public offering 350,000 depositary shares, representing 14,000 shares of 4.50% fixed-rate reset non-cumulative perpetual preferred stock, Series L, for net proceeds of approximately $346 million. Each preferred share has a $25,000 liquidation preference.

For more information on the preferred stock offering, including disclosure on the redemption options, refer to Note 25 of the Notes to Consolidated Financial Statements.

Dividend Policy and Stock Repurchase Program

The Bancorp's common stock dividend policy and stock repurchase program reflect its earnings outlook, desired payout ratios, the need to maintain adequate capital levels, the ability of its subsidiaries to pay dividends and the need to comply with safe and sound banking practices as well as meet regulatory requirements and expectations. The Bancorp declared dividends per common share of $1.08 and $0.94 during the years ended December 31, 2020 and 2019, respectively.

The following table summarizes shares authorized for repurchase as part of publicly announced plans or programs:

TABLE 72: Share Repurchases

For the years ended December 31	**2020**	2019
Shares authorized for repurchase at January 1	**76,437,348**	60,564,282
Additional authorizations	—	80,474,957
Share repurchases[(a)]	—	(64,601,891)
Shares authorized for repurchase at December 31	**76,437,348**	76,437,348
Average price paid per share[(a)]	**$** —	26.05

(a) *Excludes 1,915,872 and 2,693,318 shares repurchased during the years ended December 31, 2020 and 2019, respectively, in connection with various employee compensation plans. These purchases are not included in the calculation for average price paid per share and do not count against the maximum number of shares that may yet be repurchased under the Board of Directors' authorization.*

OFF-BALANCE SHEET ARRANGEMENTS

In the ordinary course of business, the Bancorp enters into financial transactions that are considered off-balance sheet arrangements as they involve varying elements of interest rate, price, credit and liquidity risk in excess of the amounts recognized in the Bancorp's Consolidated Balance Sheets. The Bancorp's off-balance sheet arrangements include commitments, contingent liabilities, guarantees and transactions with non-consolidated VIEs. A brief discussion of these transactions is as follows:

Commitments

The Bancorp has certain commitments to make future payments under contracts, including commitments to extend credit, forward contracts related to residential mortgage loans held for sale, letters of credit, purchase obligations, capital commitments for private equity investments and capital expenditures. Refer to Note 19 of the Notes to Consolidated Financial Statements for additional information on commitments.

Contingent Liabilities and Guarantees

The Bancorp has performance obligations upon the occurrence of certain events provided in certain contractual arrangements, including residential mortgage loans sold with representation and warranty provisions. Refer to Note 19 of the Notes to Consolidated Financial Statements for additional information on contingent liabilities and guarantees.

Transactions with Non-consolidated VIEs

The Bancorp engages in a variety of activities that involve VIEs, which are legal entities that lack sufficient equity to finance their activities, or the equity investors of the entities as a group lack any of the characteristics of a controlling interest. The investments in those entities in which the Bancorp was determined not to be the primary beneficiary but holds a variable interest in the entity are accounted for under the equity method of accounting or other accounting standards as appropriate and not consolidated. Refer to Note 13 of the Notes to Consolidated Financial Statements for additional information on non-consolidated VIEs.

CONTRACTUAL OBLIGATIONS AND OTHER COMMITMENTS

The Bancorp has certain obligations and commitments to make future payments under contracts. The aggregate contractual obligations and commitments at December 31, 2020 are shown in Table 73. As of December 31, 2020, the Bancorp had unrecognized tax benefits that, if recognized, would impact the effective tax rate in future periods. Due to the uncertainty of the amounts to be ultimately paid as well as the timing of such payments, all uncertain tax liabilities that have not been paid have been excluded from the following table. For further detail on the impact of income taxes, refer to Note 22 of the Notes to Consolidated Financial Statements.

TABLE 73: Contractual Obligations and Other Commitments

As of December 31, 2020 ($ in millions)	Less than 1 year	1-3 years	3-5 years	Greater than 5 years	Total
Contractually obligated payments due by period:					
Deposits with no stated maturity[(a)(b)]	$ 154,032	—	—	—	154,032
Long-term debt[(a)(c)]	3,162	3,164	3,997	4,650	14,973
Time deposits[(a)(d)]	4,413	483	132	21	5,049
Forward contracts related to residential mortgage loans held for sale[(f)]	2,903	—	—	—	2,903
Short-term borrowings[(a)(e)]	1,492	—	—	—	1,492
Operating lease obligations[(g)]	86	155	123	246	610
Partnership investment commitments[(h)]	223	188	30	37	478
Purchase obligations and capital expenditures[(j)]	76	135	59	—	270
Finance lease obligations[(g)]	18	35	27	78	158
Pension benefit payments[(i)]	18	35	34	66	153
Total contractually obligated payments due by period	$ 166,423	4,195	4,402	5,098	180,118
Other commitments by expiration period:					
Commitments to extend credit[(k)]	$ 26,372	23,567	16,997	7,646	74,582
Letters of credit[(l)]	1,098	565	318	1	1,982
Total other commitments by expiration period	$ 27,470	24,132	17,315	7,647	76,564

(a) Interest-bearing obligations are principally used to fund interest-earning assets. Interest charges on contractual obligations were excluded from reported amounts, as the potential cash outflows would have corresponding cash inflows from interest-earning assets.

(b) Includes demand, interest checking, savings, money market and foreign office deposits. For additional information, refer to the Deposits subsection of the Balance Sheet Analysis section of MD&A.

(c) Includes debt obligations with an original maturity of greater than one year. Refer to Note 18 of the Notes to Consolidated Financial Statements for additional information on these debt instruments.

(d) Includes other time deposits and certificates $100,000 and over. For additional information, refer to the Deposits subsection of the Balance Sheet Analysis section of MD&A.

(e) Includes federal funds purchased and borrowings with an original maturity of less than one year. For additional information, refer to Note 17 of the Notes to Consolidated Financial Statements.

(f) Refer to Note 15 of the Notes to Consolidated Financial Statements for additional information on forward contracts to sell residential mortgage loans.

(g) Refer to Note 10 of the Notes to Consolidated Financial Statements for additional information on lease obligations.

(h) Includes LIHTC investments. For additional information, refer to Note 13 of the Notes to Consolidated Financial Statements.

(i) Refer to Note 23 of the Notes to Consolidated Financial Statements for additional information on pension obligations.

(j) Represents agreements to purchase goods or services and includes commitments to various general contractors for work related to banking center construction.

(k) Commitments to extend credit are agreements to lend, typically having fixed expiration dates or other termination clauses that may require payment of a fee. Many of the commitments to extend credit may expire without being drawn upon. The total commitment amounts include capital commitments for private equity investments and do not necessarily represent future cash flow requirements. For additional information, refer to Note 19 of the Notes to Consolidated Financial Statements.

(l) Letters of credit are conditional commitments issued to guarantee the performance of a customer to a third party. For additional information, refer to Note 19 of the Notes to Consolidated Financial Statements.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

This information is set forth in the Interest Rate and Price Risk Management section of Item 7 of this Report on pages 114-119 and is incorporated herein by reference. This information contains certain statements that we believe are forward-looking statements. Refer to page 19 for cautionary information regarding forward-looking statements.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the shareholders and the Board of Directors of Fifth Third Bancorp:

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Fifth Third Bancorp and subsidiaries (the "Bancorp") as of December 31, 2020 and 2019, the related consolidated statements of income, comprehensive income, changes in equity, and cash flows for each of the three years in the period ended December 31, 2020, and the related notes (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Bancorp as of December 31, 2020 and 2019, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2020, in conformity with accounting principles generally accepted in the United States of America.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Bancorp's internal control over financial reporting as of December 31, 2020, based on the criteria established in Internal Control—Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated February 26, 2021 expressed an unqualified opinion on the Bancorp's internal control over financial reporting.

Change in Accounting Principle

As discussed in Note 1 to the Consolidated Financial Statements, the Bancorp has changed its method of accounting for financial assets measured at amortized cost in 2020 due to adoption of ASU 2016-13, *Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments.*

Basis for Opinion

These financial statements are the responsibility of the Bancorp's management. Our responsibility is to express an opinion on the Bancorp'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 Bancorp 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 critical audit matters does not alter in any way our opinion on the 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 accounts or disclosures to which it relates.

Allowance for Loan and Lease Losses ("ALLL") — Qualitative Factors — Commercial Loans—Refer to Note 1 and Note 7 of the Notes to Consolidated Financial Statements

Critical Audit Matter Description

The Bancorp maintains the ALLL to absorb the amount of credit losses that are expected to be incurred over the remaining contractual terms of the related loans and leases. The Bancorp's methodology for determining the ALLL includes an estimate of expected credit losses on a collective basis for groups of loans and leases with similar risk characteristics and specific allowances for loans and leases which are individually evaluated.

For loans that are not individually evaluated, the Bancorp develops its estimate of expected credit losses using quantitative models, subject to certain qualitative adjustments. The expected credit loss models consider historical credit loss experience, current market and economic conditions, and forecasted changes in market and economic conditions to the extent such forecasts are considered reasonable and supportable.

Qualitative factors are used to capture characteristics in the portfolio that impact expected credit losses but that are not fully captured within the Bancorp's quantitative models.

At December 31, 2020, the key qualitative factors included adjustments associated with the current economic environment and the COVID-19 pandemic. These qualitative factors address the incremental loss exposures relating to commercial borrowers in certain industries which have been severely impacted by the COVID-19 pandemic or are otherwise experiencing prolonged distress. The qualitative factors also include an adjustment to address the impact of unemployment metrics on the expected credit loss models.

The ALLL for the commercial portfolio segment was $1.5 billion at December 31, 2020, which includes adjustments for the qualitative factors noted above.

Considering the estimation and judgment in determining adjustments for such qualitative factors, our audit of the ALLL and the related disclosures involved subjective judgment about the qualitative adjustments to the commercial portfolio segment ALLL.

How the Critical Audit Matter Was Addressed in the Audit

Our audit procedures related to the qualitative adjustments for the commercial portfolio segment ALLL included the following, among others:

- We tested the effectiveness of the Bancorp's controls over the qualitative adjustments to the ALLL.
- We assessed the reasonableness of, and evaluated support for, key qualitative adjustments based on market conditions, external market data and commercial portfolio performance metrics.
- We tested the completeness and accuracy and evaluated the relevance of the key data used as inputs to the direct impact qualitative adjustment estimation process, including:
    - Portfolio segment loan balances and other borrower-specific data
    - Relevant macroeconomic indicators and data
- With the assistance of our credit specialists, we evaluated the methodology and tested the mathematical accuracy of the underlying support used as a basis for the qualitative adjustments.

/s/ Deloitte & Touche LLP

Cincinnati, Ohio
February 26, 2021

We have served as the Company's auditor since 1970.

CONSOLIDATED BALANCE SHEETS

As of December 31 ($ in millions, except share data)		2020	2019
Assets			
Cash and due from banks	$	**3,147**	3,278
Other short-term investments[(a)]		**33,399**	1,950
Available-for-sale debt and other securities[(b)]		**37,513**	36,028
Held-to-maturity securities[(c)]		**11**	17
Trading debt securities		**560**	297
Equity securities		**313**	564
Loans and leases held for sale[(d)]		**4,741**	1,400
Portfolio loans and leases[(a)(e)]		**108,782**	109,558
Allowance for loan and lease losses[(a)]		**(2,453)**	(1,202)
Portfolio loans and leases, net		**106,329**	108,356
Bank premises and equipment[(f)]		**2,088**	1,995
Operating lease equipment		**777**	848
Goodwill		**4,258**	4,252
Intangible assets		**139**	201
Servicing rights		**656**	993
Other assets[(a)]		**10,749**	9,190
Total Assets	$	**204,680**	169,369
Liabilities			
Deposits:			
Noninterest-bearing deposits	$	**57,711**	35,968
Interest-bearing deposits[(g)]		**101,370**	91,094
Total deposits		**159,081**	127,062
Federal funds purchased		**300**	260
Other short-term borrowings		**1,192**	1,011
Accrued taxes, interest and expenses		**2,614**	2,441
Other liabilities[(a)]		**3,409**	2,422
Long-term debt[(a)]		**14,973**	14,970
Total Liabilities	$	**181,569**	148,166
Equity			
Common stock[(h)]	$	**2,051**	2,051
Preferred stock[(i)]		**2,116**	1,770
Capital surplus		**3,635**	3,599
Retained earnings		**18,384**	18,315
Accumulated other comprehensive income		**2,601**	1,192
Treasury stock[(h)]		**(5,676)**	(5,724)
Total Equity	$	**23,111**	21,203
Total Liabilities and Equity	$	**204,680**	169,369

(a) *Includes $55 and $74 of other short-term investments, $756 and $1,354 of portfolio loans and leases, $(7) and $(7) of ALLL, $5 and $8 of other assets, $2 and $2 of other liabilities and $656 and $1,253 of long-term debt from consolidated VIEs that are included in their respective captions above at December 31, 2020 and 2019, respectively. For further information, refer to Note 13.*
(b) *Amortized cost of $34,982 and $34,966 at December 31, 2020 and 2019, respectively.*
(c) *Fair value of $11 and $17 at December 31, 2020 and 2019, respectively.*
(d) *Includes $1,481 and $1,264 of residential mortgage loans held for sale measured at fair value at December 31, 2020 and 2019, respectively.*
(e) *Includes $161 and $183 of residential mortgage loans measured at fair value at December 31, 2020 and 2019, respectively.*
(f) *Includes $35 and $27 of bank premises and equipment held for sale at December 31, 2020 and 2019, respectively. For further information, refer to Note 8.*
(g) *Includes $351 of interest checking deposits held for sale at December 31, 2020.*
(h) *Common shares: Stated value $2.22 per share; authorized 2,000,000,000; outstanding at December 31, 2020 – 712,760,325 (excludes 211,132,256 treasury shares), 2019 – 708,915,629 (excludes 214,976,952 treasury shares).*
(i) *500,000 shares of no par value preferred stock were authorized at both December 31, 2020 and 2019. There were 422,000 and 436,000 unissued shares of undesignated no par value preferred stock at December 31, 2020 and 2019, respectively. Each issued share of no par value preferred stock has a liquidation preference of $25,000. 500,000 shares of no par value Class B preferred stock were authorized at both December 31, 2020 and 2019. There were 300,000 unissued shares of undesignated no par value Class B preferred stock at both December 31, 2020 and 2019. Each issued share of no par value Class B preferred stock has a liquidation preference of $1,000.*

Refer to the Notes to Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF INCOME

For the years ended December 31 ($ in millions, except share data)		2020	2019	2018
Interest Income				
Interest and fees on loans and leases	$	**4,424**	5,051	4,078
Interest on securities		**1,119**	1,162	1,080
Interest on other short-term investments		**29**	41	25
Total interest income		**5,572**	6,254	5,183
Interest Expense				
Interest on deposits		**322**	892	538
Interest on federal funds purchased		**2**	29	30
Interest on other short-term borrowings		**14**	28	29
Interest on long-term debt		**452**	508	446
Total interest expense		**790**	1,457	1,043
Net Interest Income		**4,782**	4,797	4,140
Provision for credit losses		**1,097**	471	207
Net Interest Income After Provision for Credit Losses		**3,685**	4,326	3,933
Noninterest Income[(a)]				
Service charges on deposits		**559**	565	549
Commercial banking revenue		**528**	460	408
Wealth and asset management revenue		**520**	487	444
Card and processing revenue		**352**	360	329
Mortgage banking net revenue		**320**	287	212
Leasing business revenue		**276**	270	114
Other noninterest income		**211**	1,064	803
Securities gains (losses), net		**62**	40	(54)
Securities gains (losses), net - non-qualifying hedges on mortgage servicing rights		**2**	3	(15)
Total noninterest income		**2,830**	3,536	2,790
Noninterest Expense[(a)]				
Compensation and benefits		**2,590**	2,418	2,115
Technology and communications		**362**	422	285
Net occupancy expense		**350**	332	292
Leasing business expense		**140**	133	76
Equipment expense		**130**	129	123
Card and processing expense		**121**	130	123
Marketing expense		**104**	162	147
Other noninterest expense		**921**	934	797
Total noninterest expense		**4,718**	4,660	3,958
Income Before Income Taxes		**1,797**	3,202	2,765
Applicable income tax expense		**370**	690	572
Net Income		**1,427**	2,512	2,193
Dividends on preferred stock		**104**	93	75
Net Income Available to Common Shareholders	$	**1,323**	2,419	2,118
Earnings per share - basic	$	**1.84**	3.38	3.11
Earnings per share - diluted	$	**1.83**	3.33	3.06
Average common shares outstanding - basic		**714,729,585**	710,433,611	673,346,168
Average common shares outstanding - diluted		**719,735,415**	720,065,498	685,488,498

(a) During the first quarter of 2020, certain noninterest income and noninterest expense line items were reclassified to better align disclosures to business activities. These reclassifications were retrospectively applied to all prior periods presented. Total noninterest income and noninterest expense did not change as a result of these reclassifications.

Refer to the Notes to Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31 ($ in millions)		2020	2019	2018
Net Income	$	**1,427**	2,512	2,193
Other Comprehensive Income (Loss), Net of Tax:				
Unrealized gains (losses) on available-for-sale debt securities:				
Unrealized holding gains (losses) arising during the year		**1,153**	1,046	(371)
Reclassification adjustment for net (gains) losses included in net income		**(34)**	(7)	9
Unrealized gains on cash flow hedge derivatives:				
Unrealized holding gains arising during the year		**483**	275	169
Reclassification adjustment for net (gains) losses included in net income		**(187)**	(13)	2
Defined benefit pension plans, net:				
Net actuarial (loss) gain arising during the year		**(9)**	(5)	1
Reclassification of amounts to net periodic benefit costs		**7**	8	7
Other		**(4)**	—	—
Other comprehensive income (loss), net of tax		**1,409**	1,304	(183)
Comprehensive Income	$	**2,836**	3,816	2,010

Refer to the Notes to Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Bancorp Shareholders' Equity								
($ in millions, except per share data)	Common Stock	Preferred Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Total Bancorp Shareholders' Equity	Non-Controlling Interests	Total Equity
Balance at December 31, 2017	$ 2,051	1,331	2,790	14,957	73	(5,002)	16,200	20	16,220
Impact of cumulative effect of change in accounting principle				6	(2)		4		4
Balance at January 1, 2018	$ 2,051	1,331	2,790	14,963	71	(5,002)	16,204	20	16,224
Net income				2,193			2,193		2,193
Other comprehensive loss, net of tax					(183)		(183)		(183)
Cash dividends declared:									
Common stock ($0.74 per share)				(499)			(499)		(499)
Preferred stock:[(a)]									
Series H ($1,275.00 per share)				(30)			(30)		(30)
Series I ($1,656.24 per share)				(30)			(30)		(30)
Series J ($1,225.00 per share)				(15)			(15)		(15)
Shares acquired for treasury			41			(1,494)	(1,453)		(1,453)
Impact of stock transactions under stock compensation plans, net			42			23	65		65
Other				(4)		2	(2)	(20)	(22)
Balance at December 31, 2018	$ 2,051	1,331	2,873	16,578	(112)	(6,471)	16,250	—	16,250
Impact of cumulative effect of change in accounting principle				10			10		10
Balance at January 1, 2019	$ 2,051	1,331	2,873	16,588	(112)	(6,471)	16,260	—	16,260
Net income				2,512			2,512		2,512
Other comprehensive income, net of tax					1,304		1,304		1,304
Cash dividends declared:									
Common stock ($0.94 per share)				(691)			(691)		(691)
Preferred stock:[(a)]									
Series H ($1,275.00 per share)				(30)			(30)		(30)
Series I ($1,656.24 per share)				(30)			(30)		(30)
Series J ($1,559.42 per share)				(19)			(19)		(19)
Series K ($357.50 per share)				(4)			(4)		(4)
Class B, Series A ($20.83 per share)				(4)			(4)		(4)
Other[(b)] ($30.00 per share)				(6)			(6)		(6)
Shares acquired for treasury						(1,763)	(1,763)		(1,763)
Issuance of preferred stock		242					242		242
Conversion of outstanding preferred stock issued by a Bancorp subsidiary		197					197	(197)	—
Impact of MB Financial, Inc. acquisition			712			2,447	3,159	197	3,356
Impact of stock transactions under stock compensation plans, net			14	2		56	72		72
Other				(3)		7	4		4
Balance at December 31, 2019	$ 2,051	1,770	3,599	18,315	1,192	(5,724)	21,203	—	21,203

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (continued)

	Bancorp Shareholders' Equity								
($ in millions, except per share data)	Common Stock	Preferred Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income	Treasury Stock	Total Bancorp Shareholders' Equity	Non-Controlling Interests	Total Equity
Balance at December 31, 2019	**$ 2,051**	**1,770**	**3,599**	**18,315**	**1,192**	**(5,724)**	**21,203**	**—**	**21,203**
Impact of cumulative effect of change in accounting principle[c]				**(472)**			**(472)**		**(472)**
Balance at January 1, 2020	**$ 2,051**	**1,770**	**3,599**	**17,843**	**1,192**	**(5,724)**	**20,731**	**—**	**20,731**
Net income				**1,427**			**1,427**		**1,427**
Other comprehensive income, net of tax					**1,409**		**1,409**		**1,409**
Cash dividends declared:									
Common stock ($1.08 per share)				**(780)**			**(780)**		**(780)**
Preferred stock:[a]									
Series H ($1,275.00 per share)				**(31)**			**(31)**		**(31)**
Series I ($1,656.24 per share)				**(30)**			**(30)**		**(30)**
Series J ($1,043.48 per share)				**(12)**			**(12)**		**(12)**
Series K ($1,237.52 per share)				**(12)**			**(12)**		**(12)**
Series L ($468.75 per share)				**(7)**			**(7)**		**(7)**
Class B, Series A ($60.00 per share)				**(12)**			**(12)**		**(12)**
Issuance of preferred stock		**346**					**346**		**346**
Impact of stock transactions under stock compensation plans, net			**36**			**46**	**82**		**82**
Other				**(2)**		**2**	**—**		**—**
Balance at December 31, 2020	**$ 2,051**	**2,116**	**3,635**	**18,384**	**2,601**	**(5,676)**	**23,111**	**—**	**23,111**

(a) Refer to Note 25 for further information on dividends declared for preferred stock.
(b) Dividends declared for Perpetual Preferred Stock, Series C, of MB Financial, Inc., previously a subsidiary of the Bancorp.
(c) Related to the adoption of ASU 2016-13 as of January 1, 2020. Refer to Note 1 for additional information.

Refer to the Notes to Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the years ended December 31 ($ in millions)		2020	2019	2018
Operating Activities				
Net income	$	**1,427**	2,512	2,193
Adjustments to reconcile net income to net cash provided by operating activities:				
Provision for credit losses		**1,097**	471	207
Depreciation, amortization and accretion		**492**	472	360
Stock-based compensation expense		**123**	132	127
(Benefit from) provision for deferred income taxes		**(162)**	(246)	30
Securities (gains) losses, net		**(69)**	(50)	69
MSR fair value adjustment		**565**	376	83
Net gains on sales of loans and fair value adjustments on loans held for sale		**(291)**	(137)	(71)
Net losses on disposition and impairment of bank premises and equipment		**31**	23	43
Net (gains) losses on disposition and impairment of operating lease equipment		**(5)**	1	(6)
Gain related to Vantiv, Inc.'s acquisition of Worldpay Group plc.		**—**	—	(414)
Gain on sale of Worldpay, Inc. shares		**—**	(562)	(205)
Gain on the TRA associated with Worldpay, Inc.		**(74)**	(346)	(20)
Proceeds from sales of loans held for sale		**12,481**	8,157	5,199
Loans originated or purchased for sale, net of repayments		**(14,767)**	(8,896)	(5,378)
Dividends representing return on equity investments		**17**	66	12
Net change in:				
Equity and trading debt securities		**12**	(29)	132
Other assets		**(855)**	20	303
Accrued taxes, interest and expenses and other liabilities		**349**	(140)	192
Net Cash Provided by Operating Activities		**371**	1,824	2,856
Investing Activities				
Proceeds from sales:				
AFS securities and other investments		**1,743**	10,596	12,430
Loans and leases		**157**	259	305
Bank premises and equipment		**33**	90	57
Proceeds from repayments / maturities of AFS and HTM securities and other investments		**3,646**	2,271	1,851
Purchases:				
AFS securities and other investments		**(5,266)**	(13,959)	(16,207)
Bank premises and equipment		**(305)**	(243)	(192)
MSRs		**(44)**	(26)	(82)
Proceeds from settlement of BOLI		**19**	28	16
Proceeds from sales and dividends representing return of equity investments		**69**	1,057	604
Net cash (paid) received for acquisitions and divestitures		**(4)**	1,210	(43)
Net change in:				
Other short-term investments and federal funds sold		**(31,446)**	(612)	928
Portfolio loans and leases		**(451)**	(1,407)	(3,866)
Operating lease equipment		**(53)**	(61)	58
Net Cash Used in Investing Activities		**(31,902)**	(797)	(4,141)
Financing Activities				
Net change in deposits		**32,019**	3,742	5,673
Net change in other short-term borrowings and federal funds purchased		**182**	(1,494)	(1,688)
Dividends paid on common and preferred stock		**(858)**	(753)	(565)
Proceeds from issuance of long-term debt		**2,557**	3,866	2,438
Repayment of long-term debt		**(2,799)**	(4,212)	(2,884)
Repurchases of treasury stock and related forward contract		**—**	(1,763)	(1,453)
Issuance of preferred stock		**346**	242	—
Other		**(47)**	(58)	(69)
Net Cash Provided by (Used in) Financing Activities		**31,400**	(430)	1,452
(Decrease) Increase in Cash and Due from Banks		**(131)**	597	167
Cash and Due from Banks at Beginning of Period		**3,278**	2,681	2,514
Cash and Due from Banks at End of Period	$	**3,147**	3,278	2,681

Refer to the Notes to Consolidated Financial Statements. Note 2 contains cash payments related to interest and income taxes in addition to non-cash investing and financing activities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Summary of Significant Accounting and Reporting Policies

Nature of Operations

Fifth Third Bancorp, an Ohio corporation, conducts its principal lending, deposit gathering, transaction processing and service advisory activities through its banking and non-banking subsidiaries from banking centers located throughout the Midwestern and Southeastern regions of the United States.

Basis of Presentation

The Consolidated Financial Statements include the accounts of the Bancorp and its majority-owned subsidiaries and VIEs in which the Bancorp has been determined to be the primary beneficiary. Other entities, including certain joint ventures, in which the Bancorp has the ability to exercise significant influence over operating and financial policies of the investee, but upon which the Bancorp does not possess control, are accounted for by the equity method of accounting and not consolidated. The investments in those entities in which the Bancorp does not have the ability to exercise significant influence are generally carried at fair value unless the investment does not have a readily determinable fair value. The Bancorp accounts for equity investments without a readily determinable fair value using the measurement alternative to fair value, representing the cost of the investment minus any impairment recorded, if any, and plus or minus changes resulting from observable price changes in orderly transactions for the identical or a similar investment of the same issuer. Intercompany transactions and balances among consolidated entities have been eliminated. Certain prior period data has been reclassified to conform to current period presentation. Specifically, certain line items within total noninterest income and total noninterest expense have been reclassified to better align disclosures to business activities. These reclassifications were retrospectively applied to all prior periods presented. Total noninterest income and noninterest expense did not change as a result of these reclassifications.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Updates to Significant Accounting and Reporting Policies

In conjunction with the prospective adoption of ASU 2016-13 and ASU 2017-04 on January 1, 2020, the Bancorp has updated its accounting and reporting policies for investment securities, portfolio loans and leases, the ALLL, the reserve for unfunded commitments and goodwill as described below. The accounting and reporting policies for these sections for periods prior to January 1, 2020 are provided in the Significant Accounting and Reporting Policies Applicable Prior to January 1, 2020 section below. Refer to the Accounting and Reporting Developments section for additional information. Further, for loans and leases that were part of the Bancorp's COVID-19 customer relief programs, the Bancorp has elected certain accounting relief provisions that were provided by the FASB and/or various national banking regulatory agencies. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section for additional information.

Cash and Due from Banks

Cash and due from banks consist of currency and coin, cash items in the process of collection and due from banks. Currency and coin includes both U.S. and foreign currency owned and held at Fifth Third offices and that is in-transit to the FRB. Cash items in the process of collection include checks and drafts that are drawn on another depository institution or the FRB that are payable immediately upon presentation in the U.S. Balances due from banks include noninterest-bearing balances that are funds on deposit at other depository institutions or the FRB.

Investment Securities

Debt securities are classified as held-to-maturity, available-for-sale or trading on the date of purchase. Only those securities which management has the intent and ability to hold to maturity are classified as held-to-maturity and reported at amortized cost. Debt securities are classified as available-for-sale when, in management's judgment, they may be sold in response to, or in anticipation of, changes in market conditions. Debt securities are classified as trading when bought and held principally for the purpose of selling them in the near term. Trading debt securities are reported at fair value with unrealized gains and losses included in noninterest income. Available-for-sale debt securities are reported at fair value with unrealized gains and losses, net of related deferred income taxes, included in OCI. Accrued interest receivables on investment securities are presented in the Consolidated Balance Sheets as a component of other assets.

Available-for-sale debt securities with unrealized losses are reviewed quarterly to determine if the decline in fair value is the result of a credit loss or other factors. An allowance for credit losses is recorded against available-for-sale securities to reflect the amount of the unrealized loss attributable to credit; however, this impairment is limited by the amount that the fair value is less than the amortized cost basis. Any remaining unrealized loss is recognized through OCI. Changes in the allowance for credit losses are recognized in earnings.

The determination of whether or not a credit loss exists is based on consideration of the cash flows expected to be collected from the debt security. The Bancorp develops these expectations after considering various factors such as agency ratings, the financial condition of the issuer or underlying obligors, payment history, payment structure of the security, industry and market conditions, underlying collateral and other factors which may be relevant based on the facts and circumstances pertaining to individual securities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

If the Bancorp intends to sell the debt security or will more likely than not be required to sell the debt security before recovery of its amortized cost basis, then the allowance for credit losses, if previously recorded, is written off and the security's amortized cost is written down to the security's fair value at the reporting date, with any incremental impairment recorded as a charge to noninterest income.

Held-to-maturity debt securities are assessed periodically to determine if a valuation allowance is necessary to absorb credit losses expected to occur over the remaining contractual life of the securities. The carrying amount of held-to-maturity debt securities is presented net of the valuation allowance for credit losses when such an allowance is deemed necessary.

Equity securities with readily determinable fair values not accounted for under the equity method are reported at fair value with unrealized gains and losses included in noninterest income in the Consolidated Statements of Income. Equity securities without readily determinable fair values are measured at cost minus impairment, if any, plus or minus changes as a result of an observable price change for the identical or similar investment of the same issuer. At each quarterly reporting period, the Bancorp performs a qualitative assessment to evaluate whether impairment indicators are present. If qualitative indicators are identified, the investment is measured at fair value with the impairment loss included in noninterest income in the Consolidated Statements of Income.

The fair value of a security is determined based on quoted market prices. If quoted market prices are not available, fair value is determined based on quoted prices of similar instruments or DCF models that incorporate market inputs and assumptions including discount rates, prepayment speeds and loss rates.

Premiums on purchased callable debt securities are amortized to the earliest call date if the call feature meets certain criteria. Otherwise, premiums are amortized to maturity similar to discounts on callable debt securities.

Realized securities gains or losses are reported within noninterest income in the Consolidated Statements of Income. The cost of securities sold is based on the specific identification method.

Portfolio Loans and Leases

Basis of accounting

Portfolio loans and leases are generally reported at the principal amount outstanding, net of unearned income, deferred direct loan origination fees and costs and any direct principal charge-offs. Direct loan origination fees and costs are deferred and the net amount is amortized over the estimated life of the related loans as a yield adjustment. Interest income is recognized based on the principal balance outstanding computed using the effective interest method.

Loans and leases acquired by the Bancorp through a purchase business combination are recorded at fair value as of the acquisition date. Purchased loans and finance leases (including both sales-type leases and direct financing leases) are evaluated for evidence of credit deterioration at acquisition and recorded at their initial fair value. For loans and finance leases that do not exhibit evidence of more-than-insignificant credit deterioration since origination, the Bancorp does not carry over the acquired company's ALLL, but upon acquisition will record an ALLL and provision for credit losses reflective of credit losses expected to be incurred over the remaining contractual life of the acquired loans. Premiums and discounts reflected in the initial fair value are amortized over the contractual life of the loan as an adjustment to yield.

For loans and finance leases that exhibit evidence of more-than-insignificant credit quality deterioration since origination, the Bancorp's estimate of expected credit losses is added to the ALLL upon acquisition and to the initial purchase price of the loans and leases to determine the initial amortized cost basis for the purchased financial assets with credit deterioration. Any resulting difference between the initial amortized cost basis (as adjusted for expected credit losses) and the par value of the loans and leases at the acquisition date represents the non-credit premium or discount, which is amortized over the contractual life of the loan or lease as an adjustment to yield. This method of accounting for loans acquired with deteriorated credit quality does not apply to loans carried at fair value or residential mortgage loans held for sale. Refer to the Accounting and Reporting Developments section for a discussion on the impact of the adoption of ASU 2016-13 on the accounting for purchased loans and finance leases that exhibited evidence of more-than-insignificant credit deterioration since origination at the time of purchase.

The Bancorp's lease portfolio consists of sales-type, direct financing and leveraged leases. Sales-type and direct financing leases are carried at the aggregate of lease payments plus estimated residual value of the leased property, less unearned income. Interest income on sales-type and direct financing leases is recognized over the term of the lease to achieve a constant periodic rate of return on the outstanding investment.

Leveraged leases, entered into before January 1, 2019, are carried at the aggregate of lease payments (less nonrecourse debt payments) plus estimated residual value of the leased property, less unearned income. Interest income on leveraged leases is recognized over the term of the lease to achieve a constant rate of return on the outstanding investment in the lease, net of the related deferred income tax liability, in the years in which the net investment is positive. Leveraged lease accounting is no longer applied for leases entered into or modified after the Bancorp's adoption of ASU 2016-02, Leases, on January 1, 2019.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Nonaccrual loans and leases

When a loan is placed on nonaccrual status, the accrual of interest, amortization of loan premium, accretion of loan discount and amortization/accretion of deferred net direct loan origination fees or costs are discontinued and all previously accrued and unpaid interest is charged against income. Commercial loans are placed on nonaccrual status when there is a clear indication that the borrower's cash flows may not be sufficient to meet payments as they become due. Such loans are also placed on nonaccrual status when the principal or interest is past due 90 days or more, unless the loan is both well-secured and in the process of collection. The Bancorp classifies residential mortgage loans that have principal and interest payments that have become past due 150 days as nonaccrual unless the loan is both well-secured and in the process of collection. Residential mortgage loans may stay on nonaccrual status for an extended time as the foreclosure process typically lasts longer than 180 days. Home equity loans and lines of credit are reported on nonaccrual status if principal or interest has been in default for 90 days or more unless the loan is both well-secured and in the process of collection. Home equity loans and lines of credit that have been in default for 60 days or more are also reported on nonaccrual status if the senior lien has been in default 120 days or more, unless the loan is both well secured and in the process of collection. Loans discharged in a Chapter 7 bankruptcy and not reaffirmed by the borrower are classified as collateral-dependent TDRs and placed on nonaccrual status regardless of the borrower's payment history or capacity to repay in the future. Residential mortgage, home equity, automobile and other consumer loans that have been modified in a TDR and subsequently become past due 90 days are placed on nonaccrual status unless the loan is both well-secured and in the process of collection. Commercial and credit card loans that have been modified in a TDR are classified as nonaccrual unless such loans have sustained repayment performance of six months or more and are reasonably assured of repayment in accordance with the restructured terms. Well-secured loans are collateralized by perfected security interests in real and/or personal property for which the Bancorp estimates proceeds from the sale would be sufficient to recover the outstanding principal and accrued interest balance of the loan and pay all costs to sell the collateral. The Bancorp considers a loan in the process of collection if collection efforts or legal action is proceeding and the Bancorp expects to collect funds sufficient to bring the loan current or recover the entire outstanding principal and accrued interest balance.

Nonaccrual commercial loans and nonaccrual credit card loans are generally accounted for on the cost recovery method. The Bancorp believes the cost recovery method is appropriate for nonaccrual commercial loans and nonaccrual credit card loans because the assessment of collectability of the remaining amortized cost basis of these loans involves a high degree of subjectivity and uncertainty due to the nature or absence of underlying collateral. Under the cost recovery method, any payments received are applied to reduce principal. Once the entire recorded investment is collected, additional payments received are treated as recoveries of amounts previously charged-off until recovered in full, and any subsequent payments are treated as interest income. Nonaccrual residential mortgage loans and other nonaccrual consumer loans are generally accounted for on the cash basis method. The Bancorp believes the cash basis method is appropriate for nonaccrual residential mortgage and other nonaccrual consumer loans because such loans have generally been written down to estimated collateral values and the collectability of the remaining investment involves only an assessment of the fair value of the underlying collateral, which can be measured more objectively with a lesser degree of uncertainty than assessments of typical commercial loan collateral. Under the cash basis method, interest income is recognized when cash is received, to the extent such income would have been accrued on the loan's remaining balance at the contractual rate. Nonaccrual loans may be returned to accrual status when all delinquent interest and principal payments become current in accordance with the loan agreement and are reasonably assured of repayment in accordance with the contractual terms of the loan agreement, or when the loan is both well-secured and in the process of collection.

Commercial loans on nonaccrual status, including those modified in a TDR, as well as criticized commercial loans with aggregate borrower relationships exceeding $1 million, are subject to an individual review to identify charge-offs. The Bancorp does not have an established delinquency threshold for partially or fully charging off commercial loans. Residential mortgage loans, home equity loans and lines of credit and credit card loans that have principal and interest payments that have become past due 180 days are assessed for a charge-off to the ALLL, unless such loans are both well-secured and in the process of collection. Home equity loans and lines of credit are also assessed for charge-off to the ALLL when such loans or lines of credit have become past due 120 days if the senior lien is also 120 days past due, unless such loans are both well-secured and in the process of collection. Automobile and other consumer loans that have principal and interest payments that have become past due 120 days are assessed for a charge-off to the ALLL, unless such loans are both well-secured and in the process of collection.

Restructured loans and leases

A loan is accounted for as a TDR if the Bancorp, for economic or legal reasons related to the borrower's financial difficulties, grants a concession to the borrower that it would not otherwise consider. TDRs include concessions granted under reorganization, arrangement or other provisions of the Federal Bankruptcy Act. A TDR typically involves a modification of terms such as a reduction of the stated interest rate or remaining principal amount of the loan, a reduction of accrued interest or an extension of the maturity date at a stated interest rate lower than the current market rate for a new loan with similar risk.

The Bancorp measures the impairment loss of a TDR based on the difference between the original loan's carrying amount and the present value of expected future cash flows discounted at the original, effective yield of the loan. Except for loans discharged in a Chapter 7 bankruptcy that are not reaffirmed by the borrower, residential mortgage loans, home equity loans, automobile loans and other consumer loans modified as part of a TDR are maintained on accrual status, provided there is reasonable assurance of repayment and of performance according to the modified terms based upon a current, well-documented credit evaluation. Loans discharged in a Chapter 7 bankruptcy and not reaffirmed by the borrower are classified as collateral-dependent TDRs and placed on nonaccrual status regardless of the borrower's payment history or capacity to repay in the future. These loans are returned to accrual status provided there is a sustained payment history of twelve months after bankruptcy and collectability is reasonably assured for all remaining contractual payments.

Commercial loans and credit card loans modified as part of a TDR are maintained on accrual status provided there is a sustained payment history of six months or more prior to the modification in accordance with the modified terms and collectability is reasonably assured for all remaining contractual payments under the modified terms. TDRs of commercial loans and credit card loans that do not have a sustained payment history of six months or more in accordance with their modified terms remain on nonaccrual status until a six-month payment history is sustained. In certain cases, commercial TDRs on nonaccrual status may be accounted for using the cash basis method for income recognition, provided that full repayment of principal under the modified terms of the loan is reasonably assured.

Residential mortgage loans that were restructured after receiving a forbearance related to the COVID-19 pandemic but that were not classified as a TDR as a result of the CARES Act are placed on nonaccrual status if they subsequently become past due 90 days unless the loan is both well-secured and in the process of collection, consistent with the Bancorp's treatment of residential mortgage loan TDRs which subsequently become past due. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section for additional information.

Loans and Leases Held for Sale

Loans and leases held for sale primarily represent conforming fixed-rate residential mortgage loans originated or acquired with the intent to sell in the secondary market and jumbo residential mortgage loans, commercial loans, other residential mortgage loans and other consumer loans that management has the intent to sell. Loans and leases held for sale may be carried at the lower of cost or fair value, or carried at fair value where the Bancorp has elected the fair value option of accounting under U.S. GAAP. The Bancorp has elected to measure certain groups of loans held for sale under the fair value option, including certain residential mortgage loans originated as held for sale and certain purchased commercial loans designated as held for sale at acquisition. For loans in which the Bancorp has not elected the fair value option, the lower of cost or fair value is determined at the individual loan level.

The fair value of residential mortgage loans held for sale for which the fair value election has been made is estimated based upon mortgage-backed securities prices and spreads to those prices or, for certain ARM loans, DCF models that may incorporate the anticipated portfolio composition, credit spreads of asset-backed securities with similar collateral and market conditions. The anticipated portfolio composition includes the effects of interest rate spreads and discount rates due to loan characteristics such as the state in which the loan was originated, the loan amount and the ARM margin. These fair value marks are recorded as a component of noninterest income in mortgage banking net revenue. For residential mortgage loans that it has originated as held for sale, the Bancorp generally has commitments to sell these loans in the secondary market. Gains or losses on sales are recognized in mortgage banking net revenue.

Management's intent to sell residential mortgage loans classified as held for sale may change over time due to such factors as changes in the overall liquidity in markets or changes in characteristics specific to certain loans held for sale. Consequently, these loans may be reclassified to loans held for investment and, thereafter, reported within the Bancorp's residential mortgage class of portfolio loans and leases. In such cases, if the fair value election was made, the residential mortgage loans will continue to be measured at fair value, which is based on mortgage-backed securities prices, interest rate risk and an internally developed credit component.

Loans and leases held for sale are placed on nonaccrual status consistent with the Bancorp's nonaccrual policy for portfolio loans and leases.

Other Real Estate Owned

OREO, which is included in other assets in the Consolidated Balance Sheets, represents property acquired through foreclosure or other proceedings and branch-related real estate no longer intended to be used for banking purposes. OREO is carried at the lower of cost or fair value, less costs to sell. All OREO property is periodically evaluated for impairment and decreases in carrying value are recognized as reductions in other noninterest income in the Consolidated Statements of Income. For government-guaranteed mortgage loans, upon foreclosure, a separate other receivable is recognized if certain conditions are met for the amount of the loan balance (principal and interest) expected to be recovered from the guarantor. This receivable is also included in other assets, separate from OREO, in the Consolidated Balance Sheets.

ALLL

The Bancorp disaggregates its portfolio loans and leases into portfolio segments for purposes of determining the ALLL. The Bancorp's portfolio segments include commercial, residential mortgage and consumer. The Bancorp further disaggregates its portfolio segments into classes for purposes of monitoring and assessing credit quality based on certain risk characteristics. Classes within the commercial portfolio segment include commercial and industrial, commercial mortgage owner-occupied, commercial mortgage nonowner-occupied, commercial construction and commercial leasing. The residential mortgage portfolio segment is also considered a class. Classes within the consumer portfolio segment include home equity, indirect secured consumer, credit card and other consumer loans. For an analysis of the Bancorp's ALLL by portfolio segment and credit quality information by class, refer to Note 7.

The Bancorp maintains the ALLL to absorb the amount of credit losses that are expected to be incurred over the remaining contractual terms of the related loans and leases. Contractual terms are adjusted for expected prepayments but are not extended for expected extensions, renewals or modifications except in circumstances where the Bancorp reasonably expects to execute a TDR with the borrower or where certain extension or renewal options are embedded in the original contract and not unconditionally cancellable by the Bancorp.

Accrued interest receivable on loans is presented in the Consolidated Financial Statements as a component of other assets. When accrued interest is deemed to be uncollectible (typically when a loan is placed on nonaccrual status), interest income is reversed. The Bancorp follows established policies for placing loans on nonaccrual status, so uncollectible accrued interest receivable is reversed in a timely manner. As a result, the Bancorp has elected not to measure an allowance for credit losses for accrued interest receivable. Refer to the Portfolio Loans and Leases section for additional information.

Credit losses are charged and recoveries are credited to the ALLL. The ALLL is maintained at a level the Bancorp considers to be adequate and is based on ongoing quarterly assessments and evaluations of the collectability of loans and leases, including historical credit loss experience, current and forecasted market and economic conditions and consideration of various qualitative factors that, in management’s judgment, deserve consideration in estimating credit losses. Provisions for credit losses are recorded for the amounts necessary to adjust the ALLL to the Bancorp’s current estimate of expected credit losses on portfolio loans and leases. The Bancorp’s strategy for credit risk management includes a combination of conservative exposure limits significantly below legal lending limits and conservative underwriting, documentation and collections standards. The strategy also emphasizes diversification on a geographic, industry and customer level, regular credit examinations and quarterly management reviews of large credit exposures and loans experiencing deterioration of credit quality.

The Bancorp’s methodology for determining the ALLL includes an estimate of expected credit losses on a collective basis for groups of loans and leases with similar risk characteristics and specific allowances for loans and leases which are individually evaluated.

Larger commercial loans and leases included within aggregate borrower relationship balances exceeding $1 million that exhibit probable or observed credit weaknesses, as well as loans that have been modified in a TDR, are individually evaluated for an ALLL. The Bancorp considers the current value of collateral, credit quality of any guarantees, the guarantor’s liquidity and willingness to cooperate, the loan structure and other factors when determining the amount of ALLL. Other factors may include the borrower’s susceptibility to risks presented by the forecasted macroeconomic environment, the industry and geographic region of the borrower, size and financial condition of the borrower, cash flow and leverage of the borrower and the Bancorp’s evaluation of the borrower’s management. When loans and leases are individually evaluated, allowances are determined based on management’s estimate of the borrower’s ability to repay the loan or lease given the availability of collateral and other sources of cash flow, as well as an evaluation of legal options available to the Bancorp. Allowances for individually evaluated loans and leases that are collateral-dependent are measured based on the fair value of the underlying collateral, less expected costs to sell where applicable. Individually evaluated loans and leases that are not collateral-dependent are measured based on the present value of expected future cash flows discounted at the loan’s effective interest rate. The Bancorp evaluates the collectability of both principal and interest when assessing the need for a loss accrual. Specific allowances on individually evaluated commercial loans and leases, including TDRs, are reviewed quarterly and adjusted as necessary based on changing borrower and/or collateral conditions and actual collection and charge-off experience.

Expected credit losses are estimated on a collective basis for loans and leases that are not individually evaluated. These include commercial loans and leases that do not meet the criteria for individual evaluation as well as homogeneous loans and leases in the residential mortgage and consumer portfolio segments. For collectively evaluated loans and leases, the Bancorp uses models to forecast expected credit losses based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. The estimate of the expected balance at the time of default considers prepayments and, for loans with available credit, expected utilization rates. The Bancorp’s expected credit loss models were developed based on historical credit loss experience and observations of migration patterns for various credit risk characteristics (such as internal credit risk grades, external credit ratings or scores, delinquency status, loan-to-value trends, etc.) over time, with those observations evaluated in the context of concurrent macroeconomic conditions. The Bancorp developed its models from historical observations capturing a full economic cycle when possible.

The Bancorp’s expected credit loss models consider historical credit loss experience, current market and economic conditions, and forecasted changes in market and economic conditions if such forecasts are considered reasonable and supportable. Generally, the Bancorp considers its forecasts to be reasonable and supportable for a period of up to three years from the estimation date. For periods beyond the reasonable and supportable forecast period, expected credit losses are estimated by reverting to historical loss information without adjustment for changes in economic conditions. This reversion is phased in over a two-year period. The Bancorp evaluates the length of its reasonable and supportable forecast period, its reversion period and reversion methodology at least annually, or more often if warranted by economic conditions or other circumstances.

The Bancorp also considers qualitative factors in determining the ALLL. Qualitative factors are used to capture characteristics in the portfolio that impact expected credit losses but that are not fully captured within the Bancorp’s expected credit loss models. These include adjustments for changes in policies or procedures in underwriting, monitoring or collections, lending and risk management personnel and results of internal audit and quality control reviews. These may also include adjustments, when deemed necessary, for specific idiosyncratic risks such as geopolitical events, natural disasters and their effects on regional borrowers, and changes in product structures. Qualitative factors may also be used to address the impacts of unforeseen events on key inputs and assumptions within the Bancorp’s expected credit loss models, such as the reasonable and supportable forecast period, changes to historical loss information or changes to the reversion period or methodology.

When evaluating the adequacy of allowances, consideration is also given to regional geographic concentrations and the closely associated effect changing economic conditions have on the Bancorp's customers.

Reserve for Unfunded Commitments

The reserve for unfunded commitments is maintained at a level believed by management to be sufficient to absorb estimated expected credit losses related to unfunded credit facilities and is included in other liabilities in the Consolidated Balance Sheets. The determination of the adequacy of the reserve is based upon expected credit losses over the remaining contractual life of the commitments, taking into consideration the current funded balance and estimated exposure over the reasonable and supportable forecast period. This process takes into consideration the same risk elements that are analyzed in the determination of the adequacy of the Bancorp's ALLL, as previously discussed. Net adjustments to the reserve for unfunded commitments are included in the provision for credit losses in the Consolidated Statements of Income.

Loan Sales and Securitizations

The Bancorp periodically sells loans through either securitizations or individual loan sales in accordance with its investment policies. The sold loans are removed from the Consolidated Balance Sheet and a net gain or loss is recognized in the Consolidated Financial Statements at the time of sale. The Bancorp typically isolates the loans through the use of a VIE and thus is required to assess whether the entity holding the sold or securitized loans is a VIE and whether the Bancorp is the primary beneficiary and therefore consolidator of that VIE. If the Bancorp holds the power to direct activities most significant to the economic performance of the VIE and has the obligation to absorb losses or right to receive benefits that could potentially be significant to the VIE, then the Bancorp will generally be deemed the primary beneficiary of the VIE. If the Bancorp is determined not to be the primary beneficiary of a VIE but holds a variable interest in the entity, such variable interests are accounted for under the equity method of accounting or other accounting standards as appropriate. Refer to Note 13 for further information on consolidated and non-consolidated VIEs.

The Bancorp's loan sales and securitizations are generally structured with servicing retained, which often results in the recording of servicing rights. The Bancorp may also purchase servicing rights. The Bancorp has elected to measure all existing classes of its residential mortgage servicing rights portfolio at fair value with changes in the fair value of servicing rights reported in mortgage banking net revenue in the Consolidated Statements of Income in the period in which the changes occur.

Servicing rights are valued using internal OAS models. Key economic assumptions used in estimating the fair value of the servicing rights include the prepayment speeds of the underlying loans, the weighted-average life, the OAS and the weighted-average coupon rate, as applicable. The primary risk of material changes to the value of the servicing rights resides in the potential volatility in the economic assumptions used, particularly the prepayment speeds. In order to assist in the assessment of the fair value of servicing rights, the Bancorp obtains external valuations of the servicing rights portfolio from third parties and participates in peer surveys that provide additional confirmation of the reasonableness of the key assumptions utilized in the internal OAS model.

Fees received for servicing loans owned by investors are based on a percentage of the outstanding monthly principal balance of such loans and are included in noninterest income in the Consolidated Statements of Income as loan payments are received. Costs of servicing loans are charged to expense as incurred.

Reserve for Representation and Warranty Provisions

Conforming residential mortgage loans sold to unrelated third parties are generally sold with representation and warranty provisions. A contractual liability arises only in the event of a breach of these representations and warranties and, in general, only when a loss results from the breach. The Bancorp may be required to repurchase any previously sold loan or indemnify (make whole) the investor or insurer for which the representation or warranty of the Bancorp proves to be inaccurate, incomplete or misleading. The Bancorp establishes a residential mortgage repurchase reserve related to various representations and warranties that reflects management's estimate of losses based on a combination of factors.

The Bancorp's estimation process requires management to make subjective and complex judgments about matters that are inherently uncertain, such as future demand expectations, economic factors and the specific characteristics of the loans subject to repurchase. Such factors incorporate historical investor audit and repurchase demand rates, appeals success rates, historical loss severity and any additional information obtained from the GSEs regarding future mortgage repurchase and file request criteria. At the time of a loan sale, the Bancorp records a representation and warranty reserve at the estimated fair value of the Bancorp's guarantee and continually updates the reserve during the life of the loan as losses in excess of the reserve become probable and reasonably estimable. The provision for the estimated fair value of the representation and warranty guarantee arising from the loan sales is recorded as an adjustment to the gain on sale, which is included in other noninterest income in the Consolidated Statements of Income at the time of sale. Updates to the reserve are recorded in other noninterest expense in the Consolidated Statements of Income.

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Legal Contingencies

The Bancorp and its subsidiaries are parties to numerous claims and lawsuits as well as threatened or potential actions or claims concerning matters arising from the conduct of its business activities. The outcome of claims or litigation and the timing of ultimate resolution are inherently difficult to predict and significant judgment may be required in the determination of both the probability of loss and whether the amount of the loss is reasonably estimable. The Bancorp's estimates are subjective and are based on the status of legal and regulatory proceedings, the merit of the Bancorp's defenses and consultation with internal and external legal counsel. An accrual for a potential litigation loss is established when information related to the loss contingency indicates both that a loss is probable and that the amount of loss can be reasonably estimated. This accrual is included in other liabilities in the Consolidated Balance Sheets and is adjusted from time to time as appropriate to reflect changes in circumstances. Legal expenses are recorded in other noninterest expense in the Consolidated Statements of Income.

Bank Premises and Equipment and Other Long-Lived Assets

Bank premises and equipment, including leasehold improvements, are carried at cost less accumulated depreciation and amortization. Depreciation is calculated using the straight-line method based on estimated useful lives of the assets for book purposes, while accelerated depreciation is used for income tax purposes. Amortization of leasehold improvements is computed using the straight-line method over the lives of the related leases or useful lives of the related assets, whichever is shorter. Whenever events or changes in circumstances dictate, the Bancorp tests its long-lived assets for impairment by determining whether the sum of the estimated undiscounted future cash flows attributable to a long-lived asset or asset group is less than the carrying amount of the long-lived asset or asset group through a probability-weighted approach. In the event the carrying amount of the long-lived asset or asset group is not recoverable, an impairment loss is measured as the amount by which the carrying amount of the long-lived asset or asset group exceeds its fair value. Maintenance, repairs and minor improvements are charged to noninterest expense in the Consolidated Statements of Income as incurred.

Lessee Accounting

ROU assets and lease liabilities are recognized for all leases unless the initial term of the lease is twelve months or less. Lease costs for operating leases are recognized on a straight-line basis over the lease term unless another systematic basis is more representative of the pattern of consumption. The lease term includes any renewal period that the Bancorp is reasonably certain to exercise. The Bancorp uses its incremental borrowing rate to discount the lease payments if the rate implicit in the lease is not readily determinable. Variable lease payments associated with operating leases are recognized in the period in which the obligation for payments is incurred.

For finance leases, the lease liability is measured using the effective interest method such that the liability is increased for interest based on the discount rate that is implicit in the lease or the Bancorp's incremental borrowing rate if the implicit rate cannot be readily determined, offset by a decrease in the liability resulting from the periodic lease payments. The ROU asset associated with the finance lease is amortized on a straight-line basis unless there is another systematic and rational basis that better reflects how the benefits of the underlying assets are consumed over the lease term. The period over which the ROU asset is amortized is generally the lesser of the remaining lease term or the remaining useful life of the leased asset. Variable lease payments associated with finance leases are recognized in the period in which the obligation for those payments is incurred.

When the lease liability is remeasured to reflect changes to the lease payments as a result of a lease modification, the ROU asset is adjusted for the amount of the lease liability remeasurement. If a lease modification reduces the scope of a lease, the ROU asset would be reduced proportionately based on the change in the lease liability and the difference between the lease liability adjustment and the resulting ROU asset adjustment would be recognized as a gain or loss in the Consolidated Statements of Income. Additionally, the amortization of the ROU asset is adjusted prospectively from the date of remeasurement.

The Bancorp performs impairment assessments for ROU assets when events or changes in circumstances indicate that their carrying values may not be recoverable. Any impairment loss is recognized in net occupancy expense. Refer to the Bank Premises and Equipment and Other Long-Lived Assets section of this note for further information.

Derivative Financial Instruments

The Bancorp accounts for its derivatives as either assets or liabilities measured at fair value through adjustments to AOCI and/or current earnings, as appropriate. On the date the Bancorp enters into a derivative contract, the Bancorp designates the derivative instrument as either a fair value hedge, cash flow hedge or as a free-standing derivative instrument. For a fair value hedge, changes in the fair value of the derivative instrument and changes in the fair value of the hedged asset or liability attributable to the hedged risk are recorded in current period net income. For a cash flow hedge, changes in the fair value of the derivative instrument are recorded in AOCI and subsequently reclassified to net income in the same period(s) that the hedged transaction impacts net income. For free-standing derivative instruments, changes in fair values are reported in current period net income.

When entering into a hedge transaction, the Bancorp formally documents the relationship between the hedging instrument and the hedged item, as well as the risk management objective and strategy for undertaking the hedge transaction before the end of the quarter in which the transaction is consummated. This process includes linking the derivative instrument designated as a fair value or cash flow hedge to a specific asset or liability on the balance sheet or to specific forecasted transactions and the risk being hedged, along with a formal assessment at the inception of the hedge as to the effectiveness of the derivative instrument in offsetting changes in fair values or cash flows of the hedged item.

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The Bancorp continues to assess hedge effectiveness on an ongoing basis using either a qualitative or a quantitative assessment (regression analysis). Additionally, the Bancorp may also utilize the shortcut method to evaluate hedge effectiveness for certain qualifying hedges with matched terms that permit the assumption of perfect offset. If the shortcut method is no longer appropriate, the Bancorp would apply the long-haul method identified at inception of the hedging transaction for assessing hedge effectiveness as long as the hedge is highly effective. If it is determined that the derivative instrument is not highly effective as a hedge, hedge accounting is discontinued.

Investments in Qualified Affordable Housing Projects

The Bancorp invests in projects to create affordable housing, revitalize business and residential areas and preserve historic landmarks. These investments are classified as other assets on the Bancorp's Consolidated Balance Sheets. Investments in affordable housing projects that qualify for LIHTC are accounted for using the proportional amortization method. Under the proportional amortization method, the initial cost of the investment is amortized in proportion to the tax credits and other benefits received and recognized as a component of applicable income tax expense in the Consolidated Statements of Income. Investments which do not meet the qualification criteria for the proportional amortization method are accounted for using the equity method of accounting with impairment associated with the investments recognized in other noninterest expense in the Consolidated Statements of Income.

Income Taxes

The Bancorp accounts for income taxes using the asset and liability method, which requires the recognition of deferred tax assets and liabilities for expected future tax consequences. Under the asset and liability method, deferred tax assets and liabilities are determined by applying the federal and state tax rates to the differences between financial statement carrying amounts and the corresponding tax bases of assets and liabilities. Deferred tax assets are also recorded for any tax attributes, such as tax credits and net operating loss carryforwards. The net balances of deferred tax assets and liabilities are reported in other assets and accrued taxes, interest and expenses in the Consolidated Balance Sheets. Any effect of a change in federal or state tax rates on deferred tax assets and liabilities is recognized in income tax expense in the period that includes the enactment date. The Bancorp reflects the expected amount of income tax to be paid or refunded during the year as current income tax expense or benefit. Accrued taxes represent the net expected amount due to and/or from taxing jurisdictions and are reported in accrued taxes, interest and expenses in the Consolidated Balance Sheets.

The Bancorp evaluates the realization of deferred tax assets based on all positive and negative evidence available at the balance sheet date. Realization of deferred tax assets is based on the Bancorp's judgment about relevant factors affecting their realization, including the taxable income within any applicable carry back periods, future projected taxable income, the reversal of taxable temporary differences and tax-planning strategies. The Bancorp records a valuation allowance for deferred tax assets where the Bancorp does not believe that it is more-likely-than-not that the deferred tax assets will be realized.

Income tax benefits from uncertain tax positions are recognized in the financial statements only if the Bancorp believes that it is more-likely-than-not that the uncertain tax position will be sustained based solely on the technical merits of the tax position and consideration of the relevant taxing authority's widely understood administrative practices and precedents. If the Bancorp does not believe that it is more-likely-than-not that an uncertain tax position will be sustained, the Bancorp records a liability for the uncertain tax position. If the Bancorp believes that it is more likely than not that an uncertain tax position will be sustained, the Bancorp only records a tax benefit for the portion of the uncertain tax position where the likelihood of realization is greater than 50% upon settlement with the relevant taxing authority that has full knowledge of all relevant information. The Bancorp recognizes interest expense, interest income and penalties related to unrecognized tax benefits within current income tax expense. Refer to Note 22 for further discussion regarding income taxes.

Earnings Per Share

Basic earnings per share is computed by dividing net income available to common shareholders by the weighted-average number of shares of common stock outstanding during the period. Earnings per diluted share is computed by dividing adjusted net income available to common shareholders by the weighted-average number of shares of common stock and common stock equivalents outstanding during the period. Dilutive common stock equivalents represent the exercise of dilutive stock-based awards and the dilutive effect of the settlement of outstanding forward contracts.

The Bancorp calculates earnings per share pursuant to the two-class method. The two-class method is an earnings allocation formula that determines earnings per share separately for common stock and participating securities according to dividends declared and participation rights in undistributed earnings. For purposes of calculating earnings per share under the two-class method, restricted shares that contain nonforfeitable rights to dividends are considered participating securities until vested. While the dividends declared per share on such restricted shares are the same as dividends declared per common share outstanding, the dividends recognized on such restricted shares may be less because dividends paid on restricted shares that are expected to be forfeited are reclassified to compensation expense during the period when forfeiture is expected.

Goodwill

Business combinations entered into by the Bancorp typically include the recognition of goodwill. U.S. GAAP requires goodwill to be tested for impairment at the Bancorp's reporting unit level on an annual basis, which for the Bancorp is September 30, and more frequently if events or circumstances indicate that there may be impairment.

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Impairment exists when a reporting unit's carrying amount of goodwill exceeds its implied fair value. In testing goodwill for impairment, U.S. GAAP permits the Bancorp to first assess qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount. In this qualitative assessment, the Bancorp evaluates events and circumstances which may include, but are not limited to, the general economic environment, banking industry and market conditions, the overall financial performance of the Bancorp, the performance of the Bancorp's common stock, the key financial performance metrics of the Bancorp's reporting units and events affecting the reporting units to determine if it is not more likely than not that the fair value of a reporting unit is less than its carrying amount. If the quantitative impairment test is required or the decision to bypass the qualitative assessment is elected, the Bancorp performs the goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount, including goodwill. If the carrying amount of the reporting unit exceeds its fair value, an impairment loss is recognized in an amount equal to that excess, limited to the total amount of goodwill allocated to that reporting unit. A recognized impairment loss cannot be reversed in future periods even if the fair value of the reporting unit subsequently recovers.

The fair value of a reporting unit is the price that would be received to sell the unit as a whole in an orderly transaction between market participants at the measurement date. As none of the Bancorp's reporting units are publicly traded, individual reporting unit fair value determinations cannot be directly correlated to the Bancorp's stock price. The determination of the fair value of a reporting unit is a subjective process that involves the use of estimates and judgments, particularly related to cash flows, the appropriate discount rates and an applicable control premium. The determination of the fair value of the Bancorp's reporting units includes both an income-based approach and a market-based approach. The income-based approach utilizes the reporting unit's forecasted cash flows (including a terminal value approach to estimate cash flows beyond the final year of the forecast) and the reporting unit's estimated cost of equity as the discount rate. Significant management judgment is necessary in the preparation of each reporting unit's forecasted cash flows surrounding expectations for earnings projections, growth and credit loss expectations and actual results may differ from forecasted results. Additionally, the Bancorp determines its market capitalization based on the average of the closing price of the Bancorp's stock during the month including the measurement date, incorporating an additional control premium, and compares this market-based fair value measurement to the aggregate fair value of the Bancorp's reporting units in order to corroborate the results of the income approach. Refer to Note 11 for further information regarding the Bancorp's goodwill.

Fair Value Measurements

The Bancorp measures certain financial assets and liabilities at fair value in accordance with U.S. GAAP, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Bancorp employs various valuation approaches to measure fair value including the market, income and cost approaches. The market approach uses prices or relevant information generated by market transactions involving identical or comparable assets or liabilities. The income approach involves discounting future amounts to a single present amount and is based on current market expectations about those future amounts. The cost approach is based on the amount that currently would be required to replace the service capacity of the asset.

U.S. GAAP establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the instrument's fair value measurement. The three levels within the fair value hierarchy are described as follows:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Bancorp has the ability to access at the measurement date.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs 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; and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 – Unobservable inputs for the asset or liability for which there is little, if any, market activity at the measurement date. Unobservable inputs reflect the Bancorp's own assumptions about what market participants would use to price the asset or liability. The inputs are developed based on the best information available in the circumstances, which might include the Bancorp's own financial data such as internally developed pricing models and DCF methodologies, as well as instruments for which the fair value determination requires significant management judgment.

The Bancorp's fair value measurements involve various valuation techniques and models, which involve inputs that are observable, when available. Valuation techniques and parameters used for measuring assets and liabilities are reviewed and validated by the Bancorp on a quarterly basis. Additionally, the Bancorp monitors the fair values of significant assets and liabilities using a variety of methods including the evaluation of pricing runs and exception reports based on certain analytical criteria, comparison to previous trades and overall review and assessments for reasonableness. The Bancorp may, as a practical expedient, measure the fair value of certain investments on the basis of the net asset value per share of the investment, or its equivalent. Any investments which are valued using this practical expedient are not classified in the fair value hierarchy. Refer to Note 29 for further information on fair value measurements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Stock-Based Compensation

The Bancorp recognizes compensation expense for the grant-date fair value of stock-based awards that are expected to vest over the requisite service period. All awards, both those with cliff vesting and graded vesting, are expensed on a straight-line basis over the requisite service period. Awards to employees that meet eligible retirement status are expensed immediately. As compensation expense is recognized, a deferred tax asset is recorded that represents an estimate of the future tax deduction from exercise or release of restrictions. At the time awards are exercised, cancelled, expire or restrictions are released, the Bancorp recognizes an adjustment to income tax expense for the difference between the previously estimated tax deduction and the actual tax deduction realized. For further information on the Bancorp's stock-based compensation plans, refer to Note 26.

Pension Plans

The Bancorp uses an expected long-term rate of return applied to the fair market value of assets as of the beginning of the year and the expected cash flow during the year for calculating the expected investment return on all pension plan assets. Amortization of the net gain or loss resulting from experience different from that assumed and from changes in assumptions (excluding asset gains and losses not yet reflected in market-related value) is included as a component of net periodic benefit cost. If, as of the beginning of the year, that net gain or loss exceeds 10% of the greater of the projected benefit obligation and the market-related value of plan assets, the amortization is that excess divided by the average remaining service period of participating employees expected to receive benefits under the plan. The Bancorp uses a third-party actuary to compute the remaining service period of participating employees. This period reflects expected turnover, pre-retirement mortality and other applicable employee demographics.

Revenue Recognition

The Bancorp generally measures revenue based on the amount of consideration the Bancorp expects to be entitled for the transfer of goods or services to a customer, then recognizes this revenue when or as the Bancorp satisfies its performance obligations under the contract, except in transactions where U.S. GAAP provides other applicable guidance. When the amount of consideration is variable, the Bancorp will only recognize revenue to the extent that it is probable that the cumulative amount recognized will not be subject to a significant reversal in the future. Substantially all of the Bancorp's contracts with customers have expected durations of one year or less and payments are typically due when or as the services are rendered or shortly thereafter. When third parties are involved in providing goods or services to customers, the Bancorp recognizes revenue on a gross basis when it has control over those goods or services prior to transfer to the customer; otherwise, revenue is recognized for the net amount of any fee or commission. The Bancorp excludes sales taxes from the recognition of revenue and recognizes the incremental costs of obtaining contracts as an expense if the period of amortization for those costs would be one year or less.

The Bancorp's interest income is derived from loans and leases, securities and other short-term investments. The Bancorp recognizes interest income in accordance with the applicable guidance in U.S. GAAP for these assets. Refer to the Portfolio Loans and Leases and Investment Securities sections of this footnote for further information. The following provides additional information about the components of noninterest income:

- Service charges on deposits consist primarily of treasury management fees for commercial clients, monthly service charges on consumer deposit accounts, transaction-based fees (such as overdraft fees and wire transfer fees), and other deposit account-related charges. The Bancorp's performance obligations for treasury management fees and consumer deposit account service charges are typically satisfied over time while performance obligations for transaction-based fees are typically satisfied at a point in time. Revenues are recognized on an accrual basis when or as the services are provided to the customer, net of applicable discounts, waivers and reversals. Payments are typically collected from customers directly from the related deposit account at the time the transaction is processed and/or at the end of the customer's statement cycle (typically monthly).
- Commercial banking revenue consists primarily of service fees and other income related to loans to commercial clients, underwriting revenue recognized by the Bancorp's broker-dealer subsidiary and fees for other services provided to commercial clients. Revenue related to loans is recognized in accordance with the Bancorp's policies for portfolio loans and leases. Underwriting revenue is generally recognized on the trade date, which is when the Bancorp's performance obligations are satisfied.
- Wealth and asset management revenue consists primarily of service fees for investment management, custody, and trust administration services provided to commercial and consumer clients. The Bancorp's performance obligations for these services are generally satisfied over time and revenues are recognized monthly based on the fee structure outlined in individual contracts. Transaction prices are most commonly based on the market value of assets under management or care and/or a fee per transaction processed. The Bancorp also offers certain services for which the performance obligations are satisfied and revenue is recognized at a point in time, when the services are performed. Wealth and asset management revenue also includes trailing commissions received from investments and annuities held in customer accounts, which are recognized in revenue when the Bancorp determines that it has satisfied its performance obligations and has sufficient information to estimate the amount of the commissions to which it expects to be entitled.
- Leasing business revenue consists primarily of noninterest income such as operating lease income, leasing business solutions revenue, lease remarketing fees and lease syndication fees from lease arrangements to commercial clients. Revenue related to leases is recognized either in accordance with the Bancorp's policies for portfolio loans and leases or when the Bancorp's performance obligations are satisfied.
- Card and processing revenue consists primarily of ATM fees and interchange fees earned when the Bancorp's credit and debit cards are processed through card association networks. The Bancorp's performance obligations are generally complete when the

transactions generating the fees are processed. Revenue is recognized on an accrual basis as such services are performed, net of certain costs not controlled by the Bancorp (primarily interchange fees charged by credit card associations and expenses of certain transaction-based rewards programs offered to customers).

- Mortgage banking net revenue consists primarily of origination fees and gains on loan sales, mortgage servicing fees and the impact of MSRs. Refer to the Loans and Leases Held for Sale and Loan Sales and Securitizations sections of this footnote for further information.
- Other noninterest income includes certain fees derived from loans, BOLI income, gains and losses on other assets, and other miscellaneous revenues and gains.

Other

Securities and other property held by Fifth Third Wealth and Asset Management, a division of the Bancorp's banking subsidiary, in a fiduciary or agency capacity are not included in the Consolidated Balance Sheets because such items are not assets of the subsidiaries.

Other short-term investments have original maturities less than one year and primarily include interest-bearing balances that are funds on deposit at other depository institutions or the FRB, federal funds sold and reverse repurchase agreements. The Bancorp uses other short-term investments as part of its liquidity risk management activities.

The Bancorp purchases life insurance policies on the lives of certain directors, officers and employees and is the owner and beneficiary of the policies. The Bancorp invests in these policies, known as BOLI, to provide an efficient form of funding for long-term retirement and other employee benefits costs. Certain BOLI policies have a stable value agreement through either a large, well-rated bank or multi-national insurance carrier that provides limited cash surrender value protection from declines in the value of each policy's underlying investments. The Bancorp records these BOLI policies within other assets in the Consolidated Balance Sheets at each policy's respective cash surrender value, with changes recorded in other noninterest income in the Consolidated Statements of Income.

Intangible assets consist of core deposit intangibles, customer relationships, operating leases, non-compete agreements, trade names and books of business. Intangible assets are amortized on either a straight-line or an accelerated basis over their estimated useful lives. The Bancorp reviews intangible assets for impairment whenever events or changes in circumstances indicate that carrying amounts may not be recoverable.

Securities sold under repurchase agreements are accounted for as secured borrowings and included in other short-term borrowings in the Consolidated Balance Sheets at the amounts at which the securities were sold plus accrued interest.

Acquisitions of treasury stock are carried at cost. Reissuance of shares in treasury for acquisitions, exercises of stock-based awards or other corporate purposes is recorded based on the specific identification method.

Advertising costs are generally expensed as incurred.

Significant Accounting and Reporting Policies Applicable Prior to January 1, 2020

The following paragraphs describe the portions of the Bancorp's accounting and reporting policies that were applicable prior to January 1, 2020 but were updated in conjunction with the prospective adoption of ASU 2016-13 and ASU 2017-04 on January 1, 2020. The following paragraphs do not include the portions of the respective policies that were not affected by the adoption of these new accounting standards. Refer to the Accounting and Reporting Developments section for additional information.

Investment securities

Available-for-sale and held-to-maturity debt securities with unrealized losses were reviewed quarterly for possible OTTI. If the Bancorp intended to sell the debt security or would more likely than not be required to sell the debt security before recovery of the entire amortized cost basis, then an OTTI was deemed to have occurred. However, even if the Bancorp did not intend to sell the debt security and would not likely be required to sell the debt security before recovery of its entire amortized cost basis, the Bancorp evaluated expected cash flows to be received to determine if a credit loss had occurred. In the event of a credit loss, the credit component of the impairment was recognized within noninterest income and the non-credit component was recognized through OCI.

Portfolio loans and leases – basis of accounting

Loans acquired by the Bancorp through a purchase business combination were recorded at fair value as of the acquisition date. The Bancorp did not carry over the acquired company's ALLL, nor did the Bancorp add to its existing ALLL as part of purchase accounting.

Purchased loans were evaluated for evidence of credit deterioration at acquisition and recorded at their initial fair value. For loans acquired with no evidence of credit deterioration, the fair value discount or premium was amortized over the contractual life of the loan as an adjustment to yield. For loans acquired with evidence of credit deterioration, the Bancorp determined at the acquisition date the excess of the loan's contractually required payments over all cash flows expected to be collected as an amount that should not be accreted into interest income (nonaccretable difference). The remaining amount representing the difference in the expected cash flows of acquired loans and the initial investment in the acquired loans was accreted into interest income over the remaining life of the loan or pool of loans (accretable yield). Subsequent to the acquisition date, increases in expected cash flows over those expected at the acquisition date were recognized prospectively as interest income over the remaining life of the loan. The present values of any decreases in expected cash flows resulting directly from a change in the contractual interest rate were recognized prospectively as a reduction of the accretable yield. The present values of any decreases in expected cash flows after the acquisition date as a result of credit deterioration were recognized by recording an ALLL or a direct charge-off. Subsequent to the acquisition date, the methods utilized to estimate the required ALLL were similar to originated loans. This method of accounting for loans acquired with deteriorated credit quality did not apply to loans carried at fair value, residential mortgage loans held for sale and loans under revolving credit agreements.

Impaired loans and leases

A loan was considered to be impaired when, based on current information and events, it was probable that the Bancorp would be unable to collect all amounts due (including both principal and interest) according to the contractual terms of the loan agreement. Impaired loans generally consisted of nonaccrual loans and leases, loans modified in a TDR and loans over $1 million that were currently on accrual status and not yet modified in a TDR, but for which the Bancorp had determined that it was probable that it would grant a payment concession in the near term due to the borrower's financial difficulties. For loans modified in a TDR, the contractual terms of the loan agreement referred to the terms specified in the original loan agreement. A loan restructured in a TDR was no longer considered impaired in years after the restructuring if the restructuring agreement specified a rate equal to or greater than the rate the Bancorp was willing to accept at the time of the restructuring for a new loan with comparable risk and the loan was not impaired based on the terms specified by the restructuring agreement. Refer to the following ALLL section for discussion regarding the Bancorp's methodology for identifying impaired loans and determination of the need for a loss accrual.

ALLL

The Bancorp maintained the ALLL to absorb probable loan and lease losses inherent in its portfolio segments. The ALLL was maintained at a level the Bancorp considered to be adequate and was based on ongoing quarterly assessments and evaluations of the collectability and historical loss experience of loans and leases. Credit losses were charged and recoveries were credited to the ALLL. Provisions for loan and lease losses were based on the Bancorp's review of the historical credit loss experience and such factors that, in management's judgment, deserved consideration under existing economic conditions in estimating probable credit losses.

The Bancorp's methodology for determining the ALLL required significant management judgment and was based on historical loss rates, current credit grades, specific allocation on loans modified in a TDR and impaired commercial credits above specified thresholds and other qualitative adjustments. Allowances on individual commercial loans and leases, TDRs and historical loss rates were reviewed quarterly and adjusted as necessary based on changing borrower and/or collateral conditions and actual collection and charge-off experience. An unallocated allowance was maintained to recognize the imprecision in estimating and measuring losses when evaluating allowances for pools of loans and leases.

Larger commercial loans and leases included within aggregate borrower relationship balances exceeding $1 million that exhibited probable or observed credit weaknesses, as well as loans that had been modified in a TDR, were subject to individual review for impairment. The Bancorp considered the current value of collateral, credit quality of any guarantees, the guarantor's liquidity and willingness to cooperate, the loan or lease structure and other factors when evaluating whether an individual loan or lease was impaired. Other factors might include the industry and geographic region of the borrower, size and financial condition of the borrower, cash flow and leverage of the borrower and the Bancorp's evaluation of the borrower's management. When individual loans and leases were impaired, allowances were determined based on management's estimate of the borrower's ability to repay the loan or lease given the availability of collateral and other sources of cash flow, as well as an evaluation of legal options available to the Bancorp. Allowances for impaired loans and leases were measured based on the present value of expected future cash flows discounted at the loan's effective interest rate, fair value of the underlying collateral or readily observable secondary market values. The Bancorp evaluated the collectability of both principal and interest when assessing the need for a loss accrual.

Historical credit loss rates were applied to commercial loans and leases that were not impaired or were impaired, but smaller than the established threshold of $1 million and thus not subject to specific allowance allocations. The loss rates were derived from migration analyses for several portfolio stratifications, which tracked the historical net charge-off experience sustained on loans and leases according to their internal risk grade. The risk grading system utilized for allowance analysis purposes encompassed ten categories, which were based on regulatory guidance for credit risk systems.

Homogenous loans in the residential mortgage and consumer portfolio segments were not individually risk graded. Rather, standard credit scoring systems and delinquency monitoring were used to assess credit risks and allowances were established based on the expected net charge-offs. Loss rates were based on the trailing twelve-month net charge-off history by loan category. Historical loss rates were adjusted for certain prescriptive and qualitative factors that, in management's judgment, were necessary to reflect losses inherent in the portfolio. The prescriptive loss rate factors included adjustments for delinquency trends, LTV trends, refreshed FICO score trends and product mix.

The Bancorp also considered qualitative factors in determining the ALLL. These included adjustments for changes in policies or procedures in underwriting, monitoring or collections, economic conditions, portfolio mix, lending and risk management personnel, results of internal audit and quality control reviews, collateral values, geographic concentrations, estimated loss emergence period and specific portfolio loans backed by enterprise valuations and private equity sponsors. The Bancorp considered home price index trends in its footprint and the volatility of collateral valuation trends when determining the collateral value qualitative factor.

Reserve for unfunded commitments

The reserve for unfunded commitments was maintained at a level believed by management to be sufficient to absorb estimated probable losses related to unfunded credit facilities and was included in other liabilities in the Consolidated Balance Sheets. The determination of the adequacy of the reserve was based upon an evaluation of the unfunded credit facilities, including an assessment of historical commitment utilization experience, credit risk grading and historical loss rates based on credit grade migration. This process took into consideration the same risk elements that were analyzed in the determination of the adequacy of the Bancorp's ALLL, as previously discussed. Net adjustments to the reserve for unfunded commitments were included in provision for credit losses in the Consolidated Statements of Income.

Goodwill

Impairment existed when a reporting unit's carrying amount of goodwill exceeded its implied fair value. In testing goodwill for impairment, U.S. GAAP permitted the Bancorp to first assess qualitative factors to determine whether it was more likely than not that the fair value of a reporting unit was less than its carrying amount. In this qualitative assessment, the Bancorp evaluated events and circumstances which might include, but were not limited to, the general economic environment, banking industry and market conditions, the overall financial performance of the Bancorp, the performance of the Bancorp's common stock, the key financial performance metrics of the Bancorp's reporting units and events affecting the reporting units. If, after assessing the totality of events and circumstances, the Bancorp determined it was not more likely than not that the fair value of a reporting unit was less than its carrying amount, then performing the two-step impairment test would be unnecessary. However, if the Bancorp concluded otherwise or elected to bypass the qualitative assessment, it would then be required to perform the first step (Step 1) of the goodwill impairment test, and continue to the second step (Step 2), if necessary. Step 1 of the goodwill impairment test compared the fair value of a reporting unit with its carrying amount, including goodwill. If the carrying amount of the reporting unit exceeded its fair value, Step 2 of the goodwill impairment test was necessary to measure the amount of impairment loss, which was equal to any excess of the carrying amount of goodwill over its implied fair value with such loss limited to the carrying amount of goodwill.

The fair value of a reporting unit was the price that would be received to sell the unit as a whole in an orderly transaction between market participants at the measurement date. As none of the Bancorp's reporting units were publicly traded, individual reporting unit fair value determinations could not be directly correlated to the Bancorp's stock price. To determine the fair value of a reporting unit, the Bancorp employed an income-based approach, utilizing the reporting unit's forecasted cash flows (including a terminal value approach to estimate cash flows beyond the final year of the forecast) and the reporting unit's estimated cost of equity as the discount rate. Additionally, the Bancorp determined its market capitalization based on the average of the closing price of the Bancorp's stock during the month including the measurement date, incorporating an additional control premium, and compared this market-based fair value measurement to the aggregate fair value of the Bancorp's reporting units in order to corroborate the results of the income approach.

ACCOUNTING AND REPORTING DEVELOPMENTS

Standards Adopted in 2020

The Bancorp adopted the following new accounting standards effective January 1, 2020:

ASU 2016-13 – Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments

In June 2016, the FASB issued ASU 2016-13, which establishes a new approach to estimate credit losses on certain types of financial instruments. The new approach changes the impairment model for most financial assets, and requires the use of an "expected credit loss" model for financial instruments measured at amortized cost and certain other instruments. This model applies to trade and other receivables, loans, debt securities, net investments in leases, and off-balance sheet credit exposures (such as loan commitments, standby letters of credit, and financial guarantees not accounted for as insurance). This model requires entities to estimate the lifetime expected credit loss on such instruments and record an allowance that represents the portion of the amortized cost basis that the entity does not expect to collect. This allowance is deducted from the financial asset's amortized cost basis to present the net amount expected to be collected. The expected credit loss model also applies to purchased financial assets with credit deterioration, superseding previous accounting guidance for such assets. The amended guidance also amends the impairment model for available-for-sale debt securities, requiring entities to determine whether all or a portion of the unrealized loss on such securities is a credit loss, and also eliminating the option for management to consider the length of time a security has been in an unrealized loss position as a factor in concluding whether or not a credit loss exists. The amended model requires an entity to recognize an allowance for credit losses on available-for-sale debt securities as a contra account to the amortized cost basis, instead of a direct reduction of the amortized cost basis of the investment, as under previous guidance. As a result, entities will recognize improvements to estimated credit losses on available-for-sale debt securities immediately in earnings as opposed to in interest income over time. There are also additional disclosure requirements included in this guidance. Subsequent to the issuance of ASU 2016-13, the FASB has issued additional ASUs containing clarifying guidance, transition relief provisions and minor updates to the original ASU. These include ASU 2018-19 (issued in November 2018), ASU 2019-04 (issued in April 2019), ASU 2019-05 (issued in May 2019) and ASU 2019-11 (issued in November 2019).

The Bancorp adopted the amended guidance on January 1, 2020, using a modified retrospective approach, although certain provisions of the guidance are only required to be applied on a prospective basis. Upon adoption, the Bancorp recorded a combined increase to the ALLL and reserve for unfunded commitments of approximately $653 million and a cumulative-effect adjustment to retained earnings of $472 million. Of the increase to the ALLL, approximately $33 million pertained to the recognition of an ALLL on purchased financial assets with credit deterioration and was also added to the carrying value of the related loans. Adoption of the amended guidance did not have a material impact to the Bancorp's investment securities portfolio. The required disclosures are included in Note 7.

ASU 2017-04 – Intangibles—Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment
In January 2017, the FASB issued ASU 2017-04 which simplifies the test for goodwill impairment by removing the second step, which measures the amount of impairment loss, if any. Instead, the amended guidance states that an entity should recognize an impairment charge for the amount by which the carrying amount exceeds the reporting unit's fair value, except that the loss recognized should not exceed the total amount of goodwill allocated to that reporting unit. This would apply to all reporting units, including those with zero or negative carrying amounts of net assets. The Bancorp adopted the amended guidance on January 1, 2020. The amended guidance will be applied prospectively to all goodwill impairment tests performed after the adoption date.

ASU 2018-13 – Fair Value Measurement (Topic 820): Disclosure Framework—Changes to the Disclosure Requirements for Fair Value Measurement
In August 2018, the FASB issued ASU 2018-13 which modifies the disclosure requirements for fair value measurements. The amendments remove the requirements to disclose the amount of and reasons for transfers between Level 1 and Level 2 of the fair value hierarchy, the policy for timing of transfers between levels and the valuation processes for Level 3 fair value measurements. The amendments also add new disclosure requirements regarding unrealized gains and losses from recurring Level 3 fair value measurements and the significant unobservable inputs used to develop Level 3 fair value measurements. The Bancorp adopted the amended guidance on January 1, 2020 and the required disclosures are included in Note 29.

ASU 2018-15– Intangibles—Goodwill and Other—Internal-Use Software (Subtopic 350-40): Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract
In August 2018, the FASB issued ASU 2018-15, which provides guidance on the accounting for implementation, setup, and other upfront costs incurred by customers in cloud computing arrangements that are accounted for as service contracts. The amendments require that implementation costs be evaluated for capitalization using the framework applicable to costs incurred to develop or obtain internal-use software. Those capitalized costs are to be expensed over the term of the cloud computing arrangement and presented in the same financial statement line items as the service contract and its associated fees. The Bancorp adopted the amended guidance on January 1, 2020 on a prospective basis.

ASU 2020-04 – Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate on Financial Reporting and ASU 2021-01 – Reference Rate Reform (Topic 848): Scope
In March 2020, the FASB issued ASU 2020-04, which provides optional expedients and exceptions for applying U.S. GAAP to contracts, hedging relationships and other transactions affected by reference rate reform if certain criteria are met. The amendments in the ASU apply only to contracts, hedging relationships and other transactions that reference LIBOR or another reference rate expected to be discontinued because of reference rate reform. ASU 2021-01 clarified that the optional expedients and exceptions in Topic 848 for contract modifications and hedge accounting also apply to derivatives that are affected by the discounting transition. The expedients and exceptions provided by the amendments do not apply to contract modifications made and hedging relationships entered into or evaluated after December 31, 2022, except for hedging relationships existing as of December 31, 2022 that an entity has elected certain optional expedients for and that are retained through the end of the hedging relationship. The amendments in this ASU are effective for the Bancorp as of March 12, 2020 through December 31, 2022. The Bancorp is in the process of evaluating and applying, as applicable, the optional expedients and exceptions in accounting for eligible contract modifications, eligible existing hedging relationships and new hedging relationships available through December 31, 2022.

Standards Issued but Not Yet Adopted
The following accounting standard was issued but not yet adopted by the Bancorp as of December 31, 2020:

ASU 2019-12 – Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes
In December 2019, the FASB issued ASU 2019-12, which simplifies the accounting for income taxes by removing certain exceptions to the general principles in Topic 740. The amendments also clarify and amend existing guidance for other areas of Topic 740. The amended guidance was adopted by the Bancorp on January 1, 2021 either prospectively or retrospectively for the specific amendment based on the transition method prescribed by the FASB. The adoption of the amended guidance did not have a material impact on the Consolidated Financial Statements.

Regulatory Developments Related to the COVID-19 Pandemic
On March 22, 2020, various national banking regulatory agencies jointly issued an interagency statement addressing loan modifications and reporting for financial institutions working with customers affected by the COVID-19 pandemic. The statement describes the agencies' interpretation of how existing guidance in U.S. GAAP applies to certain loan modifications related to COVID-19. Among other things, the statement affirms that short-term modifications (e.g., six months) made on a good faith basis in response to COVID-19 to borrowers who were less than 30 days past due on contractual payments at the time a modification program is implemented would not be considered TDRs.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The statement also clarifies that loans modified in response to the COVID-19 pandemic should be evaluated on the basis of their modified terms when reporting loans as past due and evaluating for nonaccrual status and charge-off.

On March 27, 2020, the CARES Act was signed into law. Section 4013 of the CARES Act provides financial institutions the option to temporarily suspend certain requirements under U.S. GAAP related to TDRs for a limited period of time in certain circumstances. This temporary suspension may only be applied to modifications of loans that were not more than 30 days past due as of December 31, 2019 and may not be applied to modifications that are not related to the COVID-19 pandemic. If elected, the temporary suspension may be applied to eligible modifications executed during the period beginning on March 1, 2020 and ending on the earlier of December 31, 2020 or 60 days after the termination of the COVID-19 national emergency. The December 31, 2020 expiration date was subsequently extended to January 1, 2022 upon passage of the Consolidated Appropriations Act of 2021. On April 7, 2020, the national banking regulatory agencies revised their previously issued interagency statement to clarify the interactions with the provisions of Section 4013 of the CARES Act.

The Bancorp has elected to apply the temporary suspension of TDR requirements provided by the CARES Act for eligible loan modifications. For loan modifications that are not eligible for the suspension offered by the CARES Act or that are executed outside its applicable period, the Bancorp considers the interpretive guidance provided in the revised interagency statement to evaluate loan modifications within its scope, or existing TDR evaluation policies if the modification does not fall within the scope of the interagency statement.

Loans and leases which received payment deferrals or forbearances as part of the Bancorp’s COVID-19 hardship relief programs are generally not reported as delinquent during the forbearance or deferral period if the loan or lease was less than 30 days past due at March 1, 2020 (the effective date of the COVID-19 national emergency declaration) unless the loan or lease subsequently becomes delinquent according to its modified terms. Those loans and leases that were 30 days or more past due at March 1, 2020 continue to be reported at their March 1, 2020 delinquency status unless the borrower makes supplemental payments to resolve the delinquency. After the conclusion of the payment deferral or forbearance period, borrowers who were delinquent as of March 1, 2020 may be returned to current status once they demonstrate a willingness and ability to repay the loan according to its modified terms. This may be evidenced by payment history after the payment deferral or forbearance period, or by completing an evaluation of the borrower’s creditworthiness upon exit from the Bancorp’s hardship programs.

For loans that received payment deferrals or forbearances as part of the Bancorp’s COVID-19 hardship relief programs, the Bancorp continues to accrue interest and recognize interest income during the period of the deferral. Depending on the terms of each program, all or a portion of this accrued interest may be paid directly by the borrower (either during the relief period, at the end of the relief period or at maturity of the loan) or added to the customer’s outstanding balance. For certain programs, the maturity date of the loan may also be extended by the number of payments deferred. Interest income will continue to be recognized at the original contractual interest rate unless that rate is concurrently modified upon entering the relief program (in which case, the modified rate would be used to recognize interest).

On April 10, 2020, the FASB staff issued a question-and-answer document (Q&A) to address questions on the application of the lease accounting guidance for lease concessions related to the effects of the COVID-19 pandemic. Under Topic 842, subsequent changes to lease payments that are not stipulated in the original lease contract are generally accounted for as lease modifications. Some contracts may contain explicit or implicit enforceable rights and obligations that require lease concessions in certain circumstances and therefore would not be considered a lease modification. Given the significant cost and complexity in assessing the large volume of lease contracts for which concessions are being granted due to the COVID-19 pandemic, the FASB clarified in this Q&A that an entity can elect to account for lease concessions associated with the COVID-19 pandemic as though enforceable rights and obligations for those concessions existed. This guidance eliminates the requirement to analyze each contract to determine whether enforceable rights and obligations to provide concessions exist and allows an entity to elect to apply or not apply the lease modification guidance in Topic 842. This election is only available for concessions related to the effect of the COVID-19 pandemic that do not result in a substantial increase in the rights of the lessor or the obligations of the lessee.

The Bancorp has elected to not apply the lease modification accounting guidance in Topic 842 for lease concessions granted as a result of the COVID-19 pandemic as the deferrals only affect the timing of the payments and the amount of consideration to be received is substantially the same as that required by the original contract.

For commercial leases that received payment deferrals under the Bancorp’s COVID-19 hardship relief programs, the Bancorp continues to recognize interest income during the deferral period, but the yield is recalculated based on the timing and amount of remaining payments over the remaining lease term. The revised yield is used for prospectively recognizing interest income and adjusting the net investment in the lease. The Bancorp’s hardship relief programs for commercial leases affect the timing of payments but do not generally result in an increase in the rights of the lessor or the obligations of the lessee. Therefore, the Bancorp has elected to forego certain requirements that would typically apply for lease modifications when accounting for the effects of the hardship relief programs.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2. Supplemental Cash Flow Information

Cash payments related to interest and income taxes in addition to non-cash investing and financing activities are presented in the following table for the years ended December 31:

($ in millions)	2020	2019	2018
Cash Payments:			
Interest	$ **825**	1,441	1,016
Income taxes	**491**	726	359
Transfers:			
Portfolio loans and leases to loans and leases held for sale[(a)]	$ **926**	211	275
Loans and leases held for sale to portfolio loans and leases	**49**	37	95
Portfolio loans and leases to OREO	**12**	29	39
Loans and leases held for sale to OREO	**2**	—	—
Supplemental Disclosures:			
Additions to lease liabilities under operating leases	$ **56**	76	—
Additions to lease liabilities under finance leases	**110**	24	—
Right-of-use assets recognized at adoption of ASU 2016-02	**—**	509	—
Conversion of outstanding preferred stock issued by a Bancorp subsidiary	**—**	197	—

(a) *Includes $794 of residential mortgage loans previously sold to GNMA which the Bancorp was initially deemed to have regained effective control over under ASC Topic 860 and which were recorded as portfolio loans. The Bancorp subsequently repurchased these loans and classified them as held for sale.*

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3. Business Combination

On March 22, 2019, Fifth Third Bancorp completed its acquisition of MB Financial, Inc. in a stock and cash transaction valued at approximately $3.6 billion. MB Financial, Inc. was headquartered in Chicago, Illinois with reported assets of approximately $20 billion and 86 branches (91 locations) as of December 31, 2018 and was the holding company of MB Financial Bank, N.A. The acquisition resulted in a combined company with a larger Chicago market presence and core deposit funding base while also building scale in a strategically important market.

Under the terms of the agreement, the Bancorp acquired 100% of the common stock of MB Financial, Inc. In exchange, common shareholders of MB Financial, Inc. received 1.45 shares of Fifth Third Bancorp common stock and $5.54 in cash for each share of MB Financial, Inc. common stock, for a total value per share of $42.49, based on the $25.48 closing price of Fifth Third Bancorp's common stock on March 21, 2019. Upon closing of the transaction, MB Financial, Inc. became a subsidiary of the Bancorp. However, MB Financial, Inc.'s 6.00% non-cumulative Series C perpetual preferred stock with a fair value of $197 million remained outstanding and was recognized as a noncontrolling interest on the Consolidated Balance Sheets. Through its ownership of all of the common stock, the Bancorp controlled 95% of the voting equity interests in MB Financial, Inc. with the remainder attributable to the preferred shareholders' noncontrolling interest.

On June 24, 2019, MB Financial, Inc. entered into an Agreement and Plan of Merger with the Bancorp to provide for the merger of MB Financial, Inc. with and into the Bancorp, with the Bancorp as the surviving corporation. A special meeting of MB Financial, Inc.'s stockholders was held on August 23, 2019 at which the holders of MB Financial, Inc.'s common stock and preferred stock, voting together as a single class, approved the merger. In the merger, each outstanding share of MB Financial, Inc.'s preferred stock was converted into the right to receive one share of a newly created series of preferred stock of the Bancorp having substantially the same terms as the MB Financial, Inc. preferred stock.

On August 26, 2019, the Bancorp issued 200,000 shares of 6.00% non-cumulative Class B perpetual preferred stock, Series A. Each preferred share has a $1,000 liquidation preference. These shares were issued to the holders of MB Financial, Inc.'s 6.00% non-cumulative Series C perpetual preferred stock in conjunction with the merger of MB Financial, Inc. with and into Fifth Third Bancorp. This transaction resulted in the elimination of the noncontrolling interest in MB Financial, Inc. which was previously reported in the Bancorp's Consolidated Financial Statements. The newly issued shares of Class B preferred stock, Series A were recognized by the Bancorp at the carrying value previously assigned to the MB Financial, Inc. Series C preferred stock prior to the transaction.

The acquisition of MB Financial, Inc. constituted a business combination and was accounted for under the acquisition method of accounting. Accordingly, the assets acquired, liabilities assumed and noncontrolling interest recognized were recorded at their estimated fair values as of the acquisition date. These fair value estimates were final as of March 31, 2020.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table reflects consideration paid and the noncontrolling interest recognized for MB Financial, Inc.'s net assets and the amounts of acquired identifiable assets and liabilities assumed at their fair values as of the acquisition date:

($ in millions)		
Consideration paid		
Cash payments		$ 469
Fair value of common stock issued		3,121
Stock-based awards		38
Dividend receivable from MB Financial, Inc.		(20)
Total consideration paid		$ 3,608
Fair value of noncontrolling interest in acquiree		$ 197
Net Identifiable Assets Acquired, at Fair Value:		
Assets		
Cash and due from banks	$ 1,679	
Federal funds sold	35	
Other short-term investments	53	
Available-for-sale debt and other securities	832	
Held-to-maturity securities	4	
Equity securities	51	
Loans and leases held for sale	12	
Portfolio loans and leases	13,414 (a)	
Bank premises and equipment	266 (a)	
Operating lease equipment	394 (a)	
Intangible assets	219 (a)	
Servicing rights	263	
Other assets	750 (a)	
Total assets acquired	$ 17,972	
Liabilities		
Deposits	$ 14,489	
Other short-term borrowings	267 (a)	
Accrued taxes, interest and expenses	276 (a)	
Other liabilities	194 (a)	
Long-term debt	727 (a)	
Total liabilities assumed	$ 15,953	
Net identifiable assets acquired		$ 2,019
Goodwill		$ 1,786

(a) Fair values have been updated from the estimates reported in the March 31, 2019 quarterly report on Form 10-Q.

In connection with the acquisition, the Bancorp recognized approximately $1.8 billion of goodwill, of which $15 million relates to 15-year tax deductible goodwill from MB Financial, Inc.'s prior acquisitions. See Note 11 for further information on goodwill recognized and Note 12 for further information on intangible assets acquired in the acquisition of MB Financial, Inc.

The following is a description of the methods used to determine the estimated fair values of significant assets and liabilities presented above.

Cash and due from banks and other short-term investments

For financial instruments with a short-term or no stated maturity, prevailing market rates and limited credit risk, carrying amounts approximate fair value.

Available-for-sale debt and other securities, held-to-maturity securities and equity securities

Fair values for securities were based on quoted market prices, where available. If quoted market prices were not available, fair value estimates were based on observable inputs including quoted market prices for similar instruments, quoted market prices that are not in an active market or other inputs that are observable in the market. In the absence of observable inputs, fair value was estimated based on pricing models and/or DCF methodologies.

Loans and leases held for sale and portfolio loans and leases

Fair values for loans were based on a DCF methodology that considered factors including the type of loan and related collateral, fixed or variable interest rate, remaining term, credit quality ratings or scores, amortization status and current discount rates. Loans with similar characteristics were pooled together when applying various valuation techniques. The discount rates used for loans were based on an evaluation of current market rates for new originations of comparable loans and a market participant's required rate of return to purchase similar assets, including adjustments for liquidity and credit quality when necessary. For PCI loans (now PCD loans effective January 1, 2020 upon the adoption of ASU 2016-13), the DCF methodology was based on the Bancorp's estimate of contractual cash flows expected to be collected.

Bank premises and equipment

Fair values for bank premises and equipment were generally based on appraisals of the property values.

Operating lease equipment

Fair values for operating lease equipment were generally developed using the cost approach. The seller's historical cost was adjusted by cost trend indices relevant to the asset type and vintage to arrive at a current reproduction cost. This reproduction cost was then adjusted for deterioration based on the age and typical life of each class of assets. Residual values were estimated based on analysis of the seller's historical trends of residual value realization by asset class.

Intangible assets

The core deposit intangible asset represents the value of relationships with deposit customers. The fair value was estimated based on a DCF methodology that considered expected customer attrition rates, net maintenance cost of the deposit base, alternative cost of funds and the interest costs associated with customer deposits. The core deposit intangible is being amortized on an accelerated basis over its estimated useful life.

For acquired operating leases where the Bancorp is the lessor, intangible assets are recognized when contract terms of the lease are more favorable than market terms as of the acquisition date. Operating lease intangibles are amortized on a straight-line basis over the remaining lease term.

Servicing rights

Fair values for servicing rights were estimated using internal OAS models with certain unobservable inputs, primarily prepayment speed assumptions, OAS and weighted-average lives.

Other assets

Fair values for ROU assets associated with real estate operating leases were based on current market rental rates for similar properties in the same area, discounted at the Bancorp's incremental borrowing rates as of the acquisition date. Estimates of current market rental rates were generally based on third- party market rent studies performed for each significant property.

Deposits

The fair values for time deposits were estimated using a DCF methodology whereby the contractual remaining cash flows were discounted using market rates currently being offered for time deposits of similar maturities. For transactional deposits, carrying amounts approximate fair value.

Long-term debt

The fair values of long-term debt instruments were estimated based on quoted market prices for identical or similar instruments if available, or by using DCF analyses based on current incremental borrowing rates for similar types of instruments.

Merger-Related Expenses

Direct merger-related expenses related to the acquisition of MB Financial, Inc. were expensed as incurred by the Bancorp and were $16 million and $222 million for the years ended December 31, 2020 and 2019, respectively.

The following table provides a summary of merger-related expenses recorded in noninterest expense for the years ended December 31:

($ in millions)		**2020**	2019
Compensation and benefits	**$**	**4**	90
Technology and communications		**6**	71
Net occupancy expense		**4**	13
Equipment expense		**—**	1
Card and processing expense		**—**	1
Marketing expense		**—**	7
Other noninterest expense		**2**	39
Total	**$**	**16**	222

Pro Forma Information

The following table presents unaudited pro forma information as if the acquisition of MB Financial, Inc. had occurred on January 1, 2018. This pro forma information combines the historical condensed consolidated results of operations of Fifth Third Bancorp and MB Financial,

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Inc. after giving effect to certain adjustments, including purchase accounting fair value adjustments, amortization of intangibles, stock-based compensation expense and acquisition costs, as well as the related income tax effects of those adjustments. The pro forma results also reflect reclassification adjustments to noninterest income and noninterest expense to conform MB Financial, Inc.'s presentation of operating lease income and the related depreciation expense with the Bancorp's presentation. Direct costs associated with the acquisition were included in pro forma earnings as of January 1, 2018.

The pro forma information does not necessarily reflect the results of operations that would have occurred had Fifth Third Bancorp acquired MB Financial, Inc. on January 1, 2018. Furthermore, cost savings and other business synergies related to the acquisition are not reflected in the unaudited pro forma amounts.

($ in millions)	Unaudited Pro Forma Information For the year ended December 31, 2019	
Net interest income	$	4,918
Noninterest income		3,638
Net income available to common shareholders		2,534

Acquired Loans and Leases

Prior to the adoption of ASU 2016-13 on January 1, 2020, purchased loans were evaluated for evidence of credit deterioration at acquisition and recorded at their initial fair value. Generally, the fair value discount or premium on acquired loans and leases was amortized over the contractual life of the loan as an adjustment to yield. For loans acquired with evidence of credit impairment (PCI loans), the Bancorp determined at the acquisition date the excess of the loan's contractually required payments over all cash flows expected to be collected as an amount that should not be accreted into interest income (nonaccretable difference). The remaining amount representing the difference in the expected cash flows of acquired loans and the initial investment in the acquired loans was accreted into interest income over the remaining life of the loan or pool of loans (accretable yield). This method of accounting for loans acquired with credit impairment did not apply to loans carried at fair value, residential mortgage loans held for sale and loans under revolving credit agreements. Refer to Note 1 for additional information on the accounting for PCI loans. The Bancorp elected to account for loans acquired from MB Financial, Inc., which were not considered impaired but exhibited evidence of credit deterioration since origination, in the same manner as PCI loans.

The following table reflects the contractually required payments receivable, cash flows expected to be collected and estimated fair value of loans identified as PCI loans on the acquisition date of MB Financial, Inc. These fair value estimates were final as of March 31, 2020.

($ in millions)	March 22, 2019	
Contractually required payments including interest	$	1,139
Less: Nonaccretable difference		81
Cash flows expected to be collected		1,058
Less: Accretable yield		202
Fair value of loans acquired	$	856

A summary of activity related to accretable yield is as follows:

($ in millions)	Accretable Yield	
Balance as of December 31, 2018	$	—
Additions		202
Accretion		(41)
Reclassifications (to) from nonaccretable difference		(14)
Balance as of December 31, 2019	$	147

At the MB Financial, Inc. acquisition date, contractual balances on the purchased non-PCI loans and leases totaled $12.7 billion with a corresponding fair value of $12.5 billion.

ASU 2016-13, which was adopted by the Bancorp on January 1, 2020, superseded the accounting for PCI loans and transitioned to the accounting for PCD loans. As such, the Bancorp no longer recognizes a nonaccretable difference or accretable yield, but instead includes expected credit losses on loans acquired with evidence of credit deterioration as part of the ALLL and amortizes any remaining noncredit discount over the remaining contractual life of the loan as an adjustment to yield. Upon adoption, the Bancorp increased the ALLL by $33 million to reflect expected credit losses on loans previously designated as PCI loans. This amount was added to the amortized cost basis of the loans at transition. After this adjustment, the remaining difference between the amortized cost basis and unpaid principal balance is considered to be a noncredit discount. The noncredit discount totaled $87 million as of January 1, 2020. Refer to Note 1 for additional information about ASU 2016-13 and refer to Note 7 for additional information on the Bancorp's portfolio of PCD loans.

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Bank Merger

On May 3, 2019 MB Financial Bank, N.A. merged with and into Fifth Third Bank (now Fifth Third Bank, National Association), with Fifth Third Bank, National Association as the surviving entity. Fifth Third Bank, National Association is an indirect subsidiary of Fifth Third Bancorp.

4. Restrictions on Cash, Dividends and Other Capital Actions

Reserve Requirement

The FRB, under Regulation D, requires that banks hold cash in reserve against deposit liabilities when total reservable deposit liabilities are greater than the regulatory exemption, known as the reserve requirement. The reserve requirement is calculated based on a two-week average of daily net transaction account deposits as defined by the FRB and may be satisfied with average vault cash during the following two-week maintenance period. When vault cash is not sufficient to meet the reserve requirement, the remaining amount must be satisfied with average funds held at the FRB. As part of the government response to the COVID-19 pandemic, the FRB has taken a range of actions to support the flow of credit to households and businesses, including reducing the reserve requirement to zero effective March 26, 2020. The reserve requirement continued to be zero at December 31, 2020. At December 31, 2019, the Bancorp's banking subsidiary reserve requirement was $1.7 billion. Additionally, the Bancorp's banking subsidiary average reserve requirement was $1.7 billion in 2019.

Restrictions on Cash Dividends

The principal source of income and funds for the Bancorp (parent company) are dividends from its subsidiaries. The dividends paid by the Bancorp's banking subsidiary are subject to regulations and limitations prescribed by state and federal supervisory agencies. The Bancorp's banking subsidiary paid the Bancorp's nonbank subsidiary holding company, which in turn paid the Bancorp $1.3 billion and $2.0 billion in dividends during the years ended December 31, 2020 and 2019, respectively. Additionally, a $200 million dividend was paid by MB Financial, Inc. to the Bancorp during the year ended December 31, 2019. The Bancorp's nonbank subsidiaries are also limited by certain federal and state statutory provisions and regulations covering the amount of dividends that may be paid in any given year. Additionally, as discussed below, during 2020 the FRB took actions in response to the COVID-19 pandemic that limit the amount of cash dividends that the Bancorp may pay to its shareholders.

Capital Actions

The Bancorp is subject to restrictions on its capital actions, primarily as a result of supervisory policies set by the FRB. The Bancorp is required to develop and maintain a capital plan that governs its capacity to pay dividends and execute share repurchases and this plan is required to be submitted to the FRB periodically.

In June 2020, the FRB took several actions in connection with its announcement of stress test results in light of the uncertainty caused by the COVID-19 pandemic. Specifically, for the third quarter of 2020, the FRB required large banking organizations, including the Bancorp, to suspend share repurchases, cap dividend payments to the amount paid during the second quarter of 2020, and further limit dividends according to a formula based on recent income. Additionally, on September 30, 2020 the FRB extended the third quarter of 2020 restrictions on share repurchases and dividends to the fourth quarter of 2020, and dividends remain limited according to a formula based on recent income. The Bancorp did not execute any accelerated share repurchase or open market share repurchase transactions during the year ended December 31, 2020 but increased its quarterly common stock dividend to $0.27 per share in the first quarter of 2020.

The FRB also required large banking organizations, including the Bancorp, to reevaluate their longer-term capital plans, and such organizations were required to update and resubmit their capital plans to reflect stresses caused by the COVID-19 pandemic. The Bancorp resubmitted its capital plan as required. The FRB may conduct additional analysis each quarter to determine if adjustments to this response are appropriate.

In December 2020, the FRB announced an extension of its restrictions on distributions through the first quarter of 2021, but with certain modifications. For the first quarter of 2021, both dividends and share repurchases are limited to an amount based on recent income provided the Bancorp does not increase the amount of its common stock dividend. Refer to Note 33 for further information about a subsequent event related to capital actions.

The Bancorp executed accelerated share repurchase and open market share repurchase transactions during the year ended December 31, 2019. For more information related to these transactions, refer to Note 25.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

5. Investment Securities

The following table provides the amortized cost, unrealized gains and losses and fair value for the major categories of the available-for-sale debt and other securities and held-to-maturity securities portfolios as of December 31:

	2020				2019			
($ in millions)	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
Available-for-sale debt and other securities:								
U.S. Treasury and federal agencies securities	$ **74**	**4**	—	**78**	74	1	—	75
Obligations of states and political subdivisions securities	**17**	—	—	**17**	18	—	—	18
Mortgage-backed securities:								
Agency residential mortgage-backed securities	**11,147**	**768**	**(8)**	**11,907**	13,746	388	(19)	14,115
Agency commercial mortgage-backed securities	**16,745**	**1,481**	**(5)**	**18,221**	15,141	564	(12)	15,693
Non-agency commercial mortgage-backed securities	**3,323**	**267**	—	**3,590**	3,242	123	—	3,365
Asset-backed securities and other debt securities	**3,152**	**48**	**(24)**	**3,176**	2,189	29	(12)	2,206
Other securities[(a)]	**524**	—	—	**524**	556	—	—	556
Total available-for-sale debt and other securities	$ **34,982**	**2,568**	**(37)**	**37,513**	34,966	1,105	(43)	36,028
Held-to-maturity securities:								
Obligations of states and political subdivisions securities	$ **9**	—	—	**9**	15	—	—	15
Asset-backed securities and other debt securities	**2**	—	—	**2**	2	—	—	2
Total held-to-maturity securities	$ **11**	—	—	**11**	17	—	—	17

(a) *Other securities consist of FHLB, FRB and DTCC restricted stock holdings of $40, $482 and $2, respectively, at December 31, 2020 and $76, $478 and $2, respectively, at December 31, 2019, that are carried at cost.*

The following table provides the fair value of trading debt securities and equity securities as of December 31:

($ in millions)	2020	2019
Trading debt securities	$ **560**	297
Equity securities	**313**	564

The amounts reported in the preceding tables exclude accrued interest receivable on investment securities of $87 million at December 31, 2020, which is presented as a component of other assets in the Consolidated Balance Sheets.

The Bancorp uses investment securities as a means of managing interest rate risk, providing collateral for pledging purposes and for liquidity to satisfy regulatory requirements. As part of managing interest rate risk, the Bancorp acquires securities as a component of its MSR non-qualifying hedging strategy, with net gains or losses recorded in securities gains (losses), net – non-qualifying hedges on MSRs in the Consolidated Statements of Income.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table presents securities gains (losses) recognized in the Consolidated Statements of Income for the years ended December 31:

($ in millions)		2020	2019	2018
Available-for-sale debt and other securities:				
Realized gains	$	**47**	60	72
Realized losses		**(2)**	(50)	(82)
OTTI		**—**	(1)	—
Net realized gains (losses) on available-for-sale debt and other securities	$	**45**	9	(10)
Total trading debt securities gains (losses)	$	**2**	3	(15)
Total equity securities gains (losses)[(a)]	$	**17**	31	(44)
Total gains (losses) recognized in income from available-for-sale debt and other securities, trading debt securities and equity securities[(b)]	$	**64**	43	(69)

(a) *Includes $7 of net unrealized gains, $26 of net unrealized gains and $45 of net unrealized losses for the years ended December 31, 2020, 2019 and 2018, respectively.*

(b) *Excludes $5 and $7 of net securities gains for the years ended December 31, 2020 and 2019, respectively, and an insignificant amount of net securities losses for the year ended December 31, 2018 related to securities held by FTS to facilitate the timely execution of customer transactions. These gains (losses) are included in commercial banking revenue and wealth and asset management revenue in the Consolidated Statements of Income.*

Upon adoption of ASU 2016-13 on January 1, 2020, the Bancorp evaluates available-for-sale debt and other securities in an unrealized loss position to determine whether all or a portion of the unrealized loss on such securities is a credit loss. If credit losses are identified, they are generally recognized as an allowance for credit losses (a contra account to the amortized cost basis of the securities) with the periodic change in the allowance recognized in earnings. Prior to January 1, 2020, investment securities were evaluated for OTTI with any identified OTTI recognized as a charge to income and a direct reduction of the amortized cost basis of the securities.

At December 31, 2020, the Bancorp completed its evaluation of the available-for-sale debt and other securities in an unrealized loss position and did not recognize an allowance for credit losses. The Bancorp did not recognize provision expense for the year ended December 31, 2020 related to available-for-sale debt and other securities in an unrealized loss position.

At December 31, 2020 and 2019, investment securities with a fair value of $11.0 billion and $8.1 billion, respectively, were pledged to secure borrowings, public deposits, trust funds, derivative contracts and for other purposes as required or permitted by law.

The expected maturity distribution of the Bancorp's mortgage-backed securities and the contractual maturity distribution of the remainder of the Bancorp's available-for-sale debt and other securities and held-to-maturity investment securities as of December 31, 2020 are shown in the following table:

		Available-for-Sale Debt and Other		Held-to-Maturity	
($ in millions)		Amortized Cost	Fair Value	Amortized Cost	Fair Value
Debt securities:[(a)]					
Less than 1 year	$	633	648	2	2
1-5 years		15,881	16,959	7	7
5-10 years		12,214	13,385	—	—
Over 10 years		5,730	5,997	2	2
Other securities		524	524	—	—
Total	$	34,982	37,513	11	11

(a) *Actual maturities may differ from contractual maturities when a right to call or prepay obligations exists with or without call or prepayment penalties.*

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table provides the fair value and gross unrealized losses on available-for-sale debt and other securities in an unrealized loss position, aggregated by investment category and length of time the individual securities have been in a continuous unrealized loss position as of December 31:

	Less than 12 months		12 months or more		Total	
($ in millions)	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
2020						
Agency residential mortgage-backed securities	**$ 426**	**(8)**	**1**	**—**	**427**	**(8)**
Agency commercial mortgage-backed securities	**388**	**(5)**	**—**	**—**	**388**	**(5)**
Non-agency commercial mortgage-backed securities	**2**	**—**	**—**	**—**	**2**	**—**
Asset-backed securities and other debt securities	**520**	**(7)**	**603**	**(17)**	**1,123**	**(24)**
Total	**$ 1,336**	**(20)**	**604**	**(17)**	**1,940**	**(37)**
2019						
Agency residential mortgage-backed securities	$ 2,159	(19)	4	—	2,163	(19)
Agency commercial mortgage-backed securities	1,602	(12)	—	—	1,602	(12)
Asset-backed securities and other debt securities	367	(3)	379	(9)	746	(12)
Total	$ 4,128	(34)	383	(9)	4,511	(43)

At December 31, 2020 and 2019, $1 million and an immaterial amount of unrealized losses in the available-for-sale debt and other securities portfolio were represented by non-rated securities, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

6. Loans and Leases

The Bancorp diversifies its loan and lease portfolio by offering a variety of loan and lease products with various payment terms and rate structures. The Bancorp's commercial loan and lease portfolio consists of lending to various industry types. Management periodically reviews the performance of its loan and lease products to evaluate whether they are performing within acceptable interest rate and credit risk levels and changes are made to underwriting policies and procedures as needed. The Bancorp maintains an allowance to absorb loan and lease losses that are expected to be incurred over the remaining contractual terms of the related loans and leases. For further information on credit quality and the ALLL, refer to Note 7.

The following table provides a summary of commercial loans and leases classified by primary purpose and consumer loans classified based upon product or collateral as of December 31:

($ in millions)		**2020**	2019
Loans and leases held for sale:			
Commercial and industrial loans	$	**230**	135
Commercial mortgage loans		**7**	1
Commercial leases		**39**	—
Residential mortgage loans		**4,465**	1,264
Total loans and leases held for sale	$	**4,741**	1,400
Portfolio loans and leases:			
Commercial and industrial loans(a)	$	**49,665**	50,542
Commercial mortgage loans		**10,602**	10,963
Commercial construction loans		**5,815**	5,090
Commercial leases		**2,915**	3,363
Total commercial loans and leases		**68,997**	69,958
Residential mortgage loans(b)		**15,928**	16,724
Home equity		**5,183**	6,083
Indirect secured consumer loans		**13,653**	11,538
Credit card		**2,007**	2,532
Other consumer loans		**3,014**	2,723
Total consumer loans		**39,785**	39,600
Total portfolio loans and leases	$	**108,782**	109,558

(a) Includes $4.8 billion, as of December 31, 2020, related to the SBA's Paycheck Protection Program.

(b) Includes $39, as of December 31, 2020, of residential mortgage loans previously sold to GNMA for which the Bancorp is deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase. Refer to Note 17 for further information.

Portfolio loans and leases are recorded net of unearned income, which totaled $280 million as of December 31, 2020 and $354 million as of December 31, 2019. Additionally, portfolio loans and leases are recorded net of unamortized premiums and discounts, deferred direct loan origination fees and costs and fair value adjustments (associated with acquired loans or loans designated as fair value upon origination) which totaled a net premium of $251 million and $249 million as of December 31, 2020 and 2019, respectively. The amortized cost basis of loans and leases excludes accrued interest receivable of $350 million at December 31, 2020, which is presented as a component of other assets in the Consolidated Balance Sheets.

The Bancorp's FHLB and FRB borrowings are primarily secured by loans. The Bancorp had loans of $15.5 billion and $16.7 billion at December 31, 2020 and 2019, respectively, pledged at the FHLB, and loans of $37.8 billion and $47.3 billion at December 31, 2020 and 2019, respectively, pledged at the FRB.

The following table presents a summary of the total loans and leases owned by the Bancorp and net charge-offs (recoveries) as of and for the years ended December 31:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

	Carrying Value		90 Days Past Due and Still Accruing		Net Charge-Offs (Recoveries)	
($ in millions)	**2020**	2019	**2020**	2019	**2020**	2019
Commercial and industrial loans	**$ 49,895**	50,677	**39**	11	**198**	103
Commercial mortgage loans	**10,609**	10,964	**8**	15	**45**	(2)
Commercial construction loans	**5,815**	5,090	**—**	—	**—**	—
Commercial leases	**2,954**	3,363	**1**	—	**23**	7
Residential mortgage loans	**20,393**	17,988	**70**	50	**2**	4
Home equity	**5,183**	6,083	**2**	1	**5**	18
Indirect secured consumer loans	**13,653**	11,538	**10**	10	**32**	50
Credit card	**2,007**	2,532	**31**	42	**126**	134
Other consumer loans	**3,014**	2,723	**2**	1	**40**	55
Total loans and leases	**$ 113,523**	110,958	**163**	130	**471**	369
Less: Loans and leases held for sale	**$ 4,741**	1,400				
Total portfolio loans and leases	**$ 108,782**	109,558				

The Bancorp engages in commercial lease products primarily related to the financing of commercial equipment. Leases are classified as sales-type if the Bancorp transfers control of the underlying asset to the lessee. The Bancorp classifies leases that do not meet any of the criteria for a sales-type lease as a direct financing lease if the present value of the sum of the lease payments and any residual value guaranteed by the lessee and/or any other third party equals or exceeds substantially all of the fair value of the underlying asset and the collection of the lease payments and residual value guarantee is probable.

The following table presents the components of the net investment in leases as of December 31:

($ in millions)[(a)]	**2020**	2019
Net investment in direct financing leases:		
Lease payment receivable (present value)	**$ 1,400**	2,196
Unguaranteed residual assets (present value)	**181**	220
Net discount on acquired leases	**(1)**	(7)
Net investment in sales-type leases:		
Lease payment receivable (present value)	**976**	510
Unguaranteed residual assets (present value)	**36**	15

(a) Excludes $323 and $429 of leveraged leases at December 31, 2020 and 2019, respectively.

Interest income recognized in the Consolidated Statements of Income for the years ended December 31, 2020 and 2019 was $64 million and $88 million, respectively, for direct financing leases and $28 million and $13 million, respectively, for sales-type leases.

The following table presents undiscounted cash flows for both direct financing and sales-type leases for 2021 through 2025 and thereafter as well as a reconciliation of the undiscounted cash flows to the total lease receivables as follows:

As of December 31, 2020 ($ in millions)	Direct Financing Leases	Sales-Type Leases
2021	$ 470	297
2022	360	253
2023	227	183
2024	161	132
2025	115	69
Thereafter	164	129
Total undiscounted cash flows	$ 1,497	1,063
Less: Difference between undiscounted cash flows and discounted cash flows	97	87
Present value of lease payments (recognized as lease receivables)	$ 1,400	976

The lease residual value represents the present value of the estimated fair value of the leased equipment at the end of the lease. The Bancorp performs quarterly reviews of residual values associated with its leasing portfolio considering factors such as the subject equipment, structure of the transaction, industry, prior experience with the lessee and other factors that impact the residual value to assess for impairment. The Bancorp maintained an allowance of $29 million at December 31, 2020 to cover the losses that are expected to be incurred over the remaining contractual terms of the related leases, including the potential losses related to the residual value, in the net investment in leases. The Bancorp maintained an allowance of $17 million at December 31, 2019 to cover the inherent losses, including the potential losses related to the residual value, in the net investment in leases. Refer to Note 7 for additional information on credit quality and the ALLL.

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7. Credit Quality and the Allowance for Loan and Lease Losses

The Bancorp disaggregates ALLL balances and transactions in the ALLL by portfolio segment. Credit quality related disclosures for loans and leases are further disaggregated by class.

Allowance for Loan and Lease Losses

The following tables summarize transactions in the ALLL by portfolio segment for the years ended December 31:

2020 ($ in millions)		Commercial	Residential Mortgage	Consumer	Unallocated	Total
Balance, beginning of period	**$**	**710**	**73**	**298**	**121**	**1,202**
Impact of adoption of ASU 2016-13[(a)]		**160**	**196**	**408**	**(121)**	**643**
Losses charged-off[(b)]		**(282)**	**(9)**	**(320)**	**—**	**(611)**
Recoveries of losses previously charged-off[(b)]		**16**	**7**	**117**	**—**	**140**
Provision for loan and lease losses		**852**	**27**	**200**	**—**	**1,079**
Balance, end of period	**$**	**1,456**	**294**	**703**	**—**	**2,453**

(a) Includes $31, $2 and $1 in Commercial, Residential Mortgage and Consumer, respectively, related to the initial recognition of an ALLL on PCD loans.
(b) The Bancorp recorded $42 in both losses charged-off and recoveries of losses charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.

2019 ($ in millions)		Commercial	Residential Mortgage	Consumer	Unallocated	Total
Balance, beginning of period	$	645	81	267	110	1,103
Losses charged-off[(a)]		(127)	(9)	(374)	—	(510)
Recoveries of losses previously charged-off[(a)]		19	5	117	—	141
Provision for (benefit from) loan and lease losses		173	(4)	288	11	468
Balance, end of period	$	710	73	298	121	1,202

(a) The Bancorp recorded $48 in both losses charged-off and recoveries of losses charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.

2018 ($ in millions)		Commercial	Residential Mortgage	Consumer	Unallocated	Total
Balance, beginning of period	$	753	89	234	120	1,196
Losses charged-off[(a)]		(157)	(13)	(280)	—	(450)
Recoveries of losses previously charged-off[(a)]		25	6	89	—	120
Provision for (benefit from) loan and lease losses		24	(1)	224	(10)	237
Balance, end of period	$	645	81	267	110	1,103

(a) The Bancorp recorded $29 in both losses charged-off and recoveries of losses charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.

The following tables provide a summary of the ALLL and related loans and leases classified by portfolio segment:

As of December 31, 2020 ($ in millions)		Commercial	Residential Mortgage	Consumer	Total
ALLL:[(a)]					
Individually evaluated	**$**	**114**	**68**	**43**	**225**
Collectively evaluated		**1,342**	**226**	**660**	**2,228**
Total ALLL	**$**	**1,456**	**294**	**703**	**2,453**
Portfolio loans and leases:[(b)]					
Individually evaluated	**$**	**962**	**628**	**273**	**1,863**
Collectively evaluated		**67,701**	**15,073**	**23,569**	**106,343**
Purchased credit deteriorated[(c)]		**334**	**66**	**15**	**415**
Total portfolio loans and leases	**$**	**68,997**	**15,767**	**23,857**	**108,621**

(a) Includes $3 related to commercial leveraged leases at December 31, 2020.
(b) Excludes $161 of residential mortgage loans measured at fair value and includes $323 of commercial leveraged leases, net of unearned income, at December 31, 2020.
(c) Includes $39, as of December 31, 2020, of residential mortgage loans previously sold to GNMA for which the Bancorp is deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase. Refer to Note 17 for further information.

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As of December 31, 2019 ($ in millions)		Commercial	Residential Mortgage	Consumer	Unallocated	Total
ALLL:[(a)]						
Individually evaluated for impairment	$	82	55	33	—	170
Collectively evaluated for impairment		628	18	265	—	911
Unallocated		—	—	—	121	121
Total ALLL	$	710	73	298	121	1,202
Portfolio loans and leases:[(b)]						
Individually evaluated for impairment	$	413	814	302	—	1,529
Collectively evaluated for impairment		69,047	15,690	22,558	—	107,295
Purchased credit impaired		498	37	16	—	551
Total portfolio loans and leases	$	69,958	16,541	22,876	—	109,375

(a) Includes $1 related to commercial leveraged leases at December 31, 2019.
(b) Excludes $183 of residential mortgage loans measured at fair value and includes $429 of commercial leveraged leases, net of unearned income at December 31, 2019.

CREDIT RISK PROFILE
Commercial Portfolio Segment

For purposes of monitoring the credit quality and risk characteristics of its commercial portfolio segment, the Bancorp disaggregates the segment into the following classes: commercial and industrial, commercial mortgage owner-occupied, commercial mortgage nonowner-occupied, commercial construction and commercial leases.

To facilitate the monitoring of credit quality within the commercial portfolio segment, the Bancorp utilizes the following categories of credit grades: pass, special mention, substandard, doubtful and loss. The five categories, which are derived from standard regulatory rating definitions, are assigned upon initial approval of credit to borrowers and updated periodically thereafter.

Pass ratings, which are assigned to those borrowers that do not have identified potential or well-defined weaknesses and for which there is a high likelihood of orderly repayment, are updated at least annually based on the size and credit characteristics of the borrower. All other categories are updated on a quarterly basis during the month preceding the end of the calendar quarter.

The Bancorp assigns a special mention rating to loans and leases that have potential weaknesses that deserve management's close attention. If left uncorrected, these potential weaknesses may, at some future date, result in the deterioration of the repayment prospects for the loan or lease or the Bancorp's credit position.

The Bancorp assigns a substandard rating to loans and leases that are inadequately protected by the current sound worth and paying capacity of the borrower or of the collateral pledged. Substandard loans and leases have well-defined weaknesses or weaknesses that could jeopardize the orderly repayment of the debt. Loans and leases in this grade also are characterized by the distinct possibility that the Bancorp will sustain some loss if the deficiencies noted are not addressed and corrected.

The Bancorp assigns a doubtful rating to loans and leases that have all the attributes of a substandard rating with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions and values, highly questionable and improbable. The possibility of loss is extremely high, but because of certain important and reasonable specific pending factors that may work to the advantage of and strengthen the credit quality of the loan or lease, its classification as an estimated loss is deferred until its more exact status may be determined. Pending factors may include a proposed merger or acquisition, liquidation proceeding, capital injection, perfecting liens on additional collateral or refinancing plans.

Loans and leases classified as loss are considered uncollectible and are charged off in the period in which they are determined to be uncollectible. Because loans and leases in this category are fully charged off, they are not included in the following tables.

For loans and leases that are collectively evaluated, the Bancorp utilizes models to forecast expected credit losses over a reasonable and supportable forecast period based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. For the commercial portfolio segment, the estimates for probability of default are primarily based on internal ratings assigned to each commercial borrower on a 13-point scale and historical observations of how those ratings migrate to a default over time in the context of macroeconomic conditions. For loans with available credit, the estimate of the expected balance at the time of default considers expected utilization rates, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. Refer to Note 1 for additional information about the Bancorp's processes for developing these models, estimating credit losses for periods beyond the reasonable and supportable forecast period and for estimating credit losses for individually evaluated loans.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table summarizes the credit risk profile of the Bancorp's commercial portfolio segment, by class and vintage:

As of December 31, 2020 ($ in millions)	Term Loans and Leases Amortized Cost Basis by Origination Year 2020	2019	2018	2017	2016	Prior	Revolving Loans Amortized Cost Basis	Revolving Loans Converted to Term Loans Amortized Cost Basis	Total
Commercial and industrial loans:									
Pass	$ 7,042	2,144	1,114	700	471	703	31,657	—	43,831
Special mention	66	46	167	46	5	21	2,317	—	2,668
Substandard	119	80	107	60	39	104	2,639	—	3,148
Doubtful	—	2	9	—	—	—	7	—	18
Total commercial and industrial loans	$ 7,227	2,272	1,397	806	515	828	36,620	—	49,665
Commercial mortgage owner-occupied loans:									
Pass	$ 1,047	655	416	288	249	420	1,025	—	4,100
Special mention	58	12	16	7	2	17	64	—	176
Substandard	211	17	33	7	13	30	88	—	399
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial mortgage owner-occupied loans	$ 1,316	684	465	302	264	467	1,177	—	4,675
Commercial mortgage nonowner-occupied loans:									
Pass	$ 902	679	548	247	223	341	1,626	—	4,566
Special mention	252	68	17	8	36	9	416	—	806
Substandard	149	3	49	14	2	25	301	—	543
Doubtful	12	—	—	—	—	—	—	—	12
Total commercial mortgage nonowner-occupied loans	$ 1,315	750	614	269	261	375	2,343	—	5,927
Commercial construction loans:									
Pass	$ 98	49	27	—	9	12	4,721	—	4,916
Special mention	67	—	—	—	—	—	591	—	658
Substandard	8	—	—	—	—	—	233	—	241
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial construction loans	$ 173	49	27	—	9	12	5,545	—	5,815
Commercial leases:									
Pass	$ 622	374	315	369	314	824	—	—	2,818
Special mention	5	16	5	—	—	—	—	—	26
Substandard	7	4	16	21	6	17	—	—	71
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial leases	$ 634	394	336	390	320	841	—	—	2,915
Total commercial loans and leases:									
Pass	$ 9,711	3,901	2,420	1,604	1,266	2,300	39,029	—	60,231
Special mention	448	142	205	61	43	47	3,388	—	4,334
Substandard	494	104	205	102	60	176	3,261	—	4,402
Doubtful	12	2	9	—	—	—	7	—	30
Total commercial loans and leases	$ 10,665	4,149	2,839	1,767	1,369	2,523	45,685	—	68,997

The following table summarizes the credit risk profile of the Bancorp's commercial portfolio segment, by class:

As of December 31, 2019 ($ in millions)	Pass	Special Mention	Substandard	Doubtful	Total
Commercial and industrial loans	$ 47,671	1,423	1,406	42	50,542
Commercial mortgage owner-occupied loans	4,421	162	293	4	4,880
Commercial mortgage nonowner-occupied loans	5,866	135	82	—	6,083
Commercial construction loans	4,963	52	75	—	5,090
Commercial leases	3,222	53	88	—	3,363
Total commercial loans and leases	$ 66,143	1,825	1,944	46	69,958

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Age Analysis of Past Due Commercial Loans and Leases

The following tables summarize the Bancorp's amortized cost basis in portfolio commercial loans and leases, by age and class:

As of December 31, 2020 ($ in millions)		Current Loans and Leases(a)	Past Due 30-89 Days(a)	Past Due 90 Days or More(a)	Past Due Total Past Due	Total Loans and Leases	90 Days Past Due and Still Accruing
Commercial loans and leases:							
Commercial and industrial loans	$	**49,421**	**119**	**125**	**244**	**49,665**	**39**
Commercial mortgage owner-occupied loans		**4,645**	**7**	**23**	**30**	**4,675**	**7**
Commercial mortgage nonowner-occupied loans		**5,860**	**31**	**36**	**67**	**5,927**	**1**
Commercial construction loans		**5,808**	**7**	**—**	**7**	**5,815**	**—**
Commercial leases		**2,906**	**7**	**2**	**9**	**2,915**	**1**
Total portfolio commercial loans and leases	$	**68,640**	**171**	**186**	**357**	**68,997**	**48**

(a) Includes accrual and nonaccrual loans and leases.

As of December 31, 2019 ($ in millions)		Current Loans and Leases(a)	Past Due 30-89 Days(a)	Past Due 90 Days or More(a)	Past Due Total Past Due	Total Loans and Leases	90 Days Past Due and Still Accruing
Commercial loans and leases:							
Commercial and industrial loans	$	50,305	133	104	237	50,542	11
Commercial mortgage owner-occupied loans		4,853	4	23	27	4,880	9
Commercial mortgage nonowner-occupied loans		6,072	5	6	11	6,083	6
Commercial construction loans		5,089	1	—	1	5,090	—
Commercial leases		3,338	11	14	25	3,363	—
Total portfolio commercial loans and leases	$	69,657	154	147	301	69,958	26

(a) Includes accrual and nonaccrual loans and leases.

Residential Mortgage and Consumer Portfolio Segments

For purposes of monitoring the credit quality and risk characteristics of its consumer portfolio segment, the Bancorp disaggregates the segment into the following classes: home equity, indirect secured consumer loans, credit card and other consumer loans. The Bancorp's residential mortgage portfolio segment is also a separate class.

The Bancorp considers repayment performance as the best indicator of credit quality for residential mortgage and consumer loans, which includes both the delinquency status and performing versus nonperforming status of the loans. The delinquency status of all residential mortgage and consumer loans and the performing versus nonperforming status is presented in the following table. Refer to the nonaccrual loans and leases section of Note 1 for additional delinquency and nonperforming information. Loans and leases which received payment deferrals or forbearances as part of the Bancorp's COVID-19 customer relief programs are generally not reported as delinquent during the forbearance or deferral period if the loan or lease was less than 30 days past due at March 1, 2020 (the effective date of the COVID-19 national emergency declaration) unless the loan or lease subsequently becomes delinquent according to its modified terms. Refer to Note 1 for additional information.

For collectively evaluated loans in the consumer and residential mortgage portfolio segments, the Bancorp's expected credit loss models primarily utilize the borrower's FICO score and delinquency history in combination with macroeconomic conditions when estimating the probability of default. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. The expected balance at the estimated date of default is also particularly significant for portfolio classes which generally have longer terms (such as residential mortgage loans and home equity) and portfolio classes containing a high concentration of loans with revolving privileges (such as credit card and home equity). The estimate of the expected balance at the time of default considers expected prepayment and utilization rates where applicable, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. Refer to Note 1 for additional information about the Bancorp's process for developing these models and its process for estimating credit losses for periods beyond the reasonable and supportable forecast period.

The following table presents a summary of the Bancorp's residential mortgage and consumer portfolio segments, by class and vintage, disaggregated by both age and performing versus nonperforming status:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2020 ($ in millions)	Term Loans Amortized Cost Basis by Origination Year 2020	2019	2018	2017	2016	Prior	Revolving Loans Amortized Cost Basis	Revolving Loans Converted to Term Loans Amortized Cost Basis	Total
Residential mortgage loans:									
Performing:									
Current(a)	$ 4,006	2,128	827	1,635	2,301	4,719	—	—	15,616
30-89 days past due	1	1	3	3	1	12	—	—	21
90 days or more past due	—	6	2	7	7	48	—	—	70
Total performing	4,007	2,135	832	1,645	2,309	4,779	—	—	15,707
Nonperforming	1	—	2	2	3	52	—	—	60
Total residential mortgage loans(b)	$ 4,008	2,135	834	1,647	2,312	4,831	—	—	15,767
Home equity:									
Performing:									
Current	$ 11	24	30	4	2	153	4,825	10	5,059
30-89 days past due	—	—	—	—	—	3	33	—	36
90 days or more past due	—	—	—	—	—	2	—	—	2
Total performing	11	24	30	4	2	158	4,858	10	5,097
Nonperforming	—	—	—	—	—	10	75	1	86
Total home equity	$ 11	24	30	4	2	168	4,933	11	5,183
Indirect secured consumer loans:									
Performing:									
Current	$ 6,626	3,752	1,678	860	372	214	—	—	13,502
30-89 days past due	25	41	31	17	7	4	—	—	125
90 days or more past due	1	2	3	2	1	1	—	—	10
Total performing	6,652	3,795	1,712	879	380	219	—	—	13,637
Nonperforming	1	5	4	3	2	1	—	—	16
Total indirect secured consumer loans	$ 6,653	3,800	1,716	882	382	220	—	—	13,653
Credit card:									
Performing:									
Current	$ —	—	—	—	—	—	1,914	—	1,914
30-89 days past due	—	—	—	—	—	—	30	—	30
90 days or more past due	—	—	—	—	—	—	31	—	31
Total performing	—	—	—	—	—	—	1,975	—	1,975
Nonperforming	—	—	—	—	—	—	32	—	32
Total credit card	$ —	—	—	—	—	—	2,007	—	2,007
Other consumer loans									
Performing:									
Current	$ 883	546	437	178	32	40	878	1	2,995
30-89 days past due	2	5	4	2	—	—	2	—	15
90 days or more past due	—	2	—	—	—	—	—	—	2
Total performing	885	553	441	180	32	40	880	1	3,012
Nonperforming	—	—	—	—	—	1	1	—	2
Total other consumer loans	$ 885	553	441	180	32	41	881	1	3,014
Total residential mortgage and consumer loans									
Performing:									
Current	$ 11,526	6,450	2,972	2,677	2,707	5,126	7,617	11	39,086
30-89 days past due	28	47	38	22	8	19	65	—	227
90 days or more past due	1	10	5	9	8	51	31	—	115
Total performing	11,555	6,507	3,015	2,708	2,723	5,196	7,713	11	39,428
Nonperforming	2	5	6	5	5	64	108	1	196
Total residential mortgage and consumer loans(b)	$ 11,557	6,512	3,021	2,713	2,728	5,260	7,821	12	39,624

(a) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of December 31, 2020, $103 of these loans were 30-89 days past due and $242 were 90 days or more past due. The Bancorp recognized $3 of losses during the year ended December 31, 2020 due to claim denials and curtailments associated with these insured or guaranteed loans.*

(b) *Excludes $161 of residential mortgage loans measured at fair value at December 31, 2020.*

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table presents a summary of the Bancorp's residential mortgage and consumer portfolio segments, by class, disaggregated into performing versus nonperforming status:

As of December 31, 2019 ($ in millions)	Performing	Nonperforming
Residential mortgage loans[(a)]	$ 16,450	91
Home equity	5,989	94
Indirect secured consumer loans	11,531	7
Credit card	2,505	27
Other consumer loans	2,721	2
Total residential mortgage and consumer loans[(a)]	$ 39,196	221

(a) *Excludes $183 of residential mortgage loans measured at fair value at December 31, 2019.*

Age Analysis of Past Due Consumer Loans

The following table summarizes the Bancorp's amortized cost basis of portfolio consumer loans, by age and class:

As of December 31, 2019 ($ in millions)	Current Loans and Leases[(b)(c)]	Past Due 30-89 Days[(c)]	Past Due 90 Days or More[(c)]	Past Due Total Past Due	Total Loans and Leases	90 Days Past Due and Still Accruing
Residential mortgage loans[(a)]	$ 16,372	27	142	169	16,541	50
Consumer loans:						
Home equity	5,965	61	57	118	6,083	1
Indirect secured consumer loans	11,389	132	17	149	11,538	10
Credit card	2,434	50	48	98	2,532	42
Other consumer loans	2,702	18	3	21	2,723	1
Total portfolio consumer loans[(a)]	$ 38,862	288	267	555	39,417	104

(a) *Excludes $183 of residential mortgage loans measured at fair value at December 31, 2019.*

(b) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of December 31, 2019, $94 of these loans were 30-89 days past due and $261 were 90 days or more past due. The Bancorp recognized $4 of losses during the year ended December 31, 2019 due to claim denials and curtailments associated with these insured or guaranteed loans.*

(c) *Includes accrual and nonaccrual loans.*

Collateral-Dependent Loans and Leases

The Bancorp considers a loan or lease to be collateral-dependent when the borrower is experiencing financial difficulty and repayment is expected to be provided substantially through the operation or sale of the collateral. When a loan or lease is collateral-dependent, its fair value is generally based on the fair value less cost to sell of the underlying collateral.

The following table presents the amortized cost basis of the Bancorp's collateral-dependent loans and leases, by portfolio class:

As of December 31, 2020 ($ in millions)	Amortized Cost Basis
Commercial loans and leases:	
Commercial and industrial loans	$ 810
Commercial mortgage owner-occupied loans	101
Commercial mortgage nonowner-occupied loans	82
Commercial construction loans	19
Commercial leases	6
Total commercial loans and leases	1,018
Residential mortgage loans	80
Consumer loans:	
Home equity	71
Indirect secured consumer loans	9
Other consumer loans	—
Total consumer loans	80
Total portfolio loans and leases	$ 1,178

Nonperforming Assets

Nonperforming assets include nonaccrual loans and leases for which ultimate collectability of the full amount of the principal and/or interest is uncertain; restructured loans which have not yet met the requirements to be returned to accrual status; certain restructured consumer and residential mortgage loans which are 90 days past due based on the restructured terms unless the loan is both well-secured and in the process of collection; and certain other assets, including OREO and other repossessed property.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table presents the amortized cost basis of the Bancorp's nonaccrual loans and leases, by class, and OREO and other repossessed property:

As of December 31, 2020 ($ in millions)	With an ALLL	No Related ALLL	Total	For the year ended December 31, 2020 Interest Income Recognized
Commercial loans and leases:				
Commercial and industrial loans	**$ 213**	**260**	**473**	**8**
Commercial mortgage owner-occupied loans	**20**	**60**	**80**	**—**
Commercial mortgage nonowner-occupied loans	**34**	**43**	**77**	**1**
Commercial construction loans	**1**	**—**	**1**	**—**
Commercial leases	**6**	**1**	**7**	**1**
Total nonaccrual portfolio commercial loans and leases	**274**	**364**	**638**	**10**
Residential mortgage loans	**11**	**49**	**60**	**28**
Consumer loans:				
Home equity	**55**	**31**	**86**	**9**
Indirect secured consumer loans	**8**	**8**	**16**	**—**
Credit card	**32**	**—**	**32**	**4**
Other consumer loans	**2**	**—**	**2**	**—**
Total nonaccrual portfolio consumer loans	**97**	**39**	**136**	**13**
Total nonaccrual portfolio loans and leases[(a)(b)]	**$ 382**	**452**	**834**	**51**
OREO and other repossessed property	**—**	**30**	**30**	**—**
Total nonperforming portfolio assets[(a)(b)]	**$ 382**	**482**	**864**	**51**

(a) Excludes $5 of nonaccrual loans held for sale and $1 of nonaccrual restructured loans held for sale.
(b) Includes $29 of nonaccrual government insured commercial loans whose repayments are insured by the SBA, of which $17 are restructured nonaccrual government insured commercial loans.

The following table presents the Bancorp's nonaccrual loans and leases, by class, and OREO and other repossessed property as of:

($ in millions)	December 31, 2019
Commercial loans and leases:	
Commercial and industrial loans	$ 338
Commercial mortgage owner-occupied loans	29
Commercial mortgage nonowner-occupied loans	1
Commercial construction loans	1
Commercial leases	28
Total nonaccrual portfolio commercial loans and leases	397
Residential mortgage loans	91
Consumer loans:	
Home equity	94
Indirect secured consumer loans	7
Credit card	27
Other consumer loans	2
Total nonaccrual portfolio consumer loans	130
Total nonaccrual portfolio loans and leases[(a)(b)]	$ 618
OREO and other repossessed property	62
Total nonperforming portfolio assets[(a)(b)]	$ 680

(a) Excludes $7 of nonaccrual loans and leases held for sale.
(b) Includes $16 of nonaccrual government insured commercial loans whose repayments are insured by the SBA, of which $11 are restructured nonaccrual government insured commercial loans.

The Bancorp's amortized cost basis of consumer mortgage loans secured by residential real estate properties for which formal foreclosure proceedings are in process according to local requirements of the applicable jurisdiction was $136 million and $212 million as of December 31, 2020 and 2019, respectively.

Troubled Debt Restructurings

A loan is accounted for as a TDR if the Bancorp, for economic or legal reasons related to the borrower's financial difficulties, grants a concession to the borrower that it would not otherwise consider. TDRs include concessions granted under reorganization, arrangement or other provisions of the Federal Bankruptcy Act. Within each of the Bancorp's loan classes, TDRs typically involve either a reduction of the stated interest rate of the loan, an extension of the loan's maturity date with a stated rate lower than the current market rate for a new loan with similar risk, or in limited circumstances, a reduction of the principal balance of the loan or the loan's accrued interest. Modifying the terms of a loan may result in an increase or decrease to the ALLL depending upon the terms modified, the method used to measure the ALLL for a loan prior to modification, the extent of collateral, and whether any charge-offs were recorded on the loan before or at the time of modification. Refer to the ALLL section of Note 1 for information on the Bancorp's ALLL methodology. Upon modification of a loan, the Bancorp measures the expected credit loss as either the difference between the amortized cost of the loan and the fair value of collateral less cost to sell or the difference between the estimated future cash flows expected to be collected on the modified loan, discounted at the original effective yield of the loan, and the carrying value of the loan. The resulting measurement may result in the need for minimal or no allowance regardless of which is used because it is probable that all cash flows will be collected under the modified terms of the loan. In addition, if the stated interest rate was increased in a TDR that is not collateral-dependent, the cash flows on the modified loan, using the pre-modification interest rate as the discount rate, often exceed the amortized cost basis of the loan. Conversely, upon a modification that reduces the stated interest rate on a loan that is not collateral-dependent, the Bancorp recognizes an increase to the ALLL. If a TDR involves a reduction of the principal balance of the loan or the loan's accrued interest, that amount is charged off to the ALLL. Loans discharged in a Chapter 7 bankruptcy and not reaffirmed by the borrower are treated as nonaccrual collateral-dependent loans with a charge-off recognized to reduce the carrying values of such loans to the fair value of the related collateral less costs to sell. Certain loan modifications which were made in response to the COVID-19 pandemic were not evaluated for classification as a TDR. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section of Note 1 for additional information.

The Bancorp had commitments to lend additional funds to borrowers whose terms have been modified in a TDR, consisting of line of credit and letter of credit commitments of $67 million and $72 million, respectively, as of December 31, 2020 compared with $41 million and $58 million, respectively, as of December 31, 2019.

The following tables provide a summary of portfolio loans and leases, by class, modified in a TDR by the Bancorp during the years ended December 31:

2020 ($ in millions)	Number of Loans Modified in a TDR During the Year[(a)]		Amortized Cost Basis of Loans Modified in a TDR During the Year	Increase (Decrease) to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:					
Commercial and industrial loans	**124**	**$**	**305**	**26**	**7**
Commercial mortgage owner-occupied loans	**43**		**58**	**(11)**	**—**
Commercial mortgage nonowner-occupied loans	**19**		**44**	**(2)**	**—**
Commercial construction loans	**3**		**21**	**1**	**—**
Residential mortgage loans	**424**		**58**	**1**	**—**
Consumer loans:					
Home equity	**147**		**7**	**(4)**	**—**
Indirect secured consumer loans	**70**		**—**	**—**	**—**
Credit card	**5,701**		**32**	**11**	**1**
Total portfolio loans	**6,531**	**$**	**525**	**22**	**8**

(a) Represents number of loans post-modification and excludes loans previously modified in a TDR.

2019 ($ in millions)[(a)(b)]	Number of Loans Modified in a TDR During the Year[(c)]		Recorded Investment in Loans Modified in a TDR During the Year	(Decrease) Increase to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:					
Commercial and industrial loans	97	$	223	(19)	5
Commercial mortgage owner-occupied loans	15		12	—	—
Commercial mortgage nonowner-occupied loans	1		—	—	—
Residential mortgage loans	722		101	1	—
Consumer loans:					
Home equity	80		4	—	—
Indirect secured consumer loans	100		—	—	—
Credit card	6,041		34	8	3
Total portfolio loans	7,056	$	374	(10)	8

(a) Excludes all loans acquired with deteriorated credit quality which were accounted for within a pool.
(b) Excludes loans classified as TDRs as a result of the Bancorp's conformance to OCC guidance with regard to non-reaffirmed loans included in Chapter 7 bankruptcy filings.
(c) Represents number of loans post-modification and excludes loans previously modified in a TDR.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2018 ($ in millions)[a]	Number of Loans Modified in a TDR During the Year[b]		Recorded Investment in Loans Modified in a TDR During the Year	Increase (Decrease) to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:					
Commercial and industrial loans	54	$	200	1	7
Commercial mortgage owner-occupied loans	6		3	(1)	—
Commercial mortgage nonowner-occupied loans	3		—	—	—
Residential mortgage loans	1,128		168	4	—
Consumer loans:					
Home equity	111		7	—	—
Indirect secured consumer loans	84		—	—	—
Credit card	7,483		37	9	2
Total portfolio loans	8,869	$	415	13	9

(a) Excludes all loans acquired with deteriorated credit quality which were accounted for within a pool.
(b) Represents number of loans post-modification and excludes loans previously modified in a TDR.

The Bancorp considers TDRs that become 90 days or more past due under the modified terms as subsequently defaulted. For commercial loans not subject to individual evaluation for an ALLL, the applicable commercial models are applied for purposes of determining the ALLL as well as qualitatively assessing whether those loans are reasonably expected to be further restructured prior to their maturity date and, if so, the impact such a restructuring would have on the remaining contractual life of the loans. When a residential mortgage, home equity, indirect secured consumer or other consumer loan that has been modified in a TDR subsequently defaults, the present value of expected cash flows used in the measurement of the expected credit loss is generally limited to the expected net proceeds from the sale of the loan's underlying collateral and any resulting collateral shortfall is reflected as a charge-off or an increase in ALLL. The Bancorp recognizes an ALLL for the entire balance of the credit card loans modified in a TDR that subsequently default.

The following tables provide a summary of TDRs that subsequently defaulted during the years ended December 31, 2020, 2019 and 2018 and were within 12 months of the restructuring date:

December 31, 2020 ($ in millions)[a]	Number of Contracts		Amortized Cost
Commercial loans:			
Commercial and industrial loans	**13**	**$**	**5**
Commercial mortgage owner-occupied loans	**8**		**3**
Commercial mortgage nonowner-occupied loans	**3**		**11**
Residential mortgage loans	**149**		**23**
Consumer loans:			
Home equity	**6**		**—**
Indirect secured consumer loans	**18**		**—**
Credit card	**260**		**1**
Total portfolio loans	**457**	**$**	**43**

(a) Excludes all loans held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.

December 31, 2019 ($ in millions)[a][b]	Number of Contracts		Recorded Investment
Commercial loans:			
Commercial and industrial loans	12	$	20
Commercial mortgage owner-occupied loans	4		1
Commercial mortgage nonowner-occupied loans	1		—
Residential mortgage loans	274		42
Consumer loans:			
Home equity	15		—
Credit card	655		3
Total portfolio loans	961	$	66

(a) Excludes all loans held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.
(b) Excludes loans classified as TDRs as a result of the Bancorp's conformance to OCC guidance with regard to non-reaffirmed loans included in Chapter 7 bankruptcy filings.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2018 ($ in millions)[(a)]	Number of Contracts		Recorded Investment
Commercial loans:			
Commercial and industrial loans	8	$	61
Commercial mortgage owner-occupied loans	2		—
Residential mortgage loans	225		35
Consumer loans:			
Home equity	10		—
Credit card	655		4
Total portfolio loans	900	$	100

(a) *Excludes all loans held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.*

8. Bank Premises and Equipment

The following table provides a summary of bank premises and equipment as of December 31:

($ in millions)	Estimated Useful Life		**2020**	2019
Land and improvements[(a)]		**$**	**636**	639
Buildings[(a)]	1 - 30 years		**1,612**	1,575
Equipment	2 - 20 years		**2,302**	2,126
Leasehold improvements	1 - 30 years		**467**	432
Construction in progress[(a)]			**108**	85
Bank premises and equipment held for sale:				
Land and improvements			**27**	8
Buildings			**8**	18
Equipment			**—**	1
Accumulated depreciation and amortization			**(3,072)**	(2,889)
Total bank premises and equipment		**$**	**2,088**	1,995

(a) *At December 31, 2020 and 2019, land and improvements, buildings and construction in progress included $46 and $51, respectively, associated with parcels of undeveloped land intended for future branch expansion.*

Depreciation and amortization expense related to bank premises and equipment, including amortization of finance lease ROU assets, was $256 million, $255 million and $238 million for the years ended December 31, 2020, 2019 and 2018, respectively.

The Bancorp monitors changing customer preferences associated with the channels it uses for banking transactions to evaluate the efficiency, competitiveness and quality of the customer service experience in its consumer distribution network. As part of this ongoing assessment, the Bancorp may determine that it is no longer fully committed to maintaining full-service branches at certain of its existing banking center locations. Similarly, the Bancorp may also determine that it is no longer fully committed to building banking centers on certain parcels of land which had previously been held for future branch expansion.

During the second quarter of 2018, the Bancorp adopted a plan to close approximately 100 to 125 branches over the next three years, exclusive of branches identified for closure as part of the MB Financial, Inc. acquisition. As of December 31, 2020, 102 branches have been closed under this plan. Additionally, the Bancorp has identified 36 branches that it expects to close in the first quarter of 2021 and seven in the second quarter of 2021.

As a result of the MB Financial, Inc. acquisition, the Bancorp identified 46 branches in the Chicago market that it planned to close. Of these locations, 45 were closed in the third quarter of 2019 and the final location was closed in the first quarter of 2020. These 46 branches were not part of the aforementioned plan and were in addition to the branch in the Chicago market that the Bancorp closed in November 2018. In addition, the Bancorp previously identified 11 other non-branch locations that it planned to sell that were acquired from MB Financial, Inc. These locations had a fair value, less cost to sell, of $15 million. Of these locations, eight have been sold as of December 31, 2020.

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. Impairment losses associated with such assessments and lower of cost or market adjustments were $30 million, $28 million and $45 million for the years ended December 31, 2020, 2019 and 2018, respectively. For the year ended December 31, 2019, impairment charges included $14 million associated with Fifth Third branches in the Chicago market that were assessed for impairment as a result of the MB Financial, Inc. acquisition. The recognized impairment losses were recorded in other noninterest income in the Consolidated Statements of Income.

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9. Operating Lease Equipment

Operating lease equipment was $777 million and $848 million at December 31, 2020 and 2019, respectively, net of accumulated depreciation of $290 million and $237 million at December 31, 2020 and 2019, respectively. The Bancorp recorded lease income of $156 million, $151 million and $84 million relating to lease payments for operating leases in leasing business revenue in the Consolidated Statements of Income for the years ended December 31, 2020, 2019 and 2018, respectively. Depreciation expense related to operating lease equipment was $126 million, $122 million and $73 million for the years ended December 31, 2020, 2019 and 2018, respectively. The Bancorp received payments of $161 million and $157 million related to operating leases during the years ended December 31, 2020 and 2019, respectively.

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. As a result of these recoverability assessments, the Bancorp recognized $7 million, $3 million and $4 million of impairment losses associated with operating lease assets for the years ended December 31, 2020, 2019 and 2018, respectively. The recognized impairment losses were recorded in leasing business revenue in the Consolidated Statements of Income.

The following table presents undiscounted future lease payments for operating leases for 2021 through 2025 and thereafter:

As of December 31, 2020 ($ in millions)	Undiscounted Cash Flows
2021	$ 143
2022	119
2023	91
2024	55
2025	34
Thereafter	51
Total operating lease payments	$ 493

10. Lease Obligations - Lessee

The Bancorp leases certain banking centers, ATM sites, land for owned buildings and equipment. The Bancorp's lease agreements typically do not contain any residual value guarantees or any material restrictive covenants.

The following table provides a summary of lease assets and lease liabilities as of December 31:

($ in millions)	Consolidated Balance Sheets Caption	**2020**	2019
Assets			
Operating lease right-of-use assets	Other assets	**$ 423**	473
Finance lease right-of-use assets	Bank premises and equipment	**129**	34
Total right-of-use assets[(a)]		**$ 552**	507
Liabilities			
Operating lease liabilities	Accrued taxes, interest and expenses	**$ 527**	555
Finance lease liabilities	Long-term debt	**130**	35
Total lease liabilities		**$ 657**	590

(a) Operating and finance lease right-of-use assets are recorded net of accumulated amortization of $152 and $29, respectively, as of December 31, 2020, and $75 and $27, respectively, as of December 31, 2019.

The following table presents the components of lease costs for the years ended December 31:

($ in millions)	Consolidated Statements of Income Caption	**2020**	2019
Lease costs:			
Amortization of ROU assets	Net occupancy and equipment expense	**$ 11**	6
Interest on lease liabilities	Interest on long-term debt	**3**	1
Total finance lease costs		**$ 14**	7
Operating lease cost	Net occupancy expense	**$ 110**	96
Short-term lease cost	Net occupancy expense	**1**	1
Variable lease cost	Net occupancy expense	**29**	30
Sublease income	Net occupancy expense	**(3)**	(3)
Total operating lease costs		**$ 137**	124
Total lease costs		**$ 151**	131

Gross occupancy expense for cancelable and noncancelable leases, which was included in net occupancy expense in the Consolidated Statements of Income, was $101 million for the year ended December 31, 2018.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The Bancorp performs impairment assessments for ROU assets when events or changes in circumstances indicate that their carrying values may not be recoverable. In addition to the lease costs disclosed in the table above, the Bancorp recognized $8 million and $15 million of impairment losses and termination charges for the ROU assets related to certain operating leases for the years ended December 31, 2020 and 2019, respectively. The recognized losses were recorded in net occupancy expense in the Consolidated Statements of Income.

The following table presents undiscounted cash flows for both operating leases and finance leases for 2021 through 2025 and thereafter as well as a reconciliation of the undiscounted cash flows to the total lease liabilities as follows:

As of December 31, 2020 ($ in millions)		Operating Leases	Finance Leases	Total
2021	$	86	18	104
2022		81	19	100
2023		74	16	90
2024		65	17	82
2025		58	10	68
Thereafter		246	78	324
Total undiscounted cash flows	$	610	158	768
Less: Difference between undiscounted cash flows and discounted cash flows		83	28	111
Present value of lease liabilities	$	527	130	657

The following table presents the weighted-average remaining lease term and weighted-average discount rate as of December 31:

	2020		2019
Weighted-average remaining lease term (years):			
Operating leases	**9.06**		9.48
Finance leases	**12.93**		14.17
Weighted-average discount rate:			
Operating leases	**3.05**	**%**	3.19
Finance leases	**2.39**		4.30

The following table presents information related to lease transactions for the years ended December 31:

($ in millions)		**2020**	2019
Cash paid for amounts included in the measurement of lease liabilities:(a)			
Operating cash flows from operating leases	**$**	**91**	97
Operating cash flows from finance leases		**3**	1
Financing cash flows from finance leases		**11**	5
Gains on sale and leaseback transactions		**3**	5

(a) The cash flows related to the short-term and variable lease payments are not included in the amounts in the table as they were not included in the measurement of lease liabilities.

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11. Goodwill

Business combinations entered into by the Bancorp typically result in the recognition of goodwill. Acquisition activity includes acquisitions in the respective period in addition to purchase accounting adjustments related to previous acquisitions. On March 22, 2019, the Bancorp completed its acquisition of MB Financial, Inc. In connection with the acquisition, the Bancorp recorded $1.8 billion of goodwill in 2019. During the first quarter of 2020, the Bancorp finalized the valuations for the assets acquired, liabilities assumed and noncontrolling interest recognized based on additional information available subsequent to the acquisition date. As a result, the Bancorp recognized additional goodwill of $9 million in connection with the acquisition of MB Financial, Inc. during the three months ended March 31, 2020.

The Bancorp completed its annual goodwill impairment test as of September 30, 2020 and the estimated fair values of the Commercial Banking, Branch Banking and Wealth and Asset Management reporting units exceeded their carrying amounts, including goodwill. The Bancorp performed a qualitative assessment of its goodwill as of December 31, 2020 in consideration of the overall economic impact of the COVID-19 pandemic as well as the uncertainties it has introduced. Based upon this assessment, the Bancorp concluded that it was not more likely than not that the fair values of its reporting units were less than their carrying amounts.

Changes in the net carrying amount of goodwill, by reporting unit, for the years ended December 31, 2020 and 2019 were as follows:

($ in millions)		Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Total
Goodwill	$	1,380	1,655	215	193	—	3,443
Accumulated impairment losses		(750)	—	(215)	—	—	(965)
Net carrying amount as of December 31, 2018	$	630	1,655	—	193	—	2,478
Acquisition activity		1,324	391	—	62	—	1,777
Sale of business		—	—	—	(3)	—	(3)
Net carrying amount as of December 31, 2019	**$**	**1,954**	**2,046**	**—**	**252**	**—**	**4,252**
Acquisition activity		**26**	**1**	**—**	**1**	**—**	**28**
Sale of business		**—**	**—**	**—**	**(22)**	**—**	**(22)**
Net carrying amount as of December 31, 2020	**$**	**1,980**	**2,047**	**—**	**231**	**—**	**4,258**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

12. Intangible Assets

Intangible assets consist of core deposit intangibles, customer relationships, operating leases, non-compete agreements, trade names and books of business. Intangible assets are amortized on either a straight-line or an accelerated basis over their estimated useful lives and, based on the type of intangible asset, the amortization expense may be recorded in either leasing business revenue or other noninterest expense in the Consolidated Statements of Income.

On March 22, 2019, the Bancorp completed its acquisition of MB Financial, Inc. In connection with the acquisition, the Bancorp recorded a $195 million core deposit intangible asset with a weighted-average amortization period of 7.2 years. Additionally, the Bancorp recorded a $24 million operating lease intangible asset with a weighted-average amortization period of 1.7 years. The fair values of these intangibles were finalized as of March 31, 2020.

The details of the Bancorp's intangible assets are shown in the following table:

($ in millions)	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
As of December 31, 2020			
Core deposit intangibles	**$ 229**	**(116)**	**113**
Customer relationships	**24**	**(5)**	**19**
Operating leases	**17**	**(12)**	**5**
Other	**3**	**(1)**	**2**
Total intangible assets	**$ 273**	**(134)**	**139**
As of December 31, 2019			
Core deposit intangibles	$ 229	(70)	159
Customer relationships	29	(6)	23
Operating leases	23	(9)	14
Non-compete agreements	13	(11)	2
Other	4	(1)	3
Total intangible assets	$ 298	(97)	201

As of December 31, 2020, all of the Bancorp's intangible assets were being amortized. Amortization expense recognized on intangible assets was $55 million, $54 million and $5 million for the years ended December 31, 2020, 2019 and 2018, respectively. The Bancorp's projections of amortization expense shown in the following table are based on existing asset balances as of December 31, 2020. Future amortization expense may vary from these projections.

Estimated amortization expense for the years ending December 31, 2021 through 2025 is as follows:

($ in millions)	Total
2021	$ 43
2022	33
2023	24
2024	16
2025	9

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

13. Variable Interest Entities

The Bancorp, in the normal course of business, engages in a variety of activities that involve VIEs, which are legal entities that lack sufficient equity at risk to finance their activities without additional subordinated financial support or the equity investors of the entities as a group lack any of the characteristics of a controlling interest. The Bancorp evaluates its interest in certain entities to determine if these entities meet the definition of a VIE and whether the Bancorp is the primary beneficiary and should consolidate the entity based on the variable interests it held both at inception and when there is a change in circumstances that requires a reconsideration. If the Bancorp is determined to be the primary beneficiary of a VIE, it must account for the VIE as a consolidated subsidiary. If the Bancorp is determined not to be the primary beneficiary of a VIE but holds a variable interest in the entity, such variable interests are accounted for under the equity method of accounting or other accounting standards as appropriate.

Consolidated VIEs

The Bancorp has consolidated VIEs related to certain automobile loan securitizations where it has determined that it is the primary beneficiary. The following table provides a summary of assets and liabilities carried on the Consolidated Balance Sheets for consolidated VIEs as of:

($ in millions)		**December 31, 2020**	December 31, 2019
Assets:			
Other short-term investments	**$**	**55**	74
Indirect secured consumer loans		**756**	1,354
ALLL		**(7)**	(7)
Other assets		**5**	8
Total assets	**$**	**809**	1,429
Liabilities:			
Other liabilities	**$**	**2**	2
Long-term debt		**656**	1,253
Total liabilities	**$**	**658**	1,255

In a securitization transaction that occurred in 2019, the Bancorp transferred approximately $1.43 billion in automobile loans to a bankruptcy remote trust which was deemed to be a VIE. This trust then subsequently issued approximately $1.37 billion of asset-backed notes, of which approximately $68 million were retained by the Bancorp. Refer to Note 18 for further information. The Bancorp also has previously completed securitization transactions in which the Bancorp transferred certain consumer automobile loans to bankruptcy remote trusts which were also deemed to be VIEs. In each of these securitization transactions, the primary purposes of the VIEs were to issue asset-backed securities with varying levels of credit subordination and payment priority, as well as residual interests, and to provide the Bancorp with access to liquidity for its originated loans. The Bancorp retained residual interests in the VIEs and, therefore, has an obligation to absorb losses and a right to receive benefits from the VIEs that could potentially be significant to the VIEs. In addition, the Bancorp retained servicing rights for the underlying loans and, therefore, holds the power to direct the activities of the VIEs that most significantly impact the economic performance of the VIEs. As a result, the Bancorp concluded that it is the primary beneficiary of the VIEs and has consolidated these VIEs. The assets of the VIEs are restricted to the settlement of the asset-backed securities and other obligations of the VIEs. The third party holders of the asset-backed notes do not have recourse to the general assets of the Bancorp.

The economic performance of the VIEs is most significantly impacted by the performance of the underlying loans. The principal risks to which the VIEs are exposed include credit risk and prepayment risk. The credit and prepayment risks are managed through credit enhancements in the form of reserve accounts, overcollateralization, excess interest on the loans and the subordination of certain classes of asset-backed securities to other classes.

Non-consolidated VIEs

The following tables provide a summary of assets and liabilities carried on the Consolidated Balance Sheets related to non-consolidated VIEs for which the Bancorp holds an interest, but is not the primary beneficiary of the VIE, as well as the Bancorp's maximum exposure to losses associated with its interests in the entities as of:

December 31, 2020 ($ in millions)		Total Assets	Total Liabilities	Maximum Exposure
CDC investments	**$**	**1,546**	**478**	**1,546**
Private equity investments		**117**	**—**	**200**
Loans provided to VIEs		**2,420**	**—**	**3,649**
Lease pool entities		**73**	**—**	**73**

December 31, 2019 ($ in millions)		Total Assets	Total Liabilities	Maximum Exposure
CDC investments	$	1,435	428	1,435
Private equity investments		89	—	164
Loans provided to VIEs		2,715	—	4,083
Lease pool entities		74	—	74

CDC investments

CDC, a wholly-owned indirect subsidiary of the Bancorp, was created to invest in projects to create affordable housing, revitalize business and residential areas and preserve historic landmarks. CDC generally co-invests with other unrelated companies and/or individuals and typically makes investments in a separate legal entity that owns the property under development. The entities are usually formed as limited partnerships and LLCs and CDC typically invests as a limited partner/investor member in the form of equity contributions. The economic performance of the VIEs is driven by the performance of their underlying investment projects as well as the VIEs' ability to operate in compliance with the rules and regulations necessary for the qualification of tax credits generated by equity investments. The Bancorp has determined that it is not the primary beneficiary of these VIEs because it lacks the power to direct the activities that most significantly impact the economic performance of the underlying project or the VIEs' ability to operate in compliance with the rules and regulations necessary for the qualification of tax credits generated by equity investments. This power is held by the managing members who exercise full and exclusive control of the operations of the VIEs. For information regarding the Bancorp's accounting for these investments, refer to Note 1.

The Bancorp's funding requirements are limited to its invested capital and any additional unfunded commitments for future equity contributions. The Bancorp's maximum exposure to loss as a result of its involvement with the VIEs is limited to the carrying amounts of the investments, including the unfunded commitments. The carrying amounts of these investments, which are included in other assets in the Consolidated Balance Sheets, and the liabilities related to the unfunded commitments, which are included in other liabilities in the Consolidated Balance Sheets, are included in the previous tables for all periods presented. The Bancorp has no other liquidity arrangements or obligations to purchase assets of the VIEs that would expose the Bancorp to a loss. In certain arrangements, the general partner/managing member of the VIE has guaranteed a level of projected tax credits to be received by the limited partners/investor members, thereby minimizing a portion of the Bancorp's risk.

At December 31, 2020 and 2019, the Bancorp's CDC investments included $1.3 billion and $1.2 billion, respectively, of investments in affordable housing tax credits recognized in other assets in the Consolidated Balance Sheets. The unfunded commitments related to these investments were $478 million and $428 million at December 31, 2020 and 2019, respectively. The unfunded commitments as of December 31, 2020 are expected to be funded from 2021 to 2036.

The Bancorp has accounted for all of its qualifying LIHTC investments using the proportional amortization method of accounting. The following table summarizes the impact to the Consolidated Statements of Income related to these investments for the years ended December 31:

($ in million)	Consolidated Statements of Income Caption[(a)]		**2020**	2019	2018
Proportional amortization	Applicable income tax expense	**$**	**150**	140	154
Tax credits and other benefits	Applicable income tax expense		**(175)**	(163)	(192)

(a) *The Bancorp did not recognize impairment losses resulting from the forfeiture or ineligibility of tax credits or other circumstances during the years ended December 31, 2020, 2019 and 2018.*

Private equity investments

The Bancorp invests as a limited partner in private equity investments which provide the Bancorp an opportunity to obtain higher rates of return on invested capital, while also creating cross selling opportunities for the Bancorp's commercial products. Each of the limited partnerships has an unrelated third-party general partner responsible for appointing the fund manager. The Bancorp has not been appointed fund manager for any of these private equity investments. The funds finance primarily all of their activities from the partners' capital contributions and investment returns. The Bancorp has determined that it is not the primary beneficiary of the funds because it does not have the obligation to absorb the funds' expected losses or the right to receive the funds' expected residual returns that could potentially be significant to the funds and lacks the power to direct the activities that most significantly impact the economic performance of the funds. The

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Bancorp, as a limited partner, does not have substantive participating or substantive kick-out rights over the general partner. Therefore, the Bancorp accounts for its investments in these limited partnerships under the equity method of accounting.

The Bancorp is exposed to losses arising from the negative performance of the underlying investments in the private equity investments. As a limited partner, the Bancorp's maximum exposure to loss is limited to the carrying amounts of the investments plus unfunded commitments. The carrying amounts of these investments, which are included in other assets in the Consolidated Balance Sheets, are presented in previous tables. Also, at December 31, 2020 and 2019, the Bancorp's unfunded commitment amounts to the private equity funds were $83 million and $75 million, respectively. As part of previous commitments, the Bancorp made capital contributions to private equity investments of $19 million and $12 million during the years ended December 31, 2020 and 2019, respectively. The Bancorp did not recognize OTTI associated with certain nonconforming investments affected by the Volcker Rule during the years ended December 31, 2020 and 2019 and recognized $8 million for the year ended December 31, 2018.

Loans provided to VIEs

The Bancorp has provided funding to certain unconsolidated VIEs sponsored by third parties. These VIEs are generally established to finance certain consumer and small business loans originated by third parties. The entities are primarily funded through the issuance of a loan from the Bancorp or a syndication through which the Bancorp is involved. The sponsor/administrator of the entities is responsible for servicing the underlying assets in the VIEs. Because the sponsor/administrator, not the Bancorp, holds the servicing responsibilities, which include the establishment and employment of default mitigation policies and procedures, the Bancorp does not hold the power to direct the activities that most significantly impact the economic performance of the entity and, therefore, is not the primary beneficiary.

The principal risk to which these entities are exposed is credit risk related to the underlying assets. The Bancorp's maximum exposure to loss is equal to the carrying amounts of the loans and unfunded commitments to the VIEs. The Bancorp's outstanding loans to these VIEs are included in commercial loans in Note 6. As of December 31, 2020 and 2019, the Bancorp's unfunded commitments to these entities were $1.2 billion and $1.4 billion, respectively. The loans and unfunded commitments to these VIEs are included in the Bancorp's overall analysis of the ALLL and reserve for unfunded commitments, respectively. The Bancorp does not provide any implicit or explicit liquidity guarantees or principal value guarantees to these VIEs.

Lease pool entities

The Bancorp is a co-investor with other unrelated leasing companies in three LLCs designed for the purpose of purchasing pools of residual interests in leases which have been originated or purchased by the other investing member. For each LLC, the leasing company is the managing member and has full authority over the day-to-day operations of the entity. While the Bancorp holds more than 50% of the equity interests in each LLC, the operating agreements require both members to consent to significant corporate actions, such as liquidating the entity or removing the manager. In addition, the Bancorp has a preference with regards to distributions such that all of the Bancorp's equity contribution for each pool must be distributed, plus a pre-defined rate of return, before the other member may receive distributions. The leasing company is also entitled to the return of its investment plus a pre-defined rate of return before any residual profits are distributed to the members.

The lease pool entities are primarily subject to risk of losses on the lease residuals purchased. The Bancorp has determined that it is not the primary beneficiary of these VIEs because it does not have the power to direct the activities that most significantly impact the economic performance of the entities. This power is held by the leasing company, who as managing member controls the servicing of the leases and collection of the proceeds on the residual interests.

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14. Sales of Receivables and Servicing Rights

Residential Mortgage Loan Sales

The Bancorp sold fixed and adjustable-rate residential mortgage loans during the years ended December 31, 2020, 2019 and 2018. In those sales, the Bancorp obtained servicing responsibilities and provided certain standard representations and warranties, however the investors have no recourse to the Bancorp's other assets for failure of debtors to pay when due. The Bancorp receives servicing fees based on a percentage of the outstanding balance. The Bancorp identifies classes of servicing assets based on financial asset type and interest rates.

Information related to residential mortgage loan sales and the Bancorp's mortgage banking activity, which is included in mortgage banking net revenue in the Consolidated Statements of Income, for the years ended December 31 is as follows:

($ in millions)		2020	2019	2018
Residential mortgage loan sales[(a)]	$	**11,827**	7,781	5,078
Origination fees and gains on loan sales		**315**	175	100
Gross mortgage servicing fees		**263**	267	216

(a) Represents the unpaid principal balance at the time of the sale.

Servicing Rights

The Bancorp measures all of its servicing rights at fair value with changes in fair value reported in mortgage banking net revenue in the Consolidated Statements of Income.

The following table presents changes in the servicing rights related to residential mortgage loans for the years ended December 31:

($ in millions)		2020	2019
Balance, beginning of period	$	**993**	938
Servicing rights originated		**184**	142
Servicing rights purchased		**44**	26
Servicing rights obtained in acquisition		**—**	263
Changes in fair value:			
Due to changes in inputs or assumptions[(a)]		**(311)**	(203)
Other changes in fair value[(b)]		**(254)**	(173)
Balance, end of period	$	**656**	993

(a) Primarily reflects changes in prepayment speed and OAS assumptions which are updated based on market interest rates.
(b) Primarily reflects changes due to collection of contractual cash flows and the passage of time.

The Bancorp maintains a non-qualifying hedging strategy to manage a portion of the risk associated with changes in the value of the MSR portfolio. This strategy may include the purchase of free-standing derivatives and various available-for-sale debt and trading debt securities. The interest income, mark-to-market adjustments and gain or loss from sale activities associated with these portfolios are expected to economically hedge a portion of the change in value of the MSR portfolio caused by fluctuating OAS, earnings rates and prepayment speeds. The fair value of the servicing asset is based on the present value of expected future cash flows.

The following table presents activity related to valuations of the MSR portfolio and the impact of the non-qualifying hedging strategy for the years ended December 31:

($ in millions)		2020	2019	2018
Securities gains (losses), net -non-qualifying hedges on MSRs	$	**2**	3	(15)
Changes in fair value and settlement of free-standing derivatives purchased to economically hedge the MSR portfolio[(a)]		**307**	221	(21)
MSR fair value adjustment due to changes in inputs or assumptions[(a)]		**(311)**	(203)	42

(a) Included in mortgage banking net revenue in the Consolidated Statements of Income.

The key economic assumptions used in measuring the interests in residential mortgage loans that continued to be held by the Bancorp at the date of sale, securitization, or purchase resulting from transactions completed during the years ended December 31 were as follows:

		2020			2019		
	Rate	Weighted-Average Life (in years)	Prepayment Speed (annual)	OAS (bps)	Weighted-Average Life (in years)	Prepayment Speed (annual)	OAS (bps)
Residential mortgage loans:							
Servicing rights	Fixed	**5.9**	**12.1 %**	**727**	5.9	12.6 %	530
Servicing rights	Adjustable	**3.8**	**18.3 %**	**681**	—	—	—

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Based on historical credit experience, expected credit losses for residential mortgage loan servicing rights have been deemed immaterial, as the Bancorp sold the majority of the underlying loans without recourse. At December 31, 2020 and 2019, the Bancorp serviced $68.8 billion and $80.7 billion, respectively, of residential mortgage loans for other investors. The value of MSRs that continue to be held by the Bancorp is subject to credit, prepayment and interest rate risks on the sold financial assets.

At December 31, 2020, the sensitivity of the current fair value of residual cash flows to immediate 10%, 20% and 50% adverse changes in prepayment speed assumptions and immediate 10% and 20% adverse changes in OAS are as follows:

				Prepayment Speed Assumption				OAS Assumption		
					Impact of Adverse Change on Fair Value				Impact of Adverse Change on Fair Value	
($ in millions)[a]	Rate	Fair Value	Weighted-Average Life (in years)	Rate	10%	20%	50%	OAS (bps)	10%	20%
Residential mortgage loans:										
Servicing rights	Fixed	$ 649	4.2	17.8 %	$ (21)	(41)	(91)	723	$ (16)	(30)
Servicing rights	Adjustable	7	3.5	22.6	(1)	(1)	(2)	950	—	—

(a) The impact of the weighted-average default rate on the current fair value of residual cash flows for all scenarios is immaterial.

These sensitivities are hypothetical and should be used with caution. As the figures indicate, changes in fair value based on these variations in the assumptions typically cannot be extrapolated because the relationship of the change in assumption to the change in fair value may not be linear. The Bancorp believes variations of these levels are reasonably possible; however, there is the potential that adverse changes in key assumptions could be even greater. Also, in the previous table, the effect of a variation in a particular assumption on the fair value of the interests that continue to be held by the Bancorp is calculated without changing any other assumption; in reality, changes in one factor may result in changes in another (for example, increases in market interest rates may result in lower prepayments), which might magnify or counteract these sensitivities.

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15. Derivative Financial Instruments

The Bancorp maintains an overall risk management strategy that incorporates the use of derivative instruments to reduce certain risks related to interest rate, prepayment and foreign currency volatility. Additionally, the Bancorp holds derivative instruments for the benefit of its commercial customers and for other business purposes. The Bancorp does not enter into unhedged speculative derivative positions.

The Bancorp's interest rate risk management strategy involves modifying the repricing characteristics of certain financial instruments so that changes in interest rates do not adversely affect the Bancorp's net interest margin and cash flows. Derivative instruments that the Bancorp may use as part of its interest rate risk management strategy include interest rate swaps, interest rate floors, interest rate caps, forward contracts, forward starting interest rate swaps, options, swaptions and TBA securities. Interest rate swap contracts are exchanges of interest payments, such as fixed-rate payments for floating-rate payments, based on a stated notional amount and maturity date. Interest rate floors protect against declining rates, while interest rate caps protect against rising interest rates. Forward contracts are contracts in which the buyer agrees to purchase, and the seller agrees to make delivery of, a specific financial instrument at a predetermined price or yield. Options provide the purchaser with the right, but not the obligation, to purchase or sell a contracted item during a specified period at an agreed upon price. Swaptions are financial instruments granting the owner the right, but not the obligation, to enter into or cancel a swap.

Prepayment volatility arises mostly from changes in fair value of the largely fixed-rate MSR portfolio, mortgage loans and mortgage-backed securities. The Bancorp may enter into various free-standing derivatives (principal-only swaps, interest rate swaptions, interest rate floors, mortgage options, TBA securities and interest rate swaps) to economically hedge prepayment volatility. Principal-only swaps are total return swaps based on changes in the value of the underlying mortgage principal-only trust. TBA securities are a forward purchase agreement for a mortgage-backed securities trade whereby the terms of the security are undefined at the time the trade is made.

Foreign currency volatility occurs as the Bancorp enters into certain loans denominated in foreign currencies. Derivative instruments that the Bancorp may use to economically hedge these foreign denominated loans include foreign exchange swaps and forward contracts.

The Bancorp also enters into derivative contracts (including foreign exchange contracts, commodity contracts and interest rate contracts) for the benefit of commercial customers and other business purposes. The Bancorp economically hedges significant exposures related to these free-standing derivatives by entering into offsetting third-party contracts with approved, reputable and independent counterparties with substantially matching terms and currencies. Credit risk arises from the possible inability of counterparties to meet the terms of their contracts. The Bancorp's exposure is limited to the replacement value of the contracts rather than the notional, principal or contract amounts. Credit risk is minimized through credit approvals, limits, counterparty collateral and monitoring procedures.

The fair value of derivative instruments is presented on a gross basis, even when the derivative instruments are subject to master netting arrangements. Derivative instruments with a positive fair value are reported in other assets in the Consolidated Balance Sheets while derivative instruments with a negative fair value are reported in other liabilities in the Consolidated Balance Sheets. Cash collateral payables and receivables associated with the derivative instruments are not added to or netted against the fair value amounts with the exception of certain variation margin payments that are considered legal settlements of the derivative contracts. For derivative contracts cleared through certain central clearing parties who have modified their rules to treat variation margin payments as settlements, the variation margin payments are applied to net the fair value of the respective derivative contracts.

The Bancorp's derivative assets include certain contractual features in which the Bancorp requires the counterparties to provide collateral in the form of cash and securities to offset changes in the fair value of the derivatives, including changes in the fair value due to credit risk of the counterparty. As of December 31, 2020 and 2019, the balance of collateral held by the Bancorp for derivative assets was $1.0 billion and $894 million, respectively. For derivative contracts cleared through certain central clearing parties whose rules treat variation margin payments as settlement of the derivative contract, the payments for variation margin of $1.1 billion and $623 million were applied to reduce the respective derivative contracts and were also not included in the total amount of collateral held as of December 31, 2020 and 2019, respectively. The credit component negatively impacting the fair value of derivative assets associated with customer accommodation contracts was $42 million and $17 million as of December 31, 2020 and 2019, respectively.

In measuring the fair value of derivative liabilities, the Bancorp considers its own credit risk, taking into consideration collateral maintenance requirements of certain derivative counterparties and the duration of instruments with counterparties that do not require collateral maintenance. When necessary, the Bancorp posts collateral primarily in the form of cash and securities to offset changes in fair value of the derivatives, including changes in fair value due to the Bancorp's credit risk. As of December 31, 2020 and 2019, the balance of collateral posted by the Bancorp for derivative liabilities was $463 million and $347 million, respectively. Additionally, $1.1 billion and $488 million of variation margin payments were applied to the respective derivative contracts to reduce the Bancorp's derivative liabilities as of December 31, 2020 and 2019, respectively, and were also not included in the total amount of collateral posted. Certain of the Bancorp's derivative liabilities contain credit-risk related contingent features that could result in the requirement to post additional collateral upon the occurrence of specified events. As of December 31, 2020 and 2019, the fair value of the additional collateral that could be required to be posted as a result of the credit-risk related contingent features being triggered was immaterial to the Bancorp's Consolidated Financial Statements. The posting of collateral has been determined to remove the need for further consideration of credit risk. As a result, the Bancorp determined that the impact of the Bancorp's credit risk to the valuation of its derivative liabilities was immaterial to the Bancorp's Consolidated Financial Statements.

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The Bancorp holds certain derivative instruments that qualify for hedge accounting treatment and are designated as either fair value hedges or cash flow hedges. Derivative instruments that do not qualify for hedge accounting treatment, or for which hedge accounting is not established, are held as free-standing derivatives. All customer accommodation derivatives are held as free-standing derivatives.

The following tables reflect the notional amounts and fair values for all derivative instruments included in the Consolidated Balance Sheets as of:

		Fair Value	
December 31, 2020 ($ in millions)	Notional Amount	Derivative Assets	Derivative Liabilities
Derivatives Designated as Qualifying Hedging Instruments			
Fair value hedges:			
Interest rate swaps related to long-term debt	$ **1,955**	**528**	**—**
Total fair value hedges		**528**	**—**
Cash flow hedges:			
Interest rate floors related to C&I loans	**3,000**	**244**	**—**
Interest rate swaps related to C&I loans	**8,000**	**16**	**2**
Total cash flow hedges		**260**	**2**
Total derivatives designated as qualifying hedging instruments		**788**	**2**
Derivatives Not Designated as Qualifying Hedging Instruments			
Free-standing derivatives - risk management and other business purposes:			
Interest rate contracts related to MSR portfolio	**6,910**	**202**	**1**
Forward contracts related to residential mortgage loans held for sale	**2,903**	**1**	**16**
Swap associated with the sale of Visa, Inc. Class B Shares	**3,588**	**—**	**201**
Foreign exchange contracts	**204**	**—**	**3**
Interest rate contracts for collateral management	**12,000**	**3**	**1**
Interest rate contracts for LIBOR transition	**2,372**	**—**	**—**
Total free-standing derivatives - risk management and other business purposes		**206**	**222**
Free-standing derivatives - customer accommodation:			
Interest rate contracts[(a)]	**77,806**	**1,238**	**265**
Interest rate lock commitments	**1,830**	**57**	**—**
Commodity contracts	**7,762**	**375**	**359**
Foreign exchange contracts	**14,587**	**255**	**224**
Total free-standing derivatives - customer accommodation		**1,925**	**848**
Total derivatives not designated as qualifying hedging instruments		**2,131**	**1,070**
Total		$ **2,919**	**1,072**

(a) *Derivative assets and liabilities are presented net of variation margin of $47 and $1,063, respectively.*

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2019 ($ in millions)	Notional Amount	Fair Value Derivative Assets	Fair Value Derivative Liabilities
Derivatives Designated as Qualifying Hedging Instruments			
Fair value hedges:			
Interest rate swaps related to long-term debt	$ 2,705	393	—
Total fair value hedges		393	—
Cash flow hedges:			
Interest rate floors related to C&I loans	3,000	115	—
Interest rate swaps related to C&I loans	8,000	—	2
Total cash flow hedges		115	2
Total derivatives designated as qualifying hedging instruments		508	2
Derivatives Not Designated as Qualifying Hedging Instruments			
Free-standing derivatives - risk management and other business purposes:			
Interest rate contracts related to MSR portfolio	6,420	131	2
Forward contracts related to residential mortgage loans held for sale	2,901	1	5
Swap associated with the sale of Visa, Inc. Class B Shares	3,082	—	163
Foreign exchange contracts	195	—	5
Total free-standing derivatives - risk management and other business purposes		132	175
Free-standing derivatives - customer accommodation:			
Interest rate contracts[(a)]	73,327	579	148
Interest rate lock commitments	907	18	—
Commodity contracts	8,525	271	270
TBA securities	50	—	—
Foreign exchange contracts	14,144	165	146
Total free-standing derivatives - customer accommodation		1,033	564
Total derivatives not designated as qualifying hedging instruments		1,165	739
Total		$ 1,673	741

(a) Derivative assets and liabilities are presented net of variation margin of $40 and $493, respectively.

Fair Value Hedges

The Bancorp may enter into interest rate swaps to convert its fixed-rate funding to floating-rate. Decisions to convert fixed-rate funding to floating are made primarily through consideration of the asset/liability mix of the Bancorp, the desired asset/liability sensitivity and interest rate levels. As of December 31, 2020, certain interest rate swaps met the criteria required to qualify for the shortcut method of accounting that permits the assumption of perfect offset. For all designated fair value hedges of interest rate risk as of December 31, 2020 that were not accounted for under the shortcut method of accounting, the Bancorp performed an assessment of hedge effectiveness using regression analysis with changes in the fair value of the derivative instrument and changes in the fair value of the hedged asset or liability attributable to the hedged risk recorded in the same income statement line in current period net income.

The following table reflects the change in fair value of interest rate contracts, designated as fair value hedges, as well as the change in fair value of the related hedged items attributable to the risk being hedged, included in the Consolidated Statements of Income:

For the years ended December 31 ($ in millions)	Consolidated Statements of Income Caption	**2020**	2019	2018
Change in fair value of interest rate swaps hedging long-term debt	Interest on long-term debt	**$ 134**	152	(36)
Change in fair value of hedged long-term debt attributable to the risk being hedged	Interest on long-term debt	**(133)**	(147)	41

The following amounts were recorded in the Consolidated Balance Sheets related to cumulative basis adjustments for fair value hedges as of December 31:

($ in millions)	Consolidated Balance Sheets Caption	**2020**	2019
Carrying amount of the hedged items	Long-term debt	**$ 2,478**	3,093
Cumulative amount of fair value hedging adjustments included in the carrying amount of the hedged items	Long-term debt	**534**	402

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Cash Flow Hedges

The Bancorp may enter into interest rate swaps to convert floating-rate assets and liabilities to fixed rates or to hedge certain forecasted transactions for the variability in cash flows attributable to the contractually specified interest rate. The assets or liabilities may be grouped in circumstances where they share the same risk exposure that the Bancorp desires to hedge. The Bancorp may also enter into interest rate caps and floors to limit cash flow variability of floating rate assets and liabilities. As of December 31, 2020, all hedges designated as cash flow hedges were assessed for effectiveness using regression analysis. The entire change in the fair value of the interest rate swap included in the assessment of hedge effectiveness is recorded in AOCI and reclassified from AOCI to current period earnings when the hedged item affects earnings. As of December 31, 2020, the maximum length of time over which the Bancorp is hedging its exposure to the variability in future cash flows is 48 months.

Reclassified gains and losses on interest rate contracts related to commercial and industrial loans are recorded within interest income in the Consolidated Statements of Income. As of December 31, 2020 and 2019, $718 million and $422 million, respectively, of net deferred gains, net of tax, on cash flow hedges were recorded in AOCI in the Consolidated Balance Sheets. As of December 31, 2020, $226 million in net unrealized gains, net of tax, recorded in AOCI are expected to be reclassified into earnings during the next 12 months. This amount could differ from amounts actually recognized due to changes in interest rates, hedge de-designations or the addition of other hedges subsequent to December 31, 2020.

During both the years ended December 31, 2020 and 2019, there were no gains or losses reclassified from AOCI into earnings associated with the discontinuance of cash flow hedges because it was probable that the original forecasted transaction would no longer occur by the end of the originally specified time period or within the additional period of time as defined by U.S. GAAP.

The following table presents the pre-tax net gains (losses) recorded in the Consolidated Statements of Income and in the Consolidated Statements of Comprehensive Income relating to derivative instruments designated as cash flow hedges:

For the years ended December 31 ($ in millions)		**2020**	2019	2018
Amount of pre-tax net gains recognized in OCI	**$**	**611**	348	214
Amount of pre-tax net gains (losses) reclassified from OCI into net income		**237**	16	(2)

Free-Standing Derivative Instruments – Risk Management and Other Business Purposes

As part of its overall risk management strategy relative to its mortgage banking activity, the Bancorp may enter into various free-standing derivatives (principal-only swaps, interest rate swaptions, interest rate floors, mortgage options, TBA securities and interest rate swaps) to economically hedge changes in fair value of its largely fixed-rate MSR portfolio. Principal-only swaps hedge the spread between mortgage rates and LIBOR because these swaps appreciate in value as a result of tightening spreads. Principal-only swaps also provide prepayment protection by increasing in value when prepayment speeds increase, as opposed to MSRs that lose value in a faster prepayment environment. Receive fixed/pay floating interest rate swaps and swaptions increase in value when interest rates do not increase as quickly as expected.

The Bancorp enters into forward contracts and mortgage options to economically hedge the change in fair value of certain residential mortgage loans held for sale due to changes in interest rates. IRLCs issued on residential mortgage loan commitments that will be held for sale are also considered free-standing derivative instruments and the interest rate exposure on these commitments is economically hedged primarily with forward contracts. Revaluation gains and losses from free-standing derivatives related to mortgage banking activity are recorded as a component of mortgage banking net revenue in the Consolidated Statements of Income.

In conjunction with the sale of Visa, Inc. Class B Shares in 2009, the Bancorp entered into a total return swap in which the Bancorp will make or receive payments based on subsequent changes in the conversion rate of the Class B Shares into Class A Shares. This total return swap is accounted for as a free-standing derivative. Refer to Note 29 for further discussion of significant inputs and assumptions used in the valuation of this instrument.

The Bancorp entered into certain interest rate swap contracts for the purpose of managing its collateral positions across two central clearing parties. These interest rate swaps were perfectly offsetting positions that allowed the Bancorp to lower the cash posted as required initial margin at the central clearing parties, which reduced its credit exposure to the central clearing parties. Given that all relevant terms for these interest rate swaps are offsetting, these trades create no additional market risk for the Bancorp.

As part of the LIBOR to SOFR transition, the Bancorp received certain interest rate swap contracts from the two central clearing parties that are moving from an Effective Federal Funds Rate discounting curve to a SOFR discounting curve. The purpose of these interest rate swaps was to neutralize the impact on collateral requirements due to the change in discounting curves implemented by the central clearing parties.

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The net gains (losses) recorded in the Consolidated Statements of Income relating to free-standing derivative instruments used for risk management and other business purposes are summarized in the following table:

For the years ended December 31 ($ in millions)	Consolidated Statements of Income Caption		2020	2019	2018
Interest rate contracts:					
Forward contracts related to residential mortgage loans held for sale	Mortgage banking net revenue	$	**(12)**	4	(8)
Interest rate contracts related to MSR portfolio	Mortgage banking net revenue		**307**	221	(21)
Foreign exchange contracts:					
Foreign exchange contracts for risk management purposes	Other noninterest income		**(3)**	(7)	10
Equity contracts:					
Swap associated with sale of Visa, Inc. Class B Shares	Other noninterest income		**(103)**	(107)	(59)

Free-Standing Derivative Instruments – Customer Accommodation

The majority of the free-standing derivative instruments the Bancorp enters into are for the benefit of its commercial customers. These derivative contracts are not designated against specific assets or liabilities on the Consolidated Balance Sheets or to forecasted transactions and, therefore, do not qualify for hedge accounting. These instruments include foreign exchange derivative contracts entered into for the benefit of commercial customers involved in international trade to hedge their exposure to foreign currency fluctuations and commodity contracts to hedge such items as natural gas and various other derivative contracts. The Bancorp may economically hedge significant exposures related to these derivative contracts entered into for the benefit of customers by entering into offsetting contracts with approved, reputable, independent counterparties with substantially matching terms. The Bancorp hedges its interest rate exposure on commercial customer transactions by executing offsetting swap agreements with primary dealers. Revaluation gains and losses on interest rate, foreign exchange, commodity and other commercial customer derivative contracts are recorded as a component of commercial banking revenue or other noninterest income in the Consolidated Statements of Income.

The Bancorp enters into risk participation agreements, under which the Bancorp assumes credit exposure relating to certain underlying interest rate derivative contracts. The Bancorp only enters into these risk participation agreements in instances in which the Bancorp has participated in the loan that the underlying interest rate derivative contract was designed to hedge. The Bancorp will make payments under these agreements if a customer defaults on its obligation to perform under the terms of the underlying interest rate derivative contract. As of December 31, 2020 and 2019, the total notional amount of the risk participation agreements was $3.4 billion and $3.9 billion, respectively, and the fair value was a liability of $8 million at both December 31, 2020 and 2019 which is included in other liabilities in the Consolidated Balance Sheets. As of December 31, 2020, the risk participation agreements had a weighted-average remaining life of 3.5 years.

The Bancorp's maximum exposure in the risk participation agreements is contingent on the fair value of the underlying interest rate derivative contracts in an asset position at the time of default. The Bancorp monitors the credit risk associated with the underlying customers in the risk participation agreements through the same risk grading system currently utilized for establishing loss reserves in its loan and lease portfolio.

Risk ratings of the notional amount of risk participation agreements under this risk rating system are summarized in the following table as of December 31:

($ in millions)		2020	2019
Pass	$	**3,231**	3,841
Special mention		**113**	86
Substandard		**52**	16
Total	$	**3,396**	3,943

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The net gains (losses) recorded in the Consolidated Statements of Income relating to free-standing derivative instruments used for customer accommodation are summarized in the following table:

For the years ended December 31 ($ in millions)	Consolidated Statements of Income Caption		2020	2019	2018
Interest rate contracts:					
Interest rate contracts for customers (contract revenue)	Commercial banking revenue	$	**36**	40	32
Interest rate contracts for customers (credit portion of fair value adjustment)	Other noninterest expense		**(22)**	(15)	—
Interest rate lock commitments	Mortgage banking net revenue		**271**	144	70
Commodity contracts:					
Commodity contracts for customers (contract revenue)	Commercial banking revenue		**15**	8	9
Commodity contracts for customers (credit losses)	Other noninterest expense		**(1)**	—	—
Commodity contracts for customers (credit portion of fair value adjustment)	Other noninterest expense		**(2)**	1	(1)
Foreign exchange contracts:					
Foreign exchange contracts for customers (contract revenue)	Commercial banking revenue		**55**	49	55
Foreign exchange contracts for customers (contract revenue)	Other noninterest expense		**(11)**	12	14
Foreign exchange contracts for customers (credit portion of fair value adjustment)	Other noninterest expense		**(1)**	—	1

Offsetting Derivative Financial Instruments

The Bancorp's derivative transactions are generally governed by ISDA Master Agreements and similar arrangements, which include provisions governing the setoff of assets and liabilities between the parties. When the Bancorp has more than one outstanding derivative transaction with a single counterparty, the setoff provisions contained within these agreements generally allow the non-defaulting party the right to reduce its liability to the defaulting party by amounts eligible for setoff, including the collateral received as well as eligible offsetting transactions with that counterparty, irrespective of the currency, place of payment or booking office. The Bancorp's policy is to present its derivative assets and derivative liabilities on the Consolidated Balance Sheets on a gross basis, even when provisions allowing for setoff are in place. However, for derivative contracts cleared through certain central clearing parties who have modified their rules to treat variation margin payments as settlements, the fair value of the respective derivative contracts is reported net of the variation margin payments.

Collateral amounts included in the tables below consist primarily of cash and highly-rated government-backed securities and do not include variation margin payments for derivative contracts with legal rights of setoff for both periods shown.

The following tables provide a summary of offsetting derivative financial instruments:

As of December 31, 2020 ($ in millions)		Gross Amount Recognized in the Consolidated Balance Sheets[(a)]	Gross Amounts Not Offset in the Consolidated Balance Sheets: Derivatives	Gross Amounts Not Offset in the Consolidated Balance Sheets: Collateral[(b)]	Net Amount
Assets:					
Derivatives	$	**2,862**	**(621)**	**(755)**	**1,486**
Total assets		**2,862**	**(621)**	**(755)**	**1,486**
Liabilities:					
Derivatives		**1,072**	**(621)**	**(221)**	**230**
Total liabilities	$	**1,072**	**(621)**	**(221)**	**230**

(a) Amount does not include IRLCs because these instruments are not subject to master netting or similar arrangements.
(b) Amount of collateral received as an offset to asset positions or pledged as an offset to liability positions. Collateral values in excess of related derivative amounts recognized in the Consolidated Balance Sheets were excluded from this table.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of December 31, 2019 ($ in millions)		Gross Amount Recognized in the Consolidated Balance Sheets(a)	Gross Amounts Not Offset in the Consolidated Balance Sheets: Derivatives	Gross Amounts Not Offset in the Consolidated Balance Sheets: Collateral(b)	Net Amount
Assets:					
Derivatives	$	1,655	(417)	(504)	734
Total assets		1,655	(417)	(504)	734
Liabilities:					
Derivatives		741	(417)	(97)	227
Total liabilities	$	741	(417)	(97)	227

(a) Amount does not include IRLCs because these instruments are not subject to master netting or similar arrangements.
(b) Amount of collateral received as an offset to asset positions or pledged as an offset to liability positions. Collateral values in excess of related derivative amounts recognized in the Consolidated Balance Sheets were excluded from this table.

16. Other Assets

The following table provides the components of other assets included in the Consolidated Balance Sheets as of December 31:

($ in millions)		**2020**	2019
Derivative instruments	**$**	**2,919**	1,673
Accounts receivable and drafts-in-process		**2,121**	2,278
Bank owned life insurance		**2,003**	1,960
Partnership investments		**1,872**	1,729
Accrued interest and fees receivable		**486**	424
Operating lease right-of-use assets		**423**	473
Worldpay, Inc. TRA receivable		**321**	345
Income tax receivable		**166**	32
Prepaid expenses		**129**	101
OREO and other repossessed property		**30**	64
Other		**279**	111
Total other assets	**$**	**10,749**	9,190

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

17. Short-Term Borrowings

Borrowings with original maturities of one year or less are classified as short-term and include federal funds purchased and other short-term borrowings. Federal funds purchased are excess balances in reserve accounts held at the FRB that the Bancorp purchased from other member banks on an overnight basis. Other short-term borrowings include securities sold under repurchase agreements, derivative collateral, FHLB advances and other borrowings with original maturities of one year or less.

The following table summarizes short-term borrowings and weighted-average rates:

	2020		2019	
($ in millions)	Amount	Rate	Amount	Rate
As of December 31:				
Federal funds purchased	**$ 300**	**0.14 %**	$ 260	1.49 %
Other short-term borrowings	**1,192**	**0.19**	1,011	1.24
Average for the years ended December 31:				
Federal funds purchased	**$ 385**	**0.58 %**	$ 1,267	2.26 %
Other short-term borrowings	**1,709**	**0.81**	1,046	2.67
Maximum month-end balance for the years ended December 31:				
Federal funds purchased	**$ 1,625**		$ 2,693	
Other short-term borrowings	**4,542**		4,046	

The following table presents a summary of the Bancorp's other short-term borrowings as of December 31:

($ in millions)	2020	2019
Securities sold under repurchase agreements	**$ 679**	469
Derivative collateral	**474**	542
Other secured borrowings	**39**	—
Total other short-term borrowings	**$ 1,192**	1,011

The Bancorp's securities sold under repurchase agreements are accounted for as secured borrowings and are collateralized by securities included in available-for-sale debt and other securities in the Consolidated Balance Sheets. These securities are subject to changes in market value and, therefore, the Bancorp may increase or decrease the level of securities pledged as collateral based upon these movements in market value. As of both December 31, 2020 and 2019, all securities sold under repurchase agreements were secured by agency residential mortgage-backed securities and the repurchase agreements have an overnight remaining contractual maturity.

As of December 31, 2020, other secured borrowings primarily includes obligations recognized by the Bancorp under ASC Topic 860 related to certain loans sold to GNMA and serviced by the Bancorp. Under ASC Topic 860, once the Bancorp has the unilateral right to repurchase the GNMA loans due to the borrower missing three consecutive payments, the Bancorp is considered to have regained effective control over the loan. As such, the Bancorp is required to recognize both the loan and the repurchase liability on the balance sheet, regardless of the intent to repurchase the loans.

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18. Long-Term Debt

The following table is a summary of the Bancorp's long-term borrowings at December 31:

($ in millions)	Maturity	Interest Rate	**2020**	2019
Parent Company				
Senior:				
Fixed-rate notes	2020	2.875%	**$ —**	1,099
Floating-rate notes[(b)]	2021	0.70%	**250**	250
Fixed-rate notes	2022	2.60%	**699**	699
Fixed-rate notes	2022	3.50%	**499**	499
Fixed-rate notes	2023	1.625%	**498**	—
Fixed-rate notes	2024	3.65%	**1,494**	1,493
Fixed-rate notes	2025	2.375%	**747**	746
Fixed-rate notes	2027	2.55%	**746**	—
Fixed-rate notes	2028	3.95%	**647**	646
Subordinated:[(a)]				
Fixed-rate notes	2024	4.30%	**748**	748
Fixed-rate notes	2038	8.25%	**1,433**	1,333
Subsidiaries				
Senior:				
Fixed-rate notes	2020	2.20%	**—**	752
Floating-rate notes[(c)]	2020	2.186%	**—**	300
Fixed-rate notes	2021	2.25%	**1,249**	1,249
Fixed-rate notes	2021	2.875%	**849**	848
Fixed-rate notes	2021	3.35%	**506**	508
Floating-rate notes[(b)]	2021	0.655%	**300**	299
Floating-rate notes[(b)]	2022	0.854%	**300**	299
Fixed-rate notes	2023	1.80%	**648**	—
Fixed-rate notes	2025	3.95%	**836**	797
Fixed-rate notes	2027	2.25%	**598**	—
Subordinated:[(a)]				
Fixed-rate bank notes	2026	3.85%	**748**	748
Fixed-rate bank notes	2027	4.00%	**172**	171
Junior subordinated:				
Floating-rate debentures[(b)]	2035	1.73% - 1.91%	**54**	53
FHLB advances	2021 - 2047	0.05% - 5.91	**67**	91
Notes associated with consolidated VIEs:				
Automobile loan securitizations:				
Fixed-rate notes	2022 - 2026	1.80% - 2.69%	**623**	1,147
Floating-rate notes[(b)]	2022	0.33%	**—**	42
Other	2021 - 2041	Varies	**262**	153
Total			**$ 14,973**	14,970

(a) *In aggregate, $2.8 billion and $2.7 billion qualifies as Tier II capital for regulatory capital purposes for the years ended December 31, 2020 and 2019, respectively.*
(b) *These rates reflect the floating rates as of December 31, 2020.*
(c) *These rates reflect the floating rates as of December 31, 2019.*

The Bancorp pays down long-term debt in accordance with contractual terms over maturity periods summarized in the previous table. The aggregate annual maturities of long-term debt obligations (based on final maturity dates) as of December 31, 2020 are presented in the following table:

($ in millions)	Parent	Subsidiaries	Total
2021	$ 250	2,912	3,162
2022	1,198	325	1,523
2023	498	1,143	1,641
2024	2,242	98	2,340
2025	747	910	1,657
Thereafter	2,826	1,824	4,650
Total	$ 7,761	7,212	14,973

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

At December 31, 2020, the Bancorp's long-term borrowings consisted of outstanding principal balances of $14.5 billion, net discounts of $19 million, debt issuance costs of $31 million and additions for mark-to-market adjustments on its hedged debt of $534 million. At December 31, 2019, the Bancorp's long-term borrowings consisted of outstanding principal balances of $14.6 billion, net discounts of $18 million, debt issuance costs of $33 million and additions for mark-to-market adjustments on its hedged debt of $402 million. The Bancorp was in compliance with all debt covenants at December 31, 2020 and 2019.

Parent Company Long-Term Borrowings

Senior notes

On March 7, 2012, the Bancorp issued and sold $500 million of senior notes to third-party investors and entered into a Supplemental Indenture dated March 7, 2012 with the Trustee, which modified the existing Indenture for Senior Debt Securities dated April 30, 2008. The Supplemental Indenture and the Indenture define the rights of the senior notes and that they are represented by a Global Security dated as of March 7, 2012. The senior notes bear a fixed-rate of interest of 3.50% per annum. The notes are unsecured, senior obligations of the Bancorp. Payment of the full principal amounts of the notes will be due upon maturity on March 15, 2022. These fixed-rate senior notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On June 15, 2017, the Bancorp issued and sold $700 million of senior notes to third-party investors. The senior notes bear a fixed-rate of interest of 2.60% per annum. The notes are unsecured, senior obligations of the Bancorp. Payment of the full principal amounts of the notes is due upon maturity on June 15, 2022. These fixed-rate senior notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On March 14, 2018, the Bancorp issued and sold $650 million of senior notes to third-party investors. The senior notes bear a fixed-rate of interest of 3.95% per annum. The notes are unsecured, senior obligations of the Bancorp. Payment of the full principal amounts of the notes is due upon maturity on March 14, 2028. These fixed-rate senior notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On June 5, 2018, the Bancorp issued and sold $250 million of senior notes to third-party investors. The senior notes bear a floating-rate of three-month LIBOR plus 47 bps. The notes are unsecured, senior obligations of the Bancorp. Payment of the full principal amounts of the notes is due upon maturity on June 4, 2021. These floating-rate senior notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On January 25, 2019, the Bancorp issued and sold $1.5 billion of senior notes to third-party investors. The senior notes bear a fixed-rate of interest of 3.65% per annum. The notes are unsecured, senior obligations of the Bancorp. Payment of the full principal amounts of the notes is due upon maturity on January 25, 2024. These fixed-rate senior notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On October 28, 2019, the Bancorp issued and sold $750 million of senior notes to third-party investors. The senior notes bear a fixed-rate of interest of 2.375% per annum. The notes are unsecured, senior obligations of the Bancorp. Payment of the full principal amounts of the notes is due upon maturity on January 28, 2025. These notes will be redeemable at the Bancorp's option, in whole or in part, at any time or from time to time, on or after April 25, 2020, and prior to December 29, 2024, in each case at a redemption price, plus accrued and unpaid interest thereon, if any, to, but excluding, the redemption date, equal to the greater of (i) 100% of the aggregate principal amount of the notes being redeemed on that redemption date; and (ii) the sum of the present values of the remaining scheduled payments of principal and interest on the notes being redeemed that would be due if the notes to be redeemed matured on December 29, 2024 discounted to the redemption date on a semi-annual basis at the applicable treasury rate plus 15 bps. Additionally, these notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount of the notes to be redeemed plus accrued and unpaid interest thereon to, but excluding, the redemption date.

On May 5, 2020, the Bancorp issued and sold $1.25 billion in aggregate principal amount of senior fixed-rate notes. The notes consisted of $500 million of 1.625% senior fixed-rate notes, with a maturity of three years, due on May 5, 2023; and $750 million of 2.55% senior fixed-rate notes, with a maturity of seven years, due on May 5, 2027. The 1.625% and 2.55% senior fixed-rate notes will be redeemable on or after April 5, 2023 and April 5, 2027, respectively (the respective "Applicable Par Call Date"), in whole or in part, at any time and from time to time, at the Bancorp's option at a redemption price equal to 100% of the aggregate principal amount of the senior fixed-rate notes being redeemed, plus accrued and unpaid interest thereon, if any, to, but excluding, the redemption date. Additionally, the 1.625% and 2.55% senior fixed-rate notes will be redeemable at the Bancorp's option, in whole or in part, at any time or from time to time, on or after November 2, 2020, and prior to the notes' respective Applicable Par Call Date, in each case at a redemption price, plus accrued and unpaid interest thereon, if any, to, but excluding, the redemption date, equal to the greater of: (a) 100% of the aggregate principal amount of the senior fixed-rate notes being redeemed on that redemption date; and (b) the sum of the present values of the remaining scheduled payments of principal and interest on the senior fixed-rate notes being redeemed that would be due if the senior fixed-rate notes to be redeemed matured on their respective Applicable Par Call Date (not including any portion of such payments of interest accrued to the redemption date) discounted to the redemption date on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the applicable Treasury Rate plus either 25 bps (for the 1.625% senior fixed-rate notes) or 35 bps (for the 2.55% senior fixed-rate notes), as the case may be.

Subordinated debt

The Bancorp has entered into interest rate swaps to convert part of its subordinated fixed-rate notes due in 2038 to floating-rate. Of the $1.0 billion in 8.25% subordinated fixed-rate notes due in 2038, $705 million were subsequently hedged to floating-rate and paid a rate of 3.27% at December 31, 2020.

On November 20, 2013, the Bancorp issued and sold $750 million of 4.30% unsecured subordinated fixed-rate notes due on January 16, 2024. These fixed-rate notes will be redeemable by the Bancorp, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

Subsidiary Long-Term Borrowings

Senior and subordinated debt

Medium-term senior notes and subordinated bank notes with maturities ranging from one year to 30 years can be issued by the Bancorp's banking subsidiary. Under the Bancorp's banking subsidiary's global bank note program, the Bank's capacity to issue its senior and subordinated unsecured bank notes is $25.0 billion. As of December 31, 2020, $19.1 billion was available for future issuance under the global bank note program.

On September 5, 2014, the Bank issued and sold, under its bank notes program, $850 million of 2.875% unsecured senior fixed-rate bank notes due on October 1, 2021. These bank notes will be redeemable by the Bank, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On March 15, 2016, the Bank issued and sold, under its bank notes program, $750 million of 3.85% subordinated fixed-rate notes due on March 15, 2026. These bank notes will be redeemable by the Bank, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On June 14, 2016, the Bank issued and sold, under its bank notes program, $1.3 billion of 2.25% unsecured senior fixed-rate notes due on June 14, 2021. These bank notes will be redeemable by the Bank, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On July 26, 2018 the Bank issued and sold, under its bank notes program, $1.55 billion in aggregate principal amount of unsecured senior bank notes. The bank notes consisted of $500 million of 3.35% senior fixed-rate notes, with a maturity of three years, due on July 26, 2021; $300 million of senior floating-rate notes at three-month LIBOR plus 44 bps, with a maturity of three years, due on July 26, 2021; and $750 million of 3.95% senior fixed-rate notes, with a maturity of seven years, due July 28, 2025. The Bank entered into interest rate swaps to convert the fixed-rate notes due in 2021 and 2025 to a floating-rate, which resulted in an effective interest rate of one-month LIBOR plus 53 bps and 104 bps, respectively. These bank notes will be redeemable by the Bank, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date.

On February 1, 2019, the Bank issued and sold, under its bank notes program, $300 million in unsecured senior floating-rate bank notes due on February 1, 2022. Interest on the floating-rate notes is three-month LIBOR plus 64 bps. These notes will be redeemable by the Bank, in whole or in part, on or after the date that is 30 days prior to the maturity date at a redemption price equal to 100% of the principal amount of the notes to be redeemed plus accrued and unpaid interest up to, but excluding, the redemption date.

As a result of the MB Financial, Inc. acquisition, the Bank assumed $175 million of 4.00% subordinated fixed-rate notes due on December 1, 2027. These bank notes will be redeemable by the Bank, in whole or in part, on any interest payment date on or after December 1, 2022 at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest up to, but excluding, the redemption date. From December 1, 2022 until maturity, the bank notes pay interest quarterly on the first day of March, June, September and December.

On January 31, 2020, the Bank issued and sold, under its bank notes program, $1.25 billion in aggregate principal amount of senior fixed-rate notes. The bank notes consisted of $650 million of 1.80% senior fixed-rate notes, with a maturity of three years, due on January 30, 2023; and $600 million of 2.25% senior fixed-rate notes, with a maturity of seven years, due on February 1, 2027. On or after the date that is 30 days before the maturity date, the 1.80% senior fixed-rate notes will be redeemable, in whole or in part, at any time and from time to time, at the Bank's option at a redemption price equal to 100% of the aggregate principal amount of the 1.80% senior fixed-rate notes being redeemed, plus accrued and unpaid interest thereon, if any, to, but excluding, the redemption date. The 2.25% senior fixed-rate notes will be redeemable at the Bank's option, in whole or in part, at any time or from time to time, on or after July 31, 2020, and prior to January 4, 2027 (the

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

"Applicable Par Call Date"), in each case at a redemption price, plus accrued and unpaid interest thereon, if any, to, but excluding, the redemption date, equal to the greater of: (a) 100% of the aggregate principal amount of the 2.25% senior fixed-rate notes being redeemed on that redemption date; and (b) the sum of the present values of the remaining scheduled payments of principal and interest on the 2.25% senior fixed-rate notes being redeemed that would be due if the 2.25% senior fixed-rate notes to be redeemed matured on the Applicable Par Call Date (not including any portion of such payments of interest accrued to the redemption date) discounted to the redemption date on a semiannual basis (assuming a 360-day year consisting of twelve 30-day months) at the applicable Treasury Rate plus the Applicable Spread for the Notes to be redeemed. Additionally, on or after January 4, 2027, the 2.25% senior fixed-rate notes will also be redeemable, in whole or in part, at any time and from time to time, at the Bank's option at a redemption price equal to 100% of the aggregate principal amount of the 2.25% senior fixed-rate notes being redeemed, plus accrued and unpaid interest thereon, if any, to, but excluding, the redemption date.

Junior subordinated debt

The junior subordinated floating-rate debentures due in 2035 were assumed by the Bancorp's direct nonbank subsidiary holding company as part of the acquisition of First Charter in June 2008. The obligation was issued to First Charter Capital Trust I and II. The notes of First Charter Capital Trust I and II pay a floating rate at three-month LIBOR plus 169 bps and 142 bps, respectively. The Bancorp's nonbank subsidiary holding company has fully and unconditionally guaranteed all obligations under the acquired TruPS issued by First Charter Capital Trust I and II.

FHLB advances

At December 31, 2020, FHLB advances have rates ranging from 0.05% to 5.91%, with interest payable monthly. The Bancorp has pledged $16.7 billion of certain residential mortgage loans and securities to secure its borrowing capacity at the FHLB which is partially utilized to fund $67 million in FHLB advances that are outstanding. The FHLB advances mature as follows: $1 million in 2021, $1 million in 2022, $51 million in 2023, an immaterial amount in 2024, $5 million in 2025, and $9 million thereafter.

Notes associated with consolidated VIEs

As previously discussed in Note 13, the Bancorp was determined to be the primary beneficiary of various VIEs associated with certain automobile loan securitizations. Third-party holders of this debt do not have recourse to the general assets of the Bancorp. In a securitization transaction that occurred in 2019, the Bancorp transferred approximately $1.43 billion in automobile loans to a bankruptcy remote trust which was deemed to be a VIE. This trust then subsequently issued approximately $1.37 billion of asset-backed notes, of which approximately $68 million were retained by the Bancorp. Approximately $543 million of outstanding notes from the 2019 securitization transaction are included in long-term debt in the Consolidated Balance Sheets as of December 31, 2020. Additionally, in prior years the Bancorp completed securitization transactions in which the Bancorp transferred certain consumer automobile loans to bankruptcy remote trusts which were also deemed to be VIEs. As such, approximately $80 million of outstanding notes related to these VIEs were included in long-term debt in the Consolidated Balance Sheets as of December 31, 2020.

19. Commitments, Contingent Liabilities and Guarantees

The Bancorp, in the normal course of business, enters into financial instruments and various agreements to meet the financing needs of its customers. The Bancorp also enters into certain transactions and agreements to manage its interest rate and prepayment risks, provide funding, equipment and locations for its operations and invest in its communities. These instruments and agreements involve, to varying degrees, elements of credit risk, counterparty risk and market risk in excess of the amounts recognized in the Consolidated Balance Sheets. The creditworthiness of counterparties for all instruments and agreements is evaluated on a case-by-case basis in accordance with the Bancorp's credit policies. The Bancorp's significant commitments, contingent liabilities and guarantees in excess of the amounts recognized in the Consolidated Balance Sheets are discussed in the following sections.

Commitments

The Bancorp has certain commitments to make future payments under contracts. The following table reflects a summary of significant commitments as of December 31:

($ in millions)		2020	2019
Commitments to extend credit	$	**74,499**	75,696
Forward contracts related to residential mortgage loans held for sale		**2,903**	2,901
Letters of credit		**1,982**	2,137
Purchase obligations		**195**	113
Capital commitments for private equity investments		**83**	75
Capital expenditures		**75**	84

Commitments to extend credit

Commitments to extend credit are agreements to lend, typically having fixed expiration dates or other termination clauses that may require payment of a fee. Since many of the commitments to extend credit may expire without being drawn upon, the total commitment amounts do not necessarily represent future cash flow requirements. The Bancorp is exposed to credit risk in the event of nonperformance by the counterparty for the amount of the contract. Fixed-rate commitments are also subject to market risk resulting from fluctuations in interest rates and the Bancorp's exposure is limited to the replacement value of those commitments. As of December 31, 2020 and 2019, the Bancorp had a reserve for unfunded commitments, including letters of credit, totaling $172 million and $144 million, respectively, included in other liabilities in the Consolidated Balance Sheets. The Bancorp monitors the credit risk associated with commitments to extend credit using the same standard regulatory risk rating systems utilized for its loan and lease portfolio.

Risk ratings of outstanding commitments to extend credit under this risk rating system are summarized in the following table as of December 31:

($ in millions)		2020	2019
Pass	$	**71,386**	74,654
Special mention		**2,049**	633
Substandard		**1,063**	408
Doubtful		**1**	1
Total commitments to extend credit	$	**74,499**	75,696

Letters of credit

Standby and commercial letters of credit are conditional commitments issued to guarantee the performance of a customer to a third party and expire as summarized in the following table as of December 31, 2020:

($ in millions)		
Less than 1 year[(a)]	$	1,098
1 - 5 years[(a)]		883
Over 5 years		1
Total letters of credit	$	1,982

(a) *Includes $9 and $2 issued on behalf of commercial customers to facilitate trade payments in U.S. dollars and foreign currencies which expire less than 1 year and between 1 -5 years, respectively.*

Standby letters of credit accounted for approximately 99% of total letters of credit at both December 31, 2020 and 2019 and are considered guarantees in accordance with U.S. GAAP. Approximately 68% and 66% of the total standby letters of credit were collateralized as of December 31, 2020 and 2019, respectively. In the event of nonperformance by the customers, the Bancorp has rights to the underlying collateral, which can include commercial real estate, physical plant and property, inventory, receivables, cash and marketable securities. The reserve related to these standby letters of credit, which is included in the total reserve for unfunded commitments, was $27 million at December 31, 2020 and $20 million at December 31, 2019. The Bancorp monitors the credit risk associated with letters of credit using the same standard regulatory risk rating systems utilized for its loan and lease portfolio.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Risk ratings of outstanding letters of credit under this risk rating system are summarized in the following table as of December 31:

($ in millions)		2020	2019
Pass	$	**1,739**	2,005
Special mention		**111**	20
Substandard		**132**	111
Doubtful		**—**	1
Total letters of credit	$	**1,982**	2,137

At December 31, 2020 and 2019, the Bancorp had outstanding letters of credit that were supporting certain securities issued as VRDNs. The Bancorp facilitates financing for its commercial customers, which consist of companies and municipalities, by marketing the VRDNs to investors. The VRDNs pay interest to holders at a rate of interest that fluctuates based upon market demand. The VRDNs generally have long-term maturity dates, but can be tendered by the holder for purchase at par value upon proper advance notice. When the VRDNs are tendered, a remarketing agent generally finds another investor to purchase the VRDNs to keep the securities outstanding in the market. As of December 31, 2020 and 2019, total VRDNs in which the Bancorp was the remarketing agent or were supported by a Bancorp letter of credit were $385 million and $449 million, respectively, of which FTS acted as the remarketing agent to issuers on $385 million and $445 million, respectively. As remarketing agent, FTS is responsible for actively remarketing VRDNs to other investors when they have been tendered. If another investor is not identified, FTS may choose to purchase the VRDNs into inventory at its discretion while it continues to remarket them. If FTS purchases the VRDNs into inventory, it can subsequently tender back the VRDNs to the issuer's trustee with proper advance notice. The Bancorp issued letters of credit, as a credit enhancement, to $142 million and $187 million of the VRDNs remarketed by FTS, in addition to zero and $3 million in VRDNs remarketed by third parties at December 31, 2020 and 2019, respectively. These letters of credit are included in the total letters of credit balance provided in the previous table. The Bancorp held zero and $3 million of these VRDNs in its portfolio and classified them as trading securities at December 31, 2020 and 2019, respectively.

Forward contracts related to residential mortgage loans held for sale

The Bancorp enters into forward contracts to economically hedge the change in fair value of certain residential mortgage loans held for sale due to changes in interest rates. The outstanding notional amounts of these forward contracts are included in the summary of significant commitments table for all periods presented.

Other commitments

The Bancorp has entered into a limited number of agreements for work related to banking center construction and to purchase goods or services.

Contingent Liabilities

Legal claims

There are legal claims pending against the Bancorp and its subsidiaries that have arisen in the normal course of business. Refer to Note 20 for additional information regarding these proceedings.

Guarantees

The Bancorp has performance obligations upon the occurrence of certain events under financial guarantees provided in certain contractual arrangements as discussed in the following sections.

Residential mortgage loans sold with representation and warranty provisions

Conforming residential mortgage loans sold to unrelated third parties are generally sold with representation and warranty provisions. A contractual liability arises only in the event of a breach of these representations and warranties and, in general, only when a loss results from the breach. The Bancorp may be required to repurchase any previously sold loan, or indemnify or make whole the investor or insurer for which the representation or warranty of the Bancorp proves to be inaccurate, incomplete or misleading. For more information on how the Bancorp establishes the residential mortgage repurchase reserve, refer to Note 1.

As of December 31, 2020 and 2019, the Bancorp maintained reserves related to loans sold with representation and warranty provisions totaling $8 million and $6 million, respectively, included in other liabilities in the Consolidated Balance Sheets.

The Bancorp uses the best information available when estimating its mortgage representation and warranty reserve; however, the estimation process is inherently uncertain and imprecise and, accordingly, losses in excess of the amounts reserved as of December 31, 2020, are reasonably possible. The Bancorp currently estimates that it is reasonably possible that it could incur losses related to mortgage representation and warranty provisions in an amount up to approximately $8 million in excess of amounts reserved. This estimate was derived by modifying the key assumptions to reflect management's judgment regarding reasonably possible adverse changes to those assumptions. The actual repurchase losses could vary significantly from the recorded mortgage representation and warranty reserve or this estimate of reasonably possible losses, depending on the outcome of various factors, including those previously discussed.

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During both the years ended December 31, 2020 and 2019, the Bancorp paid an immaterial amount in the form of make whole payments and repurchased $25 million in outstanding principal of loans to satisfy investor demands. Total repurchase demand requests during the years ended December 31, 2020 and 2019 were $32 million and $45 million, respectively. Total outstanding repurchase demand inventory was $5 million and $6 million at December 31, 2020 and 2019, respectively.

Margin accounts
FTS, an indirect wholly-owned subsidiary of the Bancorp, guarantees the collection of all margin account balances held by its brokerage clearing agent for the benefit of its customers. FTS is responsible for payment to its brokerage clearing agent for any loss, liability, damage, cost or expense incurred as a result of customers failing to comply with margin or margin maintenance calls on all margin accounts. The margin account balances held by the brokerage clearing agent were $14 million and $12 million at December 31, 2020 and 2019, respectively. In the event of customer default, FTS has rights to the underlying collateral provided. Given the existence of the underlying collateral provided and negligible historical credit losses, the Bancorp does not maintain a loss reserve related to the margin accounts.

Long-term borrowing obligations
The Bancorp had certain fully and unconditionally guaranteed long-term borrowing obligations issued by wholly-owned issuing trust entities of $62 million at both December 31, 2020 and 2019.

Visa litigation
The Bancorp, as a member bank of Visa prior to Visa's reorganization and IPO (the "IPO") of its Class A common shares (the "Class A Shares") in 2008, had certain indemnification obligations pursuant to Visa's certificate of incorporation and bylaws and in accordance with its membership agreements. In accordance with Visa's bylaws prior to the IPO, the Bancorp could have been required to indemnify Visa for the Bancorp's proportional share of losses based on the pre-IPO membership interests. As part of its reorganization and IPO, the Bancorp's indemnification obligation was modified to include only certain known or anticipated litigation (the "Covered Litigation") as of the date of the restructuring. This modification triggered a requirement for the Bancorp to recognize a liability equal to the fair value of the indemnification liability.

In conjunction with the IPO, the Bancorp received 10.1 million of Visa's Class B common shares (the "Class B Shares") based on the Bancorp's membership percentage in Visa prior to the IPO. The Class B Shares are not transferable (other than to another member bank) until the later of the third anniversary of the IPO closing or the date on which the Covered Litigation has been resolved; therefore, the Bancorp's Class B Shares were classified in other assets and accounted for at their carryover basis of $0. Visa deposited $3 billion of the proceeds from the IPO into a litigation escrow account, established for the purpose of funding judgments in, or settlements of, the Covered Litigation. Since then, when Visa's litigation committee determined that the escrow account was insufficient, Visa issued additional Class A Shares and deposited the proceeds from the sale of the Class A Shares into the litigation escrow account. When Visa funded the litigation escrow account, the Class B Shares were subjected to dilution through an adjustment in the conversion rate of Class B Shares into Class A Shares.

In 2009, the Bancorp completed the sale of Visa, Inc. Class B Shares and entered into a total return swap in which the Bancorp will make or receive payments based on subsequent changes in the conversion rate of the Class B Shares into Class A Shares. The swap terminates on the later of the third anniversary of Visa's IPO or the date on which the Covered Litigation is settled. Refer to Note 29 for additional information on the valuation of the swap. The counterparty to the swap as a result of its ownership of the Class B Shares will be impacted by dilutive adjustments to the conversion rate of the Class B Shares into Class A Shares caused by any Covered Litigation losses in excess of the litigation escrow account. If actual judgments in, or settlements of, the Covered Litigation significantly exceed current expectations, then additional funding by Visa of the litigation escrow account and the resulting dilution of the Class B Shares could result in a scenario where the Bancorp's ultimate exposure associated with the Covered Litigation (the "Visa Litigation Exposure") exceeds the value of the Class B Shares owned by the swap counterparty (the "Class B Value"). In the event the Bancorp concludes that it is probable that the Visa Litigation Exposure exceeds the Class B Value, the Bancorp would record a litigation reserve liability and a corresponding amount of other noninterest expense for the amount of the excess. Any such litigation reserve liability would be separate and distinct from the fair value derivative liability associated with the total return swap.

As of the date of the Bancorp's sale of the Visa Class B Shares and through December 31, 2020, the Bancorp has concluded that it is not probable that the Visa Litigation Exposure will exceed the Class B Value. Based on this determination, upon the sale of the Class B Shares, the Bancorp reversed its net Visa litigation reserve liability and recognized a free-standing derivative liability associated with the total return swap. The fair value of the swap liability was $201 million and $163 million at December 31, 2020 and 2019, respectively. Refer to Note 15 and Note 29 for further information.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

After the Bancorp's sale of the Class B Shares, Visa has funded additional amounts into the litigation escrow account which have resulted in further dilutive adjustments to the conversion of Class B Shares into Class A Shares, and along with other terms of the total return swap, required the Bancorp to make cash payments in varying amounts to the swap counterparty as follows:

Period ($ in millions)	Visa Funding Amount	Bancorp Cash Payment Amount
Q2 2010	$ 500	20
Q4 2010	800	35
Q2 2011	400	19
Q1 2012	1,565	75
Q3 2012	150	6
Q3 2014	450	18
Q2 2018	600	26
Q3 2019	300	12

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20. Legal and Regulatory Proceedings

Litigation

Visa/MasterCard Merchant Interchange Litigation

In April 2006, the Bancorp was added as a defendant in a consolidated antitrust class action lawsuit originally filed against Visa®, MasterCard® and several other major financial institutions in the United States District Court for the Eastern District of New York (In re: Payment Card Interchange Fee and Merchant Discount Antitrust Litigation, Case No. 5-MD-1720). The plaintiffs, merchants operating commercial businesses throughout the U.S. and trade associations, claimed that the interchange fees charged by card-issuing banks were unreasonable and sought injunctive relief and unspecified damages. In addition to being a named defendant, the Bancorp is currently also subject to a possible indemnification obligation of Visa as discussed in Note 19 and has also entered into judgment and loss sharing agreements with Visa, MasterCard and certain other named defendants. In October 2012, the parties to the litigation entered into a settlement agreement that was initially approved by the trial court but reversed by the U.S. Second Circuit Court of Appeals and remanded to the district court for further proceedings. Pursuant to the terms of the overturned settlement agreement, the Bancorp had previously paid $46 million into a class settlement escrow account. Approximately 8,000 merchants requested exclusion from the class settlement, and therefore, pursuant to the terms of the overturned settlement agreement, approximately 25% of the funds paid into the class settlement escrow account had been already returned to the control of the defendants. The remaining settlement funds paid by the Bancorp have been maintained in the escrow account. More than 500 of the merchants who requested exclusion from the class filed separate federal lawsuits against Visa, MasterCard and certain other defendants alleging similar antitrust violations. These individual federal lawsuits were transferred to the United States District Court for the Eastern District of New York. While the Bancorp is only named as a defendant in one of the individual federal lawsuits, it may have obligations pursuant to indemnification arrangements and/or the judgment or loss sharing agreements noted above. On September 17, 2018, the defendants in the consolidated class action signed a second settlement agreement (the “Amended Settlement Agreement”) resolving the claims seeking monetary damages by the proposed plaintiffs’ class (the “Plaintiff Damages Class”) and superseding the original settlement agreement entered into in October 2012. The Amended Settlement Agreement included, among other terms, a release from participating class members for liability for claims that accrue no later than five years after the Amended Settlement Agreement becomes final. The Amended Settlement Agreement provided for a total payment by all defendants of approximately $6.24 billion, composed of approximately $5.34 billion held in escrow plus an additional $900 million in new funds. Pursuant to the terms of the Settlement Agreement, $700 million of the additional $900 million has been returned to the defendants due to the level of opt-outs from the class. The Bancorp’s allocated share of the settlement is within existing reserves, including funds maintained in escrow. On December 13, 2019, the Court entered an order granting final approval for the settlement. The settlement does not resolve the claims of the separate proposed plaintiffs’ class seeking injunctive relief or the claims of merchants who have opted out of the proposed class settlement and are pursuing, or may in the future decide to pursue, private lawsuits. The ultimate outcome in this matter, including the timing of resolution, therefore remains uncertain. Refer to Note 19 for further information.

Klopfenstein v. Fifth Third Bank

On August 3, 2012, William Klopfenstein and Adam McKinney filed a lawsuit against Fifth Third Bank in the United States District Court for the Northern District of Ohio (Klopfenstein et al. v. Fifth Third Bank), alleging that the 120% APR that Fifth Third disclosed on its Early Access program was misleading. Early Access is a deposit-advance program offered to eligible customers with checking accounts. The plaintiffs sought to represent a nationwide class of customers who used the Early Access program and repaid their cash advances within 30 days. On October 31, 2012, the case was transferred to the United States District Court for the Southern District of Ohio. In 2013, four similar putative class actions were filed against Fifth Third Bank in federal courts throughout the country (Lori and Danielle Laskaris v. Fifth Third Bank, Janet Fyock v. Fifth Third Bank, Jesse McQuillen v. Fifth Third Bank, and Brian Harrison v. Fifth Third Bank). Those four lawsuits were transferred to the Southern District of Ohio and consolidated with the original lawsuit as In re: Fifth Third Early Access Cash Advance Litigation (Case No. 1:12-CV-851). On behalf of a putative class, the plaintiffs sought unspecified monetary and statutory damages, injunctive relief, punitive damages, attorney’s fees, and pre- and post-judgment interest. On March 30, 2015, the court dismissed all claims alleged in the consolidated lawsuit except a claim under the TILA. On May 28, 2019, the Sixth Circuit Court of Appeals reversed the dismissal of plaintiffs’ breach of contract claim and remanded for further proceedings. The plaintiffs’ claimed damages for the alleged breach of contract claim exceed $280 million. The plaintiffs’ motion for class certification was filed on April 20, 2020 and is now fully briefed and awaiting decision. No trial date has been set.

Helton v. Fifth Third Bank

On August 31, 2015, trust beneficiaries filed an action against Fifth Third Bank, as trustee, in the Probate Court for Hamilton County, Ohio (Helen Clarke Helton, et al. v. Fifth Third Bank, Case No. 2015003814). The plaintiffs alleged breach of the duty to diversify, breach of the duty of impartiality, breach of trust/fiduciary duty, and unjust enrichment, based on Fifth Third’s alleged failure to diversify assets held in two trusts for the plaintiffs’ benefit. The lawsuit sought over $800 million in alleged damages, attorney’s fees, removal of Fifth Third as trustee, and injunctive relief. On April 20, 2018, the Court denied plaintiffs’ motion for summary judgment and granted summary judgment to Fifth Third, dismissing the case in its entirety. On December 18, 2019, the Ohio Court of Appeals affirmed the Probate Court’s dismissal of all of plaintiffs’ claims based upon allegations of Fifth Third’s alleged failure to diversify assets held in two trusts for plaintiffs’ benefit. The appeals court reversed summary judgment on one claim related to Fifth Third’s alleged unjust enrichment through its receipt of certain fees in managing the trusts. The Court of Appeals remanded the case to the Probate Court for further consideration of the lone surviving claim, which comprises a small fraction of the damages originally sought by plaintiffs in the lawsuit. Plaintiffs filed an appeal to the Ohio Supreme Court, seeking review of the decision from the Ohio Court of Appeals. On April 14, 2020, the Ohio Supreme Court announced its denial of plaintiffs' request for review, and subsequently denied plaintiffs' request for reconsideration. Thereafter, the case returned to the trial court for further adjudication of the lone surviving claim. On January 8, 2021 the trial court issued an order denying Fifth Third's motion for summary judgment on the remaining claim leaving it to be resolved at trial.

Bureau of Consumer Financial Protection v. Fifth Third Bank, National Association

On March 9, 2020, the CFPB filed a lawsuit against Fifth Third in the United States District Court for the Northern District of Illinois entitled CFPB v. Fifth Third Bank, National Association, Case No. 1:20-CV-1683 (N.D. Ill.) (ABW), alleging violations of the Consumer Financial Protection Act, TILA, and Truth in Savings Act related to Fifth Third's alleged opening of unspecified numbers of allegedly unauthorized credit card, savings, checking, online banking and early access accounts from 2010 through 2016. The CFPB seeks unspecified amounts of civil monetary penalties as well as unspecified customer remediation. On February 12, 2021, the court granted Fifth Third's motion to transfer venue to the United States District Court for the Southern District of Ohio. The Bancorp is also subject to a consumer class action related to the alleged opening of unauthorized accounts.

Shareholder Litigation

On April 7, 2020, Plaintiff Lee Christakis filed a putative class action against Fifth Third Bancorp, Fifth Third President and Chief Executive Officer Greg D. Carmichael, and former Fifth Third Chief Financial Officer Tayfun Tuzun in the U.S. District Court for the Northern District of Illinois entitled Lee Christakis, individually and on behalf of all others similarly situated v. Fifth Third Bancorp, et al., Case No. 1:20-cv-2176 (N.D. Ill). The case brings two claims for violation of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, alleging that the Defendants made material misstatements and omissions in connection with the alleged unauthorized opening of credit card, savings, checking, online banking and early access accounts from 2010 through 2016. The plaintiff seeks certification of a class, unspecified damages, attorneys' fees and costs. On June 29, 2020, the Court appointed Heavy & General Laborers' Local 472 & 172 Pension and Annuity Funds as lead plaintiff, and Robins Geller Rudman & Dowd LLP as lead counsel for the plaintiff. On September 14, 2020, the lead plaintiff filed its amended consolidated complaint.

On July 31, 2020, a second putative shareholder class action captioned Dr. Steven Fox, individually and on behalf of all others similarly situated v. Fifth Third Bancorp, et al., Case No. 2020CH05219 was filed on behalf of former shareholders of MB Financial, Inc. in the Cook County, Illinois Circuit Court. The suit brings claims for violation of Sections 11 and 12(a)(2) of the Securities Act of 1933, alleging that the Bancorp and certain of its officers and directors made material misstatements and omissions regarding the alleged improper cross-selling strategy in filings made in connection with the Bancorp's merger with MB Financial, Inc.

In addition, shareholder derivative lawsuits have been filed seeking monetary damages on behalf of the Bancorp alleging certain claims against various officers and directors relating to an alleged improper cross-selling strategy. Four lawsuits filed in the U.S. District Court for the Northern District of Illinois have been consolidated into a single action captioned In re Fifth Third Bancorp Derivative Litigation, Case No. 1:20-cv-04115. Those cases consist of: (1) Pemberton v. Carmichael, et al., Case No. 20-cv-4115 (filed July 13, 2020); (2) Meyer v. Carmichael, et al., Case No. 20-cv-4244 (filed July 17, 2020); (3) Cox v. Carmichael, et al., Case No. 20-cv-4660 (filed August 7, 2020); and (4) Hansen v. Carmichael, et al., Case No. 20-cv-5339 (filed September 10, 2020). Also pending are shareholder derivative matters Reese v. Carmichael, et al., Case No. 20-cv-866 pending in the U.S. District Court of the Southern District of Ohio (filed November 4, 2020) and Sandys v. Carmichael, et al., Case No. A2004539 pending in the Hamilton County, Ohio Court of Common Pleas (filed December 28, 2020). The Bancorp has also received several shareholder demands under Ohio Rev. Code § 1701.37(c) and lawsuits have been filed arising out of the same. Finally, the Bancorp has received a shareholder demand that the Bancorp's Board of Directors investigate and commence a civil action for failure to detect and/or prevent the alleged illegal cross-selling strategy. The shareholder subsequently filed the aforementioned Sandys v. Carmichael, et al. matter.

Other litigation

The Bancorp and its subsidiaries are not parties to any other material litigation. However, there are other litigation matters that arise in the normal course of business. While it is impossible to ascertain the ultimate resolution or range of financial liability with respect to these contingent matters, management believes that the resulting liability, if any, from these other actions would not have a material effect upon the Bancorp's consolidated financial position, results of operations or cash flows.

Governmental Investigations and Proceedings

The Bancorp and/or its affiliates are or may become involved in information-gathering requests, reviews, investigations and proceedings (both formal and informal) by various governmental regulatory agencies and law enforcement authorities, including but not limited to the FRB, OCC, CFPB, SEC, FINRA, U.S. Department of Justice, etc., as well as state and other governmental authorities and self-regulatory bodies regarding their respective businesses. Additional matters will likely arise from time to time. Any of these matters may result in material adverse consequences or reputational harm to the Bancorp, its affiliates and/or their respective directors, officers and other personnel, including adverse judgments, findings, settlements, fines, penalties, orders, injunctions or other actions, amendments and/or restatements of the Bancorp's SEC filings and/or financial statements, as applicable, and/or determinations of material weaknesses in our disclosure controls and procedures. Investigations by regulatory authorities may from time to time result in civil or criminal referrals to law enforcement. Additionally, in some cases, regulatory authorities may take supervisory actions that are considered to be confidential supervisory information which may not be publicly disclosed.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Reasonably Possible Losses in Excess of Accruals

The Bancorp and its subsidiaries are parties to numerous claims and lawsuits as well as threatened or potential actions or claims concerning matters arising from the conduct of its business activities. The outcome of claims or litigation and the timing of ultimate resolution are inherently difficult to predict. The following factors, among others, contribute to this lack of predictability: claims often include significant legal uncertainties, damages alleged by plaintiffs are often unspecified or overstated, discovery may not have started or may not be complete and material facts may be disputed or unsubstantiated. As a result of these factors, the Bancorp is not always able to provide an estimate of the range of reasonably possible outcomes for each claim. An accrual for a potential litigation loss is established when information related to the loss contingency indicates both that a loss is probable and that the amount of loss can be reasonably estimated. Any such accrual is adjusted from time to time thereafter as appropriate to reflect changes in circumstances. The Bancorp also determines, when possible (due to the uncertainties described above), estimates of reasonably possible losses or ranges of reasonably possible losses, in excess of amounts accrued. Under U.S. GAAP, an event is “reasonably possible” if “the chance of the future event or events occurring is more than remote but less than likely” and an event is “remote” if “the chance of the future event or events occurring is slight.” Thus, references to the upper end of the range of reasonably possible loss for cases in which the Bancorp is able to estimate a range of reasonably possible loss mean the upper end of the range of loss for cases for which the Bancorp believes the risk of loss is more than slight. For matters where the Bancorp is able to estimate such possible losses or ranges of possible losses, the Bancorp currently estimates that it is reasonably possible that it could incur losses related to legal and regulatory proceedings in an aggregate amount up to approximately $65 million in excess of amounts accrued, with it also being reasonably possible that no losses will be incurred in these matters. The estimates included in this amount are based on the Bancorp’s analysis of currently available information, and as new information is obtained the Bancorp may change its estimates.

For these matters and others where an unfavorable outcome is reasonably possible but not probable, there may be a range of possible losses in excess of the established accrual that cannot be estimated. Based on information currently available, advice of counsel, available insurance coverage and established accruals, the Bancorp believes that the eventual outcome of the actions against the Bancorp and/or its subsidiaries, including the matters described above, will not, individually or in the aggregate, have a material adverse effect on the Bancorp’s consolidated financial position. However, in the event of unexpected future developments, it is possible that the ultimate resolution of those matters, if unfavorable, may be material to the Bancorp’s results of operations for any particular period, depending, in part, upon the size of the loss or liability imposed and the operating results for the applicable period.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

21. Related Party Transactions

The Bancorp maintains written policies and procedures covering related party transactions with principal shareholders, directors and executives of the Bancorp. These procedures cover transactions such as employee-stock purchase loans, personal lines of credit, residential secured loans, overdrafts, letters of credit and increases in indebtedness. Such transactions are subject to the Bancorp's normal underwriting and approval procedures. Prior to approving a loan to a related party, Compliance Risk Management must review and determine whether the transaction requires approval from or a post notification to the Bancorp's Board of Directors. At December 31, 2020 and 2019, certain directors, executive officers, principal holders of Bancorp common stock and their related interests were indebted, including undrawn commitments to lend, to the Bancorp's banking subsidiary.

The following table summarizes the Bancorp's lending activities with its principal shareholders, directors, executives and their related interests at December 31:

($ in millions)		**2020**	2019
Commitments to lend, net of participations:			
Directors and their affiliated companies	**$**	**79**	736
Executive officers		**7**	5
Total	**$**	**86**	741
Outstanding balance on loans, net of participations and undrawn commitments	**$**	**67**	49

The commitments to lend are in the form of loans and guarantees for various business and personal interests. This indebtedness was incurred in the ordinary course of business on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable transactions with unrelated parties. This indebtedness does not involve more than the normal risk of repayment or present other features unfavorable to the Bancorp.

Worldpay, Inc. and Worldpay Holding, LLC

On June 30, 2009, the Bancorp completed the sale of a majority interest in its processing business, Vantiv Holding, LLC (now Worldpay Holding, LLC). Advent International acquired an approximate 51% interest in Worldpay Holding, LLC for cash and a warrant. The Bancorp retained the remaining approximate 49% interest in Worldpay Holding, LLC.

During the first quarter of 2012, Vantiv, Inc. (now Worldpay, Inc.) priced an IPO of its shares and contributed the net proceeds to Worldpay Holding, LLC for additional ownership interests, reducing the Bancorp's ownership percentage to 39%. Subsequent to the IPO, the Bancorp consummated a series of sales transactions which culminated in the sale of all of its remaining interests in Worldpay Holding, LLC in the first quarter of 2019. The Bancorp recognized a gain of $562 million in other noninterest income during the first quarter of 2019 as a result of the final sale transaction. As of January 1, 2020, Worldpay Holding, LLC and Worldpay, Inc. are no longer considered related parties of the Bancorp as the Bancorp no longer beneficially owns any of Worldpay, Inc.'s equity securities.

In conjunction with Worldpay, Inc.'s IPO in 2012, the Bancorp entered into two TRAs with Worldpay, Inc. The TRAs provide for payments by Worldpay, Inc. to the Bancorp of 85% of the cash savings actually realized as a result of the increase in tax basis that results from the historical or future purchase of equity in Worldpay Holding, LLC from the Bancorp or from the exchange of equity units in Worldpay Holding, LLC for cash or Class A Stock, as well as any tax benefits attributable to payments made under the TRA. One of the TRAs has been settled and terminated and the Bancorp accounts for the remaining TRA as a gain contingency and recognizes income when all uncertainties surrounding the realization of such amounts are resolved.

During the fourth quarter of 2019, the Bancorp entered into an agreement with Fidelity National Information Services, Inc. and Worldpay, Inc. under which Worldpay, Inc. may be obligated to pay up to approximately $366 million to the Bancorp to terminate and settle certain remaining TRA cash flows, totaling an estimated $720 million, upon the exercise of certain call options by Worldpay, Inc. or certain put options by the Bancorp. In 2019, the Bancorp recognized a gain of approximately $345 million in other noninterest income associated with these options. The Worldpay, Inc. TRA receivable associated with this transaction, recorded in other assets in the Consolidated Balance Sheets, was $321 million and $345 million as of December 31, 2020 and 2019, respectively.

Separate from the impact of the TRA settlement agreement discussed above, the Bancorp recognized $74 million, $1 million and $20 million in other noninterest income in the Consolidated Statements of Income associated with the TRA during the years ended December 31, 2020, 2019 and 2018, respectively. The Bancorp expects to receive approximately $122 million of future payments through 2025 under the TRA that are not subject to the call or put options. These remaining cash flows will be recognized in future periods when the related uncertainties are resolved.

The Bancorp and Worldpay Holding, LLC had various agreements in place covering services including interchange clearing, settlement and sponsorship. Worldpay Holding, LLC paid the Bancorp $87 million and $75 million for these services for the years ended December 31, 2019 and 2018, respectively. In addition to the previously mentioned services, the Bancorp previously entered into an agreement under which Worldpay Holding, LLC would provide processing services to the Bancorp. The total amount of fees relating to the processing services provided to the Bancorp by Worldpay Holding, LLC totaled $77 million and $74 million for the years ended December 31, 2019 and 2018, respectively. These fees were primarily reported as a component of card and processing expense in the Consolidated Statements of Income.

SLK Global Solutions Private Limited

As of December 31, 2020, the Bancorp owns 100% of Fifth Third Mauritius Holdings Limited, which owns 49% of SLK Global Solutions Private Limited, and accounts for this investment under the equity method of accounting. The Bancorp recognized $5 million, $3 million and $2 million in other noninterest income in the Consolidated Statements of Income as part of its equity method investment in SLK Global Solutions Private Limited for the years ended December 31, 2020, 2019 and 2018, respectively. The Bancorp received cash distributions of $1 million during both the years ended December 31, 2020 and 2019. The Bancorp’s investment in SLK Global Solutions Private Limited was $26 million at both December 31, 2020 and 2019. The Bancorp paid SLK Global Solutions Private Limited $27 million, $22 million and $21 million for their process and software services during the years ended December 31, 2020, 2019 and 2018, respectively, which are included in other noninterest expense in the Consolidated Statements of Income.

CDC investments

The Bancorp’s subsidiary, CDC, has equity investments in entities in which the Bancorp had $18 million and $12 million of loans outstanding at December 31, 2020 and 2019, respectively, and unfunded commitment balances of $39 million and $21 million at December 31, 2020 and 2019, respectively. The Bancorp held $63 million and $116 million of deposits for these entities at December 31, 2020 and 2019, respectively. For further information on CDC investments, refer to Note 13.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

22. Income Taxes

The Bancorp and its subsidiaries file a consolidated federal income tax return. The following is a summary of applicable income taxes included in the Consolidated Statements of Income for the years ended December 31:

($ in millions)		2020	2019	2018
Current income tax expense:				
U.S. Federal income taxes	$	**463**	788	463
State and local income taxes		**69**	148	71
Foreign income taxes		**—**	—	8
Total current income tax expense		**532**	936	542
Deferred income tax (benefit) expense:				
U.S. Federal income taxes		**(140)**	(212)	24
State and local income taxes		**(23)**	(35)	4
Foreign income taxes		**1**	1	2
Total deferred income tax (benefit) expense		**(162)**	(246)	30
Applicable income tax expense	$	**370**	690	572

The current U.S. Federal income taxes above include proportional amortization for qualifying LIHTC investments of $150 million, $140 million and $154 million for the years ended December 31, 2020, 2019 and 2018, respectively.

The following is a reconciliation between the federal statutory corporate tax rate and the Bancorp's effective tax rate for the years ended December 31:

	2020	2019	2018
Statutory tax rate	**21.0 %**	21.0	21.0
Increase (decrease) resulting from:			
State taxes, net of federal benefit	**2.0**	2.8	2.1
Tax-exempt income	**(1.5)**	(1.2)	(0.8)
LIHTC investment and other tax benefits	**(9.7)**	(5.0)	(6.8)
LIHTC investment proportional amortization	**8.3**	4.4	5.6
Other tax credits	**(0.4)**	(0.2)	(0.1)
Other, net	**0.9**	(0.2)	(0.3)
Effective tax rate	**20.6 %**	21.6	20.7

Other tax credits in the rate reconciliation table include New Markets, Rehabilitation Investment and Qualified Zone Academy Bond tax credits. Tax-exempt income in the rate reconciliation table includes interest on municipal bonds, interest on tax-exempt lending, income on life insurance policies held by the Bancorp and certain gains on sales of leases that are exempt from federal taxation.

The following table provides a reconciliation of the beginning and ending amounts of the Bancorp's unrecognized tax benefits:

($ in millions)		2020	2019	2018
Unrecognized tax benefits at January 1	$	**65**	55	34
Gross increases for tax positions taken during prior period		**29**	25	20
Gross decreases for tax positions taken during prior period		**(3)**	(3)	(1)
Gross increases for tax positions taken during current period		**12**	6	8
Settlements with taxing authorities		**(1)**	(9)	(5)
Lapse of applicable statute of limitations		**(2)**	(9)	(1)
Unrecognized tax benefits at December 31[(a)]	$	**100**	65	55

(a) *With the exception of $6, $6 and $5 in 2020, 2019 and 2018, respectively, all amounts represent unrecognized tax benefits that, if recognized, would affect the annual effective tax rate.*

The Bancorp's unrecognized tax benefits as of December 31, 2020, 2019 and 2018 primarily related to state income tax exposures from taking tax positions where the Bancorp believes it is likely that, upon examination, a state will take a position contrary to the position taken by the Bancorp.

While it is reasonably possible that the amount of the unrecognized tax benefits with respect to certain of the Bancorp's uncertain tax positions could increase or decrease during the next twelve months, the Bancorp believes it is unlikely that its unrecognized tax benefits will change by a material amount during the next twelve months.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Deferred income taxes are comprised of the following items at December 31:

($ in millions)		2020	2019
Deferred tax assets:			
Allowance for loan and lease losses	$	**515**	252
Deferred compensation		**107**	103
Reserves		**40**	32
Reserve for unfunded commitments		**36**	30
State net operating loss carryforwards		**3**	9
State deferred taxes		**1**	—
Other		**160**	154
Total deferred tax assets	$	**862**	580
Deferred tax liabilities:			
Other comprehensive income	$	**779**	352
Lease financing		**638**	650
MSRs and related economic hedges		**120**	144
Bank premises and equipment		**91**	73
Investments in joint ventures and partnership interests		**58**	25
State deferred taxes		**—**	47
Other		**128**	127
Total deferred tax liabilities	$	**1,814**	1,418
Total net deferred tax liability	$	**(952)**	(838)

At December 31, 2020 and 2019, the Bancorp recorded deferred tax assets of $3 million and $9 million, respectively, related to state net operating loss carryforwards. The deferred tax assets relating to state net operating losses are presented net of specific valuation allowances of $4 million and $17 million at December 31, 2020 and 2019, respectively. If these carryforwards are not utilized, they will expire in varying amounts through 2039.

The Bancorp has determined that a valuation allowance is not needed against the remaining deferred tax assets as of December 31, 2020 or 2019. The Bancorp considered all of the positive and negative evidence available to determine whether it is more likely than not that the deferred tax assets will ultimately be realized and, based upon that evidence, the Bancorp believes it is more likely than not that the deferred tax assets recorded at December 31, 2020 and 2019 will ultimately be realized. The Bancorp reached this conclusion as it is expected that the Bancorp's remaining deferred tax assets will be realized through the reversal of its existing taxable temporary differences and its projected future taxable income.

The IRS has concluded its examination of the Bancorp's 2016 federal income tax return. The statute of limitations for the Bancorp's federal income tax returns remains open for tax years 2017 through 2020. On occasion, as various state and local taxing jurisdictions examine the returns of the Bancorp and its subsidiaries, the Bancorp may agree to extend the statute of limitations for a reasonable period of time. Otherwise, the statutes of limitations for state income tax returns remain open only for tax years in accordance with each state's statutes.

Any interest and penalties incurred in connection with income taxes are recorded as a component of applicable income tax expense in the Consolidated Financial Statements. During the years ended December 31, 2020, 2019 and 2018, the Bancorp recognized $3 million, $1 million and $1 million, respectively, of interest expense in connection with income taxes. At December 31, 2020 and 2019, the Bancorp had accrued interest liabilities, net of the related tax benefits, of $7 million and $4 million, respectively. No material liabilities were recorded for penalties related to income taxes.

Retained earnings at December 31, 2020 and 2019 included $157 million in allocations of earnings for bad debt deductions of former thrift subsidiaries for which no income tax has been provided. Under current tax law, if certain of the Bancorp's subsidiaries use these bad debt reserves for purposes other than to absorb bad debt losses, they will be subject to federal income tax at the current corporate tax rate.

23. Retirement and Benefit Plans

The Bancorp's qualified defined benefit plan's benefits were frozen in 1998, except for grandfathered employees. The Bancorp's other defined benefit retirement plans consist of non-qualified plans which are frozen and funded on an as-needed basis. A majority of these plans were obtained in acquisitions and are included with the qualified defined benefit plan in the following tables ("the Plan"). The Bancorp recognizes the overfunded or underfunded status of the Plan in other assets and accrued taxes, interest and expenses, respectively, in the Consolidated Balance Sheets.

The following table summarizes the defined benefit retirement plans as of and for the years ended December 31:

($ in millions)		**2020**	2019
Fair value of plan assets at January 1	$	**175**	164
Actual return on assets		**13**	26
Contributions		**2**	2
Settlement		**(9)**	(9)
Benefits paid		**(8)**	(8)
Fair value of plan assets at December 31	$	**173**	175
Projected benefit obligation at January 1	$	**194**	181
Interest cost		**6**	7
Settlement		**(9)**	(9)
Actuarial loss		**20**	23
Benefits paid		**(8)**	(8)
Projected benefit obligation at December 31	$	**203**	194
Underfunded projected benefit obligation at December 31	$	**(30)**	(19)
Accumulated benefit obligation at December 31[(a)]	$	**203**	194

(a) Since the Plan's benefits are frozen, the rate of compensation increase is no longer an assumption used to calculate the accumulated benefit obligation. Therefore, the accumulated benefit obligation was the same as the projected benefit obligation at both December 31, 2020 and 2019.

The following table summarizes net periodic benefit cost and other changes in the Plan's assets and benefit obligations recognized in OCI for the years ended December 31:

($ in millions)		**2020**	2019	2018
Components of net periodic benefit cost:				
Interest cost	$	**6**	7	7
Expected return on assets		**(4)**	(8)	(11)
Amortization of net actuarial loss		**6**	6	6
Settlement		**3**	3	3
Net periodic benefit cost	$	**11**	8	5
Other changes in plan assets and benefit obligations recognized in other comprehensive income:				
Net actuarial loss (gain)	$	**12**	5	(1)
Amortization of net actuarial loss		**(6)**	(6)	(6)
Settlement		**(3)**	(3)	(3)
Total recognized in other comprehensive income		**3**	(4)	(10)
Total recognized in net periodic benefit cost and other comprehensive income	$	**14**	4	(5)

Fair Value Measurements of Plan Assets

The following tables summarize Plan assets measured at fair value on a recurring basis as of December 31:

	Fair Value Measurements Using[(a)]				
2020 ($ in millions)		Level 1	Level 2	Level 3	Total Fair Value
Cash equivalents	$	**4**	—	—	**4**
Mutual and exchange-traded funds		**68**	—	—	**68**
Debt securities:					
U.S. Treasury and federal agencies securities		**57**	**6**	—	**63**
Mortgage-backed securities:					
Non-agency commercial mortgage-backed securities		—	**1**	—	**1**
Asset-backed securities and other debt securities[(b)]		—	**37**	—	**37**
Total debt securities	$	**57**	**44**	—	**101**
Total Plan assets	$	**129**	**44**	—	**173**

(a) For further information on fair value hierarchy levels, refer to Note 1.
(b) Includes corporate bonds.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2019 ($ in millions)	Fair Value Measurements Using(a) Level 1	Level 2	Level 3	Total Fair Value
Cash equivalents	$ 14	—	—	14
Mutual and exchange-traded funds	76	—	—	76
Debt securities:				
U.S. Treasury and federal agencies securities	57	6	—	63
Mortgage-backed securities:				
Non-agency commercial mortgage-backed securities	—	1	—	1
Asset-backed securities and other debt securities(b)	—	21	—	21
Total debt securities	$ 57	28	—	85
Total Plan assets	$ 147	28	—	175

(a) *For further information on fair value hierarchy levels, refer to Note 1.*
(b) *Includes corporate bonds.*

The following is a description of the valuation methodologies used for instruments measured at fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

Cash equivalents
Cash equivalents are comprised of money market mutual funds that invest in short-term money market instruments that are issued and payable in U.S. dollars. The Plan measures its cash equivalent funds that are exchange-traded using the fund's quoted price, which is in an active market. Therefore, these investments are classified within Level 1 of the valuation hierarchy.

Mutual and exchange-traded funds
The Plan measures its mutual and exchange-traded funds, which are registered with the SEC, using the funds' quoted prices which are available in an active market. Therefore, these investments are classified within Level 1 of the valuation hierarchy. The mutual and exchange-traded funds held by the Plan are open-ended funds and are required to publicly publish their NAV on a daily basis. The funds are also required to transact and use the daily NAV as a basis for transactions. Therefore, the NAV reflects the fair value of the Plan's investment.

Debt securities
Where quoted prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include U.S. Treasury securities. If quoted market prices are not available, then fair values are estimated using pricing models, quoted prices of securities with similar characteristics, or DCFs. Examples of such instruments, which are classified within Level 2 of the valuation hierarchy, include federal agencies securities, non-agency commercial mortgage-backed securities and asset-backed securities and other debt securities.

Plan Assumptions
The Plan's assumptions are evaluated annually and are updated as necessary. The discount rate assumption reflects the yield on a portfolio of high quality fixed-income instruments that have a similar duration to the Plan's liabilities. The expected long-term rate of return assumption reflects the average return expected on the assets invested to provide for the Plan's liabilities. In determining the expected long-term rate of return, the Bancorp evaluated actuarial and economic inputs, including long-term inflation rate assumptions and broad equity and bond indices long-term return projections, as well as actual long-term historical plan performance.

The following table summarizes the weighted-average plan assumptions for the years ended December 31:

	2020	2019	2018
For measuring benefit obligations at year end:(a)			
Discount rate	**2.26 %**	3.05	4.10
For measuring net periodic benefit cost:(a)			
Discount rate	**3.05**	4.10	3.47
Expected return on plan assets	**2.64**	5.50	6.00

(a) *Since the Plan's benefits were frozen, except for grandfathered employees, the rate of compensation increase is no longer applicable beginning in 2014 since minimal grandfathered employees are still accruing benefits.*

Lowering both the expected rate of return on the plan assets and the discount rate by 0.25% would have increased the 2020 pension expense by approximately $1 million.

Based on the actuarial assumptions, the Bancorp expects to contribute $2 million to the Plan in 2021. Estimated pension benefit payments are $18 million for 2021, $17 million for 2022, $18 million for 2023, $16 million for 2024 and $18 million for 2025. The total estimated payments for the years 2026 through 2030 is $66 million.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Investment Policies and Strategies

The Bancorp's policy for the investment of Plan assets is to employ investment strategies that achieve a range of weighted-average target asset allocations relating to equity securities, fixed-income securities (including U.S. Treasury and federal agencies securities, mortgage-backed securities, asset-backed securities, corporate bonds and municipal bonds), alternative strategies (including traditional mutual funds, precious metals and commodities) and cash.

The following table provides the Bancorp's targeted and actual weighted-average asset allocations by asset category for the years ended December 31:

	Targeted Range(b)	**2020**	2019
Equity securities(a)	0-55 %	**3**	19
Fixed-income securities	50-100	**90**	59
Alternative strategies	0-5	**—**	—
Cash or cash equivalents	0-100	**7**	22
Total		**100 %**	100

(a) *Includes mutual and exchange-traded funds.*
(b) *These reflect the targeted ranges for the year ended December 31, 2020.*

Plan Management's objective is to achieve and maintain a fully-funded status of the qualified defined benefit plan while also minimizing the risk of excess assets. As a result, the portfolio assets of the qualified defined benefit plan will continue to increase the weighting of long duration fixed income, or liability matching assets, as the funded status increases. There were no significant concentrations of risk associated with the investments of the Plan at December 31, 2020.

Permitted asset classes of the Plan include cash and cash equivalents, fixed-income (domestic and non-U.S. bonds), equities (U.S., non-U.S., emerging markets and real estate investment trusts), equipment leasing and mortgages. The Plan utilizes derivative instruments including puts, calls, straddles or other option strategies, as approved by management.

Fifth Third Bank, National Association, as Trustee, is expected to manage Plan assets in a manner consistent with the Plan agreement and other regulatory, federal and state laws. As of December 31, 2020 and 2019, $173 million and $175 million, respectively, of Plan assets were managed by Fifth Third Bank, National Association. The Fifth Third Bank Pension, 401(k) and Medical Plan Committee (the "Committee") is the plan administrator. The Trustee is required to provide to the Committee monthly and quarterly reports covering a list of Plan assets, portfolio performance, transactions and asset allocation. The Trustee is also required to keep the Committee apprised of any material changes in the Trustee's outlook and recommended investment policy. There were no fees paid by the Plan for investment management, accounting or administrative services provided by the Trustee.

Other Information on Retirement and Benefit Plans

The Bancorp has a qualified defined contribution savings plan that allows participants to make voluntary 401(k) contributions on a pre-tax or Roth basis, subject to statutory limitations. Expenses recognized for matching contributions to the Bancorp's qualified defined contribution savings plan were $105 million, $90 million and $83 million for the years ended December 31, 2020, 2019 and 2018, respectively. The Bancorp did not make profit sharing contributions during both the years ended December 31, 2020 and 2018. The Bancorp recognized $4 million of profit sharing expense associated with the MB Financial, Inc. acquisition during the year ended December 31, 2019. In addition, the Bancorp has a non-qualified defined contribution plan that allows certain employees to make voluntary contributions into a deferred compensation plan. Expenses recognized by the Bancorp for its non-qualified defined contribution plan were $5 million, $6 million and $4 million for the years ended December 31, 2020, 2019 and 2018, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

24. Accumulated Other Comprehensive Income

The tables below present the activity of the components of OCI and AOCI for the years ended December 31:

	Total OCI			Total AOCI		
2020 ($ in millions)	Pre-tax Activity	Tax Effect	Net Activity	Beginning Balance	Net Activity	Ending Balance
Unrealized holding gains on available-for-sale debt securities arising during the year	**$ 1,514**	**(361)**	**1,153**			
Reclassification adjustment for net gains on available-for-sale debt securities included in net income	**(45)**	**11**	**(34)**			
Net unrealized gains on available-for-sale debt securities	**1,469**	**(350)**	**1,119**	**812**	**1,119**	**1,931**
Unrealized holding gains on cash flow hedge derivatives arising during the year	**611**	**(128)**	**483**			
Reclassification adjustment for net gains on cash flow hedge derivatives included in net income	**(237)**	**50**	**(187)**			
Net unrealized gains on cash flow hedge derivatives	**374**	**(78)**	**296**	**422**	**296**	**718**
Net actuarial loss arising during the year	**(12)**	**3**	**(9)**			
Reclassification of amounts to net periodic benefit costs	**9**	**(2)**	**7**			
Defined benefit pension plans, net	**(3)**	**1**	**(2)**	**(42)**	**(2)**	**(44)**
Other	**(4)**	**—**	**(4)**	**—**	**(4)**	**(4)**
Total	**$ 1,836**	**(427)**	**1,409**	**1,192**	**1,409**	**2,601**

	Total OCI			Total AOCI		
2019 ($ in millions)	Pre-tax Activity	Tax Effect	Net Activity	Beginning Balance	Net Activity	Ending Balance
Unrealized holding gains on available-for-sale debt securities arising during the year	$ 1,369	(323)	1,046			
Reclassification adjustment for net gains on available-for-sale debt securities included in net income	(9)	2	(7)			
Net unrealized gains on available-for-sale debt securities	1,360	(321)	1,039	(227)	1,039	812
Unrealized holding gains on cash flow hedge derivatives arising during the year	348	(73)	275			
Reclassification adjustment for net gains on cash flow hedge derivatives included in net income	(16)	3	(13)			
Net unrealized gains on cash flow hedge derivatives	332	(70)	262	160	262	422
Net actuarial loss arising during the year	(5)	—	(5)			
Reclassification of amounts to net periodic benefit costs	9	(1)	8			
Defined benefit pension plans, net	4	(1)	3	(45)	3	(42)
Total	$ 1,696	(392)	1,304	(112)	1,304	1,192

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2018 ($ in millions)	Total OCI Pre-tax Activity	Total OCI Tax Effect	Total OCI Net Activity	Total AOCI Beginning Balance	Total AOCI Net Activity	Total AOCI Ending Balance
Unrealized holding losses on available-for-sale debt securities arising during the year	$ (483)	112	(371)			
Reclassification adjustment for net losses on available-for-sale debt securities included in net income	11	(2)	9			
Net unrealized losses on available-for-sale debt securities	(472)	110	(362)	135	(362)	(227)
Unrealized holding gains on cash flow hedge derivatives arising during the year	214	(45)	169			
Reclassification adjustment for net losses on cash flow hedge derivatives included in net income	2	—	2			
Net unrealized gains on cash flow hedge derivatives	216	(45)	171	(11)	171	160
Net actuarial gain arising during the year	1	—	1			
Reclassification of amounts to net periodic benefit costs	9	(2)	7			
Defined benefit pension plans, net	10	(2)	8	(53)	8	(45)
Total	$ (246)	63	(183)	71	(183)	(112)

The table below presents reclassifications out of AOCI for the years ended December 31:

Components of AOCI: ($ in millions)	Consolidated Statements of Income Caption	**2020**	2019	2018
Net unrealized gains (losses) on available-for-sale debt securities:[(b)]				
Net gains (losses) included in net income	Securities gains (losses), net	**$ 45**	9	(11)
	Income before income taxes	**45**	9	(11)
	Applicable income tax expense	**(11)**	(2)	2
	Net income	**34**	7	(9)
Net unrealized gains (losses) on cash flow hedge derivatives:[(b)]				
Interest rate contracts related to C&I loans	Interest and fees on loans and leases	**237**	16	(2)
	Income before income taxes	**237**	16	(2)
	Applicable income tax expense	**(50)**	(3)	—
	Net income	**187**	13	(2)
Net periodic benefit costs:[(b)]				
Amortization of net actuarial loss	Compensation and benefits[(a)]	**(6)**	(6)	(6)
Settlements	Compensation and benefits[(a)]	**(3)**	(3)	(3)
	Income before income taxes	**(9)**	(9)	(9)
	Applicable income tax expense	**2**	1	2
	Net income	**(7)**	(8)	(7)
Total reclassifications for the period	Net income	**$ 214**	12	(18)

(a) This AOCI component is included in the computation of net periodic benefit cost. Refer to Note 23 for information on the computation of net periodic benefit cost.
(b) Amounts in parentheses indicate reductions to net income.

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25. Common, Preferred and Treasury Stock

The table presents a summary of the share activity within common, preferred and treasury stock for the years ended:

	Common Stock		Preferred Stock		Treasury Stock	
($ in millions, except share data)	Value	Shares	Value	Shares	Value	Shares
December 31, 2017	$ 2,051	923,892,581	$ 1,331	54,000	$ (5,002)	230,087,688
Shares acquired for treasury	—	—	—	—	(1,494)	49,967,134
Impact of stock transactions under stock compensation plans, net	—	—	—	—	23	(2,698,451)
Other	—	—	—	—	2	(94,647)
December 31, 2018	$ 2,051	923,892,581	$ 1,331	54,000	$ (6,471)	277,261,724
Shares acquired for treasury	—	—	—	—	(1,763)	64,601,891
Issuance of preferred shares, Series K	—	—	242	10,000	—	—
Conversion of outstanding preferred stock issued by a Bancorp subsidiary	—	—	197	200,000	—	—
Impact of MB Financial, Inc. acquisition	—	—	—	—	2,447	(122,848,442)
Impact of stock transactions under stock compensation plans, net	—	—	—	—	56	(4,258,132)
Other	—	—	—	—	7	219,911
December 31, 2019	$ 2,051	923,892,581	$ 1,770	264,000	$ (5,724)	214,976,952
Issuance of preferred shares, Series L	**—**	**—**	**346**	**14,000**	**—**	**—**
Impact of stock transactions under stock compensation plans, net	**—**	**—**	**—**	**—**	**46**	**(3,818,518)**
Other	**—**	**—**	**—**	**—**	**2**	**(26,178)**
December 31, 2020	**$ 2,051**	**923,892,581**	**$ 2,116**	**278,000**	**$ (5,676)**	**211,132,256**

Preferred Stock—Series L

On July 30, 2020, the Bancorp issued in a registered public offering 350,000 depositary shares, representing 14,000 shares of 4.50% fixed-rate reset non-cumulative perpetual preferred stock, Series L, for net proceeds of approximately $346 million. Each preferred share has a $25,000 liquidation preference. The preferred stock accrues dividends on a non-cumulative basis at an annual rate of 4.50% through but excluding September 30, 2025. From, and including, September 30, 2025 and for each dividend reset period thereafter, dividends will accrue on the Series L preferred stock, on a non-cumulative basis, at a rate equal to the five-year U.S. Treasury rate as of the most recent reset dividend determination date plus 4.215%. Dividends will be payable, when, as and if declared by the Bancorp's Board of Directors, quarterly in arrears on each of March 31, June 30, September 30 and December 31, beginning on September 30, 2020. Subject to obtaining all required regulatory approvals, on any dividend payment date on or after September 30, 2025, the Bancorp may redeem the Series L preferred stock and the related depositary shares in whole or in part, at 100% of their liquidation preference, plus an amount equal to any declared and unpaid dividends, without accumulation of any undeclared dividends. In addition, the Series L preferred stock and the related depositary shares may be redeemed, subject to obtaining all required regulatory approvals, in whole but not in part, at any time, following the occurrence of a regulatory capital event, at 100% of their liquidation preference, plus an amount equal to any declared and unpaid dividends, without accumulation of any undeclared dividends. The Series L preferred shares are not convertible into Bancorp common shares or any other securities.

Preferred Stock—Series K

On September 17, 2019, the Bancorp issued, in a registered public offering 10,000,000 depositary shares, representing 10,000 shares of 4.95% non-cumulative Series K perpetual preferred stock, for net proceeds of approximately $242 million. Each preferred share has a $25,000 liquidation preference. Subject to any required regulatory approval, the Bancorp may redeem the Series K preferred shares at its option in whole or in part, on any dividend payment date on or after September 30, 2024 and may redeem in whole, but not in part, at any time following a regulatory capital event. The Series K preferred shares are not convertible into Bancorp common shares or any other securities.

Preferred Stock—Class B, Series A

On August 26, 2019, the Bancorp issued 200,000 shares of 6.00% non-cumulative perpetual Class B preferred stock, Series A. Each preferred share has a $1,000 liquidation preference. These shares were issued to the holders of MB Financial, Inc.'s 6.00% non-cumulative perpetual preferred stock, Series C, in conjunction with the merger of MB Financial, Inc. with and into Fifth Third Bancorp. This transaction resulted in the elimination of the noncontrolling interest in MB Financial, Inc. which was previously reported in the Bancorp's Consolidated Financial Statements. The newly issued shares of Class B preferred stock, Series A were recognized by the Bancorp at the carrying value previously assigned to the MB Financial, Inc. Series C preferred stock prior to the transaction.

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Preferred Stock—Series J

On June 5, 2014, the Bancorp issued, in a registered public offering, 300,000 depositary shares, representing 12,000 shares of 4.90% fixed to floating-rate non-cumulative Series J perpetual preferred stock, for net proceeds of $297 million. Each preferred share has a $25,000 liquidation preference. The preferred stock accrued dividends, on a non-cumulative semi-annual basis, at an annual rate of 4.90% through but excluding September 30, 2019, at which time it converted to a quarterly floating-rate dividend of three-month LIBOR plus 3.129%. Subject to any required regulatory approval, the Bancorp may redeem the Series J preferred shares at its option, in whole or in part, at any time on or after September 30, 2019, or any time prior following a regulatory capital event. The Series J preferred shares are not convertible into Bancorp common shares or any other securities.

Preferred Stock—Series I

On December 9, 2013, the Bancorp issued, in a registered public offering, 18,000,000 depositary shares, representing 18,000 shares of 6.625% fixed to floating-rate non-cumulative Series I perpetual preferred stock, for net proceeds of $441 million. Each preferred share has a $25,000 liquidation preference. The preferred stock accrues dividends, on a non-cumulative quarterly basis, at an annual rate of 6.625% through but excluding December 31, 2023, at which time it converts to a quarterly floating-rate dividend of three-month LIBOR plus 3.71%. Subject to any required regulatory approval, the Bancorp may redeem the Series I preferred shares at its option in whole or in part, at any time on or after December 31, 2023 and may redeem in whole but not in part, following a regulatory capital event at any time prior to December 31, 2023. The Series I preferred shares are not convertible into Bancorp common shares or any other securities.

Preferred Stock—Series H

On May 16, 2013, the Bancorp issued, in a registered public offering, 600,000 depositary shares, representing 24,000 shares of 5.10% fixed to floating-rate non-cumulative Series H perpetual preferred stock, for net proceeds of $593 million. Each preferred share has a $25,000 liquidation preference. The preferred stock accrues dividends, on a non-cumulative semi-annual basis, at an annual rate of 5.10% through but excluding June 30, 2023, at which time it converts to a quarterly floating-rate dividend of three-month LIBOR plus 3.033%. Subject to any required regulatory approval, the Bancorp may redeem the Series H preferred shares at its option in whole or in part, at any time on or after June 30, 2023 and may redeem in whole but not in part, following a regulatory capital event at any time prior to June 30, 2023. The Series H preferred shares are not convertible into Bancorp common shares or any other securities.

Treasury Stock

In June of 2019, the Board of Directors authorized the Bancorp to repurchase up to 100 million common shares in the open market or in privately negotiated transactions and to utilize any derivative or similar instrument to effect share repurchase transactions. This share repurchase authorization replaced the Board's previous authorization from February of 2018.

The Bancorp entered into a number of accelerated share repurchase transactions during the year ended December 31, 2019. As part of these transactions, the Bancorp entered into forward contracts in which the final number of shares delivered at settlement was based generally on a discount to the average daily volume weighted-average price of the Bancorp's common stock during the term of these repurchase agreements. The accelerated share repurchases were treated as two separate transactions: (i) the repurchase of treasury shares on the repurchase date and (ii) a forward contract indexed to the Bancorp's common stock.

The following table presents a summary of the Bancorp's accelerated share repurchase transactions that were entered into or settled during the year ended December 31, 2019:

Repurchase Date	Amount ($ in millions)	Shares Repurchased on Repurchase Date	Shares Received from Forward Contract	Total Shares Repurchased	Settlement Date
March 27, 2019[(a)]	$ 913	31,779,280	2,026,584	33,805,864	June 28, 2019
April 29, 2019[(b)]	200	6,015,570	1,217,805	7,233,375	May 23, 2019 - May 24, 2019
August 7, 2019	100	3,150,482	694,238	3,844,720	August 16, 2019
August 9, 2019[(b)]	200	6,405,426	1,475,487	7,880,913	August 28, 2019
October 25, 2019	300	9,020,163	1,149,121	10,169,284	December 17, 2019

(a) This accelerated share repurchase transaction consisted of two supplemental confirmations each with a notional amount of $456.5 million.

(b) This accelerated share repurchase transaction consisted of two supplemental confirmations each with a notional amount of $100 million.

Between July 29, 2019 and July 30, 2019, the Bancorp repurchased 1,667,735 shares, or approximately $50 million, of its outstanding common stock through open market repurchase transactions, which settled between July 31, 2019 and August 1, 2019.

For further information on a subsequent event related to treasury stock refer to Note 33.

26. Stock-Based Compensation

Stock-based awards are eligible for issuance under the Bancorp's Incentive Compensation Plan to executives, directors and key employees of the Bancorp and its subsidiaries. The 2019 Incentive Compensation Plan was approved by shareholders on April 16, 2019 and authorized the issuance of up to 40 million shares, as equity compensation and provides for SARs, RSAs, RSUs, stock options, performance share or unit awards, dividend or dividend equivalent rights and stock awards. As of December 31, 2020, there were 28.7 million shares available for future issuance. Based on total stock-based awards outstanding (including SARs, RSAs, RSUs, stock options and PSAs) and shares remaining for future grants under the 2019 Incentive Compensation Plan, the potential dilution to which the Bancorp's shareholders of common stock are exposed due to the potential that stock-based compensation will be awarded to executives, directors or key employees of the Bancorp and its subsidiaries is 8%. SARs, RSAs, RSUs, stock options and PSAs outstanding represent 4% of the Bancorp's issued shares at December 31, 2020.

All of the Bancorp's stock-based awards are to be settled with stock. The Bancorp has historically used treasury stock to settle stock-based awards, when available. SARs, issued at fair value based on the closing price of the Bancorp's common stock on the date of grant, have up to ten year terms and vest and become exercisable ratably over a three or four-year period of continued employment. The Bancorp does not grant discounted SARs or stock options, re-price previously granted SARs or stock options or grant reload stock options. RSAs and RSUs are released after three or four years or ratably over three or four years of continued employment. RSAs include dividend and voting rights while RSUs receive dividend equivalents only. Dividend equivalents are accrued and paid in cash when the underlying shares are distributed, except for certain RSUs which have the rights to receive dividend equivalents paid in cash at each dividend payment date. For PSAs that are eligible to receive dividend equivalents, the accrued cash dividends are adjusted by the payout percentage achieved on the underlying awards. Stock options were previously issued at fair value based on the closing price of the Bancorp's common stock on the date of grant, had up to ten year terms and vested and became fully exercisable ratably over a three or four-year period of continued employment. PSAs have three-year cliff vesting terms with performance conditions as defined by the plan. All of the Bancorp's executive stock-based awards contain an annual performance hurdle of 2% return on tangible common equity. If this threshold is not met in any one of the three years during the performance period, one-third of PSAs are forfeited. Additionally, if this threshold is not met, all SARs, RSAs and RSUs that would vest in the next year may also be forfeited at the discretion of the Human Capital and Compensation Committee of the Board of Directors. The Bancorp met this threshold as of December 31, 2020.

Under the terms of the merger agreement with MB Financial, Inc., the Bancorp granted stock-based awards to replace those awards previously granted by MB Financial, Inc. that were outstanding as of March 22, 2019. The replacement awards included RSAs, RSUs, and stock options. Approximately 1.65 replacement awards were granted to replace each outstanding MB Financial, Inc. award and the strike prices of replacement stock options were also adjusted to reflect this exchange ratio. Otherwise, the replacement awards were granted with substantially the same terms as the MB Financial, Inc. awards that were being replaced, including vesting and expiration dates.

The fair value of the awards being replaced and the replacement awards were measured as of the date of the merger. The portion of the fair value of the awards being replaced which was attributable to pre-combination service was included as a component of the consideration paid in the merger. The portion attributable to post-combination service, in addition to any increased value of the replacement awards over the awards being replaced, was recognized as stock-based compensation expense over each award's remaining service period.

Stock-based compensation expense was $123 million, $132 million and $127 million for the years ended December 31, 2020, 2019 and 2018, respectively, and is included in compensation and benefits expense in the Consolidated Statements of Income. The total related income tax benefit recognized was $26 million for the year ended December 31, 2020 and $27 million for both the years ended December 31, 2019 and 2018.

Stock Appreciation Rights

The Bancorp uses assumptions, which are evaluated and revised as necessary, in estimating the grant-date fair value of each SAR grant.

The weighted-average assumptions were as follows for the years ended December 31:

	2020	2019	2018
Expected life (in years)	**7**	7	7
Expected volatility	**24 %**	32	35
Expected dividend yield	**3.2**	3.3	1.9
Risk-free interest rate	**1.5**	2.6	2.6

The expected life is generally derived from historical exercise patterns and represents the amount of time that SARs granted are expected to be outstanding. The expected volatility is based on a combination of historical and implied volatilities of the Bancorp's common stock. The expected dividend yield is based on annual dividends divided by the Bancorp's stock price. Annual dividends are based on projected dividends, estimated using an expected long-term dividend payout ratio, over the estimated life of the awards. The risk-free interest rate for periods within the contractual life of the SARs is based on the U.S. Treasury yield curve in effect at the time of grant.

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The grant-date fair value of SARs is measured using the Black-Scholes option-pricing model. The weighted-average grant-date fair value of SARs granted was $6.82, $7.38 and $11.33 per share for the years ended December 31, 2020, 2019 and 2018, respectively. The total grant-date fair value of SARs that vested during the years ended December 31, 2020, 2019 and 2018 was $15 million, $20 million and $26 million, respectively.

At December 31, 2020, there was $1 million of stock-based compensation expense related to outstanding SARs not yet recognized. The expense is expected to be recognized over an estimated remaining weighted-average period at December 31, 2020 of 1.2 years.

	2020		2019		2018	
SARs (in thousands, except per share data)	Number of SARs	Weighted-Average Grant Price Per Share	Number of SARs	Weighted-Average Grant Price Per Share	Number of SARs	Weighted-Average Grant Price Per Share
Outstanding at January 1	**21,449**	**$ 18.38**	26,196	$ 17.30	31,929	$ 17.22
Granted	**365**	**29.64**	399	26.72	272	33.15
Exercised	**(2,420)**	**16.10**	(4,829)	13.34	(5,058)	16.96
Forfeited or expired	**(136)**	**25.50**	(317)	23.47	(947)	20.93
Outstanding at December 31	**19,258**	**$ 18.83**	21,449	$ 18.38	26,196	$ 17.30
Exercisable at December 31	**17,979**	**$ 18.19**	18,249	$ 17.50	20,132	$ 15.90

The following table summarizes outstanding and exercisable SARs by grant price per share at December 31, 2020.

	Outstanding SARs			Exercisable SARs		
SARs (in thousands, except per share data)	Number of SARs	Weighted-Average Grant Price Per Share	Weighted-Average Remaining Contractual Life (in years)	Number of SARs	Weighted-Average Grant Price Per Share	Weighted-Average Remaining Contractual Life (in years)
$10.01-$20.00	13,661	$ 16.23	2.9	13,661	$ 16.23	2.9
$20.01-$30.00	5,343	24.81	5.3	4,148	24.04	4.7
$30.01-$40.00	254	33.15	7.1	170	33.15	7.1
All SARs	19,258	$ 18.83	3.6	17,979	$ 18.19	3.3

Restricted Stock Awards

The total grant-date fair value of RSAs that were released was immaterial during the year ended December 31, 2020 and $16 million and $27 million for the years ended December 31, 2019 and 2018, respectively. The Bancorp has not granted any RSAs in the years ended December 31, 2020, 2019 or 2018 and the number of RSAs outstanding at December 31, 2020 was immaterial.

	2019		2018	
RSAs (in thousands, except per share data)	Shares	Weighted-Average Grant-Date Fair Value Per Share	Shares	Weighted-Average Grant-Date Fair Value Per Share
Outstanding at January 1	868	$ 19.18	2,321	$ 19.72
Assumed	11	25.48	—	—
Released	(867)	18.91	(1,347)	20.09
Forfeited	(12)	19.01	(106)	19.40
Outstanding at December 31	—	$ 25.48	868	$ 19.18

Restricted Stock Units

The total grant-date fair value of RSUs that were released during the years ended December 31, 2020, 2019 and 2018 was $107 million, $73 million and $42 million, respectively. At December 31, 2020, there was $119 million of stock-based compensation expense related to outstanding RSUs not yet recognized. The expense is expected to be recognized over an estimated remaining weighted-average period at December 31, 2020 of 2.4 years.

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RSUs (in thousands, except per unit data)	2020 Units	2020 Weighted-Average Grant-Date Fair Value Per Unit	2019 Units	2019 Weighted-Average Grant-Date Fair Value Per Unit	2018 Units	2018 Weighted-Average Grant-Date Fair Value Per Unit
Outstanding at January 1	**10,006**	**$ 27.30**	8,020	$ 27.04	6,986	$ 22.25
Granted	**4,177**	**28.75**	4,375	26.68	3,674	32.84
Assumed	**—**	**—**	1,476	25.48	—	—
Released	**(4,076)**	**26.19**	(2,951)	24.76	(1,977)	21.15
Forfeited	**(641)**	**27.70**	(914)	27.41	(663)	26.45
Outstanding at December 31	**9,466**	**$ 28.38**	10,006	$ 27.30	8,020	$ 27.04

The following table summarizes outstanding RSUs by grant-date fair value per unit at December 31, 2020.

RSUs (in thousands)	Outstanding RSUs Units	Outstanding RSUs Weighted-Average Remaining Contractual Life (in years)
Under $15.00	51	1.6
$15.01-$20.00	249	0.4
$20.01-$25.00	259	1.2
$25.01-$30.00	7,380	1.3
$30.01-$35.00	1,527	0.6
All RSUs	9,466	1.1

Stock Options

There were no stock options granted during the years ended December 31, 2020, 2019 and 2018, except for replacement stock option awards assumed in conjunction with the MB Financial, Inc. acquisition. While the Bancorp has historically utilized the Black-Scholes option pricing model to measure the fair value of stock option grants, the fair value of these grants were measured using the Hull-White option pricing model as it was expected to provide a more precise estimate of fair value in a business combination scenario. The assumptions used in the valuation model varied for each grant tranche, but included expected volatility of 23%-29%, no expected dividend yield, risk-free interest rates of 2.34%-2.51%, a departure rate of 10% and exercise ratios of 2.2-2.8. The replacement stock option awards had a weighted-average time to maturity of 5.4 years as of March 22, 2019.

The total intrinsic value of stock options exercised was $3 million and $7 million for the years ended December 31, 2020 and 2019, respectively, and was immaterial for year ended December 31, 2018. Cash received from stock options exercised was $5 million and $11 million for the years ended December 31, 2020 and 2019, respectively, and immaterial for the year ended December 31, 2018. The tax benefit realized from exercised stock options was $1 million for both the years ended December 31, 2020 and 2019 and immaterial for the year ended December 31, 2018. No stock options vested during the years ended December 31, 2020, 2019 or 2018. As of December 31, 2020, the aggregate intrinsic value of both outstanding stock options and exercisable stock options was $5 million.

Stock Options (in thousands, except per share data)	2020 Number of Options	2020 Weighted-Average Exercise Price Per Share	2019 Number of Options	2019 Weighted-Average Exercise Price Per Share	2018 Number of Options	2018 Weighted-Average Exercise Price Per Share
Outstanding at January 1	**1,381**	**$ 20.15**	—	$ —	2	$ 16.50
Assumed	**—**	**—**	2,120	19.34	—	—
Exercised	**(440)**	**17.48**	(660)	17.36	(1)	8.59
Forfeited or expired	**(148)**	**23.99**	(79)	22.18	(1)	24.41
Outstanding at December 31	**793**	**$ 20.81**	1,381	$ 20.15	—	$ —
Exercisable at December 31	**725**	**$ 20.34**	1,162	$ 19.17	—	$ —

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The following table summarizes outstanding and exercisable stock options by exercise price per share at December 31, 2020.

	Outstanding Stock Options			Exercisable Stock Options		
Stock Options (in thousands, except per share data)	Number of Options	Weighted-Exercise Price Per Share	Weighted-Average Contractual Life (in years)	Number of Options	Weighted-Exercise Price Per Share	Weighted-Average Contractual Life (in years)
Under $10.00	7	$ 8.58	5.6	7	$ 8.58	5.6
$10.01-$20.00	481	17.53	2.9	481	17.52	2.9
$20.01-$30.00	305	26.26	4.4	237	26.39	3.7
All stock options	793	$ 20.81	3.5	725	$ 20.34	3.2

Other Stock-Based Compensation

PSAs are payable contingent upon the Bancorp achieving certain predefined performance targets over the three-year measurement period and ranges from zero shares to approximately 1 million shares. Awards granted during the years ended December 31, 2020, 2019 and 2018 will be entirely settled in stock. The performance targets are based on the Bancorp's performance relative to a defined peer group. PSAs use a performance-based metric based on return on tangible common equity in relation to peers. During the years ended December 31, 2020, 2019 and 2018, 280,026, 328,068 and 279,568 PSAs, respectively, were granted by the Bancorp. These awards were granted at a weighted-average grant-date fair value of $29.64, $26.72 and $33.15 per unit during the years ended December 31, 2020, 2019 and 2018, respectively.

The Bancorp sponsors an employee stock purchase plan that allows qualifying employees to purchase shares of the Bancorp's common stock with a 15% match. During the years ended December 31, 2020, 2019 and 2018, there were 883,735, 564,061 and 471,818 shares, respectively, purchased by participants and the Bancorp recognized stock-based compensation expense of $2 million in each of the respective years. As of December 31, 2020, there were 3.7 million shares available for future issuance, which represents the remaining shares of Fifth Third common stock under the Bancorp's 1993 Stock Purchase Plan, as amended and restated, including an additional 1.5 million shares approved by shareholders on March 28, 2007 and an additional 12 million shares approved by shareholders on April 21, 2009.

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27. Other Noninterest Income and Other Noninterest Expense

The following table presents the major components of other noninterest income and other noninterest expense for the years ended December 31:

($ in millions)		2020	2019	2018
Other noninterest income:				
Private equity investment income	$	**75**	65	63
Income from the TRA associated with Worldpay, Inc.		**74**	346	20
BOLI income		**63**	60	56
Cardholder fees		**44**	58	56
Consumer loan and lease fees		**20**	23	23
Banking center income		**20**	22	21
Insurance income		**20**	19	20
Loss on swap associated with the sale of Visa, Inc. Class B Shares		**(103)**	(107)	(59)
Net losses on disposition and impairment of bank premises and equipment		**(31)**	(23)	(43)
Gain on sale of Worldpay, Inc. shares		**—**	562	205
Equity method income from interest in Worldpay Holding, LLC		**—**	2	1
Gain related to Vantiv, Inc.'s acquisition of Worldpay Group plc.		**—**	—	414
Other, net		**29**	37	26
Total other noninterest income	$	**211**	1,064	803
Other noninterest expense:				
Loan and lease	$	**162**	142	112
FDIC insurance and other taxes		**118**	81	119
Losses and adjustments		**100**	102	61
Data processing		**75**	70	57
Professional service fees		**49**	70	67
Intangible amortization		**48**	45	5
Postal and courier		**36**	38	35
Donations		**36**	30	21
Travel		**27**	68	52
Recruitment and education		**21**	28	32
Insurance		**15**	14	13
Supplies		**13**	14	13
Other, net		**221**	232	210
Total other noninterest expense	$	**921**	934	797

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28. Earnings Per Share

The following table provides the calculation of earnings per share and the reconciliation of earnings per share and earnings per diluted share for the years ended December 31:

	2020			2019			2018		
($ in millions, except per share data)	Income	Average Shares	Per Share Amount	Income	Average Shares	Per Share Amount	Income	Average Shares	Per Share Amount
Earnings Per Share:									
Net income available to common shareholders	**$ 1,323**			2,419			2,118		
Less: Income allocated to participating securities	**6**			21			23		
Net income allocated to common shareholders	**$ 1,317**	**715**	**1.84**	2,398	710	3.38	2,095	673	3.11
Earnings Per Diluted Share:									
Net income available to common shareholders	**$ 1,323**			2,419			2,118		
Effect of dilutive securities:									
Stock-based awards	**—**	**5**		—	10		—	12	
Net income available to common shareholders plus assumed conversions	**1,323**			2,419			2,118		
Less: Income allocated to participating securities	**6**			21			23		
Net income allocated to common shareholders plus assumed conversions	**$ 1,317**	**720**	**1.83**	2,398	720	3.33	2,095	685	3.06

Shares are excluded from the computation of earnings per diluted share when their inclusion has an anti-dilutive effect on earnings per share. The diluted earnings per share computation for the years ended December 31, 2020, 2019 and 2018 excludes 7 million, 2 million and 3 million shares, respectively, of stock-based awards because their inclusion would have been anti-dilutive.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

29. Fair Value Measurements

The Bancorp measures certain financial assets and liabilities at fair value in accordance with U.S. GAAP, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. U.S. GAAP also establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. For more information regarding the fair value hierarchy and how the Bancorp measures fair value, refer to Note 1.

Assets and Liabilities Measured at Fair Value on a Recurring Basis

The following tables summarize assets and liabilities measured at fair value on a recurring basis as of:

	Fair Value Measurements Using			
December 31, 2020 ($ in millions)	Level 1	Level 2	Level 3	Total Fair Value
Assets:				
Available-for-sale debt and other securities:				
U.S. Treasury and federal agencies securities	$ **78**	**—**	**—**	**78**
Obligations of states and political subdivisions securities	**—**	**17**	**—**	**17**
Mortgage-backed securities:				
Agency residential mortgage-backed securities	**—**	**11,907**	**—**	**11,907**
Agency commercial mortgage-backed securities	**—**	**18,221**	**—**	**18,221**
Non-agency commercial mortgage-backed securities	**—**	**3,590**	**—**	**3,590**
Asset-backed securities and other debt securities	**—**	**3,176**	**—**	**3,176**
Available-for-sale debt and other securities(a)	**78**	**36,911**	**—**	**36,989**
Trading debt securities:				
U.S. Treasury and federal agencies securities	**81**	**—**	**—**	**81**
Obligations of states and political subdivisions securities	**—**	**10**	**—**	**10**
Agency residential mortgage-backed securities	**—**	**30**	**—**	**30**
Asset-backed securities and other debt securities	**—**	**439**	**—**	**439**
Trading debt securities	**81**	**479**	**—**	**560**
Equity securities	**293**	**20**	**—**	**313**
Residential mortgage loans held for sale	**—**	**1,481**	**—**	**1,481**
Residential mortgage loans(b)	**—**	**—**	**161**	**161**
Servicing rights	**—**	**—**	**656**	**656**
Derivative assets:				
Interest rate contracts	**1**	**2,227**	**61**	**2,289**
Foreign exchange contracts	**—**	**255**	**—**	**255**
Commodity contracts	**24**	**351**	**—**	**375**
Derivative assets(c)	**25**	**2,833**	**61**	**2,919**
Total assets	$ **477**	**41,724**	**878**	**43,079**
Liabilities:				
Derivative liabilities:				
Interest rate contracts	$ **16**	**261**	**8**	**285**
Foreign exchange contracts	**—**	**227**	**—**	**227**
Equity contracts	**—**	**—**	**201**	**201**
Commodity contracts	**55**	**304**	**—**	**359**
Derivative liabilities(d)	**71**	**792**	**209**	**1,072**
Short positions:				
U.S. Treasury and federal agencies securities	**63**	**—**	**—**	**63**
Asset-backed securities and other debt securities	**—**	**392**	**—**	**392**
Short positions(d)	**63**	**392**	**—**	**455**
Total liabilities	$ **134**	**1,184**	**209**	**1,527**

(a) Excludes FHLB, FRB and DTCC restricted stock holdings totaling $40, $482 and $2, respectively, at December 31, 2020.
(b) Includes residential mortgage loans originated as held for sale and subsequently transferred to held for investment.
(c) Included in other assets in the Consolidated Balance Sheets.
(d) Included in other liabilities in the Consolidated Balance Sheets.

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	Fair Value Measurements Using			
December 31, 2019 ($ in millions)	Level 1	Level 2	Level 3	Total Fair Value
Assets:				
Available-for-sale debt and other securities:				
U.S. Treasury and federal agencies securities	$ 75	—	—	75
Obligations of states and political subdivisions securities	—	18	—	18
Mortgage-backed securities:				
Agency residential mortgage-backed securities	—	14,115	—	14,115
Agency commercial mortgage-backed securities	—	15,693	—	15,693
Non-agency commercial mortgage-backed securities	—	3,365	—	3,365
Asset-backed securities and other debt securities	—	2,206	—	2,206
Available-for-sale debt and other securities[(a)]	75	35,397	—	35,472
Trading debt securities:				
U.S. Treasury and federal agencies securities	2	—	—	2
Obligations of states and political subdivisions securities	—	9	—	9
Agency residential mortgage-backed securities	—	55	—	55
Asset-backed securities and other debt securities	—	231	—	231
Trading debt securities	2	295	—	297
Equity securities	554	10	—	564
Residential mortgage loans held for sale	—	1,264	—	1,264
Residential mortgage loans[(b)]	—	—	183	183
Servicing rights	—	—	993	993
Derivative assets:				
Interest rate contracts	1	1,218	18	1,237
Foreign exchange contracts	—	165	—	165
Commodity contracts	37	234	—	271
Derivative assets[(c)]	38	1,617	18	1,673
Total assets	$ 669	38,583	1,194	40,446
Liabilities:				
Derivative liabilities:				
Interest rate contracts	$ 5	144	8	157
Foreign exchange contracts	—	151	—	151
Equity contracts	—	—	163	163
Commodity contracts	17	253	—	270
Derivative liabilities[(d)]	22	548	171	741
Short positions:				
U.S. Treasury and federal agencies securities	49	—	—	49
Asset-backed securities and other debt securities	—	100	—	100
Short positions[(d)]	$ 49	100	—	149
Total liabilities	$ 71	648	171	890

(a) Excludes FHLB, FRB and DTCC restricted stock holdings totaling $76, $478 and $2, respectively, at December 31, 2019.
(b) Includes residential mortgage loans originated as held for sale and subsequently transferred to held for investment.
(c) Included in other assets in the Consolidated Balance Sheets.
(d) Included in other liabilities in the Consolidated Balance Sheets.

The following is a description of the valuation methodologies used for significant instruments measured at fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

Available-for-sale debt and other securities, trading debt securities and equity securities
Where quoted prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include U.S. Treasury securities and equity securities. If quoted market prices are not available, then fair values are estimated using pricing models, quoted prices of securities with similar characteristics or DCFs. Level 2 securities may include federal agencies securities, obligations of states and political subdivisions securities, agency residential mortgage-backed securities, agency and non-agency commercial mortgage-backed securities, asset-backed securities and other debt securities and equity securities. These securities are generally valued using a market approach based on observable prices of securities with similar characteristics.

Residential mortgage loans held for sale
For residential mortgage loans held for sale for which the fair value election has been made, fair value is estimated based upon mortgage-backed securities prices and spreads to those prices or, for certain ARM loans, DCF models that may incorporate the anticipated portfolio

composition, credit spreads of asset-backed securities with similar collateral and market conditions. The anticipated portfolio composition includes the effect of interest rate spreads and discount rates due to loan characteristics such as the state in which the loan was originated, the loan amount and the ARM margin. Residential mortgage loans held for sale that are valued based on mortgage-backed securities prices are classified within Level 2 of the valuation hierarchy as the valuation is based on external pricing for similar instruments. ARM loans classified as held for sale are also classified within Level 2 of the valuation hierarchy due to the use of observable inputs in the DCF model. These observable inputs include interest rate spreads from agency mortgage-backed securities market rates and observable discount rates.

Residential mortgage loans

Residential mortgage loans held for sale that are reclassified to held for investment are transferred from Level 2 to Level 3 of the fair value hierarchy. For residential mortgage loans for which the fair value election has been made, and that are reclassified from held for sale to held for investment, the fair value estimation is based on mortgage-backed securities prices, interest rate risk and an internally developed credit component. Therefore, these loans are classified within Level 3 of the valuation hierarchy. An adverse change in the loss rate or severity assumption would result in a decrease in fair value of the related loans.

Servicing rights

MSRs do not trade in an active, open market with readily observable prices. While sales of MSRs do occur, the precise terms and conditions typically are not readily available. Accordingly, the Bancorp estimates the fair value of MSRs using internal OAS models with certain unobservable inputs, primarily prepayment speed assumptions, OAS and weighted-average lives, resulting in a classification within Level 3 of the valuation hierarchy. Refer to Note 14 for further information on the assumptions used in the valuation of the Bancorp's MSRs.

Derivatives

Exchange-traded derivatives valued using quoted prices and certain over-the-counter derivatives valued using active bids are classified within Level 1 of the valuation hierarchy. Most of the Bancorp's derivative contracts are valued using DCF or other models that incorporate current market interest rates, credit spreads assigned to the derivative counterparties and other market parameters and, therefore, are classified within Level 2 of the valuation hierarchy. Such derivatives include basic and structured interest rate, foreign exchange and commodity swaps and options. Derivatives that are valued based upon models with significant unobservable market parameters are classified within Level 3 of the valuation hierarchy. During the years ended December 31, 2020 and 2019, derivatives classified as Level 3, which are valued using models containing unobservable inputs, consisted primarily of a total return swap associated with the Bancorp's sale of Visa, Inc. Class B Shares as well as IRLCs, which utilize internally generated loan closing rate assumptions as a significant unobservable input in the valuation process.

Under the terms of the total return swap, the Bancorp will make or receive payments based on subsequent changes in the conversion rate of the Visa, Inc. Class B Shares into Class A Shares. Additionally, the Bancorp will make a quarterly payment based on Visa's stock price and the conversion rate of the Visa, Inc. Class B Shares into Class A Shares until the date on which the Covered Litigation is settled. The fair value of the total return swap was calculated using a DCF model based on unobservable inputs consisting of management's estimate of the probability of certain litigation scenarios, the timing of the resolution of the Covered Litigation and Visa litigation loss estimates in excess, or shortfall, of the Bancorp's proportional share of escrow funds.

An increase in the loss estimate or a delay in the resolution of the Covered Litigation would result in an increase in the fair value of the derivative liability; conversely, a decrease in the loss estimate or an acceleration of the resolution of the Covered Litigation would result in a decrease in the fair value of the derivative liability. Refer to Note 19 for additional information on the Covered Litigation.

The net asset fair value of the IRLCs at December 31, 2020 was $57 million. Immediate decreases in current interest rates of 25 bps and 50 bps would result in increases in the fair value of the IRLCs of approximately $13 million and $25 million, respectively. Immediate increases of current interest rates of 25 bps and 50 bps would result in decreases in the fair value of the IRLCs of approximately $13 million and $26 million, respectively. The decrease in fair value of IRLCs due to immediate 10% and 20% adverse changes in the assumed loan closing rates would be approximately $6 million and $12 million, respectively, and the increase in fair value due to immediate 10% and 20% favorable changes in the assumed loan closing rates would be approximately $6 million and $12 million, respectively. These sensitivities are hypothetical and should be used with caution, as changes in fair value based on a variation in assumptions typically cannot be extrapolated because the relationship of the change in assumptions to the change in fair value may not be linear.

Short positions

Where quoted prices are available in an active market, short positions are classified within Level 1 of the valuation hierarchy. Level 1 securities include U.S. Treasury securities. If quoted market prices are not available, then fair values are estimated using pricing models, quoted prices of securities with similar characteristics or DCFs and therefore are classified within Level 2 of the valuation hierarchy. Level 2 securities include asset-backed and other debt securities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following tables are a reconciliation of assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3):

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)					
For the year ended December 31, 2020 ($ in millions)		Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	**$**	**183**	**993**	**10**	**(163)**	**1,023**
Total (losses) gains (realized/unrealized):[(d)]						
Included in earnings		**3**	**(565)**	**272**	**(103)**	**(393)**
Purchases/originations		**—**	**228**	**4**	**—**	**232**
Settlements		**(74)**	**—**	**(233)**	**65**	**(242)**
Transfers into Level 3[(b)]		**49**	**—**	**—**	**—**	**49**
Balance, end of period	**$**	**161**	**656**	**53**	**(201)**	**669**
The amount of total (losses) gains for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at December 31, 2020[(c)]	**$**	**3**	**(227)**	**58**	**(103)**	**(269)**

(a) Net interest rate derivatives include derivative assets and liabilities of $61 and $8, respectively, as of December 31, 2020.
(b) Includes certain residential mortgage loans originated as held for sale that were transferred to held for investment.
(c) Includes interest income and expense.
(d) There were no unrealized gains or losses for the period included in other comprehensive income for instruments still held at December 31, 2020.

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)					
For the year ended December 31, 2019 ($ in millions)		Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	$	179	938	(1)	(125)	991
Total (losses) gains (realized/unrealized):						
Included in earnings		(1)	(376)	145	(107)	(339)
Purchases/originations		—	431	(3)	—	428
Settlements		(31)	—	(131)	69	(93)
Transfers into Level 3[(b)]		36	—	—	—	36
Balance, end of period	$	183	993	10	(163)	1,023
The amount of total (losses) gains for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at December 31, 2019[(c)]	$	(1)	(250)	20	(107)	(338)

(a) Net interest rate derivatives include derivative assets and liabilities of $18 and $8, respectively, as of December 31, 2019.
(b) Includes certain residential mortgage loans held for sale that were transferred to held for investment.
(c) Includes interest income and expense.

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)					
For the year ended December 31, 2018 ($ in millions)		Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	$	137	858	3	(137)	861
Total (losses) gains (realized/unrealized):						
Included in earnings		(3)	(83)	72	(59)	(73)
Purchases/originations		—	163	(5)	—	158
Settlements		(19)	—	(71)	71	(19)
Transfers into Level 3[(b)]		64	—	—	—	64
Balance, end of period	$	179	938	(1)	(125)	991
The amount of total (losses) gains for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at December 31, 2018[(c)]	$	(3)	(4)	9	(59)	(57)

(a) Net interest rate derivatives include derivative assets and liabilities of $7 and $8, respectively, as of December 31, 2018.
(b) Includes certain residential mortgage loans held for sale that were transferred to held for investment.
(c) Includes interest income and expense.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The total losses and gains included in earnings for assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) were recorded in the Consolidated Statements of Income for the years ended December 31, 2020, 2019 and 2018 as follows:

($ in millions)		2020	2019	2018
Mortgage banking net revenue	$	**(291)**	(235)	(16)
Commercial banking revenue		**2**	3	2
Other noninterest income		**(104)**	(107)	(59)
Total losses	$	**(393)**	(339)	(73)

The total losses and gains included in earnings attributable to changes in unrealized gains and losses related to Level 3 assets and liabilities still held at December 31, 2020, 2019 and 2018 were recorded in the Consolidated Statements of Income as follows:

($ in millions)		2020	2019	2018
Mortgage banking net revenue	$	**(167)**	(233)	—
Commercial banking revenue		**2**	2	2
Other noninterest income		**(104)**	(107)	(59)
Total losses	$	**(269)**	(338)	(57)

The following tables present information about significant unobservable inputs related to the Bancorp's material categories of Level 3 financial assets and liabilities measured at fair value on a recurring basis:

As of December 31, 2020 ($ in millions)

Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Range of Inputs		Weighted-Average
Residential mortgage loans	$ **161**	Loss rate model	Interest rate risk factor	**(8.2) - 7.8%**		**1.7 %** (a)
			Credit risk factor	**— - 25.7%**		**0.6 %** (a)
					(Fixed)	**17.8 %** (b)
Servicing rights	**656**	DCF	Prepayment speed	**0.5 - 99.9%**	(Adjustable)	**22.6 %** (b)
					(Fixed)	**723** (b)
			OAS (bps)	**536 - 1,587**	(Adjustable)	**950** (b)
IRLCs, net	**57**	DCF	Loan closing rates	**18.1 - 97.2%**		**60.8 %** (c)
Swap associated with the sale of Visa, Inc. Class B Shares	**(201)**	DCF	Timing of the resolution of the Covered Litigation	**Q3 2022 - Q3 2024**		**Q2 2023** (d)

(a) Unobservable inputs were weighted by the relative carrying value of the instruments.
(b) Unobservable inputs were weighted by the relative unpaid principal balance of the instruments.
(c) Unobservable inputs were weighted by the relative notional amount of the instruments.
(d) Unobservable inputs were weighted by the probability of the final funding date of the instruments.

As of December 31, 2019 ($ in millions)

Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Range of Inputs		Weighted-Average
Residential mortgage loans	$ 183	Loss rate model	Interest rate risk factor	(9.2) - 9.8%		(0.2)%
			Credit risk factor	— - 26.5%		0.5 %
					(Fixed)	13.0 %
Servicing rights	993	DCF	Prepayment speed	0.5 - 97.0%	(Adjustable)	22.6 %
					(Fixed)	602
			OAS (bps)	507 - 1,513	(Adjustable)	921
IRLCs, net	18	DCF	Loan closing rates	7.3 - 97.1%		81.7 %
Swap associated with the sale of Visa, Inc. Class B Shares	(163)	DCF	Timing of the resolution of the Covered Litigation	Q1 2022 - Q4 2023		Q3 2022

Assets and Liabilities Measured at Fair Value on a Nonrecurring Basis

Certain assets and liabilities are measured at fair value on a nonrecurring basis. These assets and liabilities are not measured at fair value on an ongoing basis; however, they are subject to fair value adjustments in certain circumstances, such as when there is evidence of impairment.

The following tables provide the fair value hierarchy and carrying amount of all assets that were held as of December 31, 2020 and 2019 and for which a nonrecurring fair value adjustment was recorded during the years ended December 31, 2020 and 2019, and the related gains and losses from fair value adjustments on assets sold during the period as well as assets still held as of the end of the period.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

	Fair Value Measurements Using				Total (Losses) Gains
As of December 31, 2020 ($ in millions)	Level 1	Level 2	Level 3	Total	**For the year ended December 31, 2020**
Commercial loans held for sale	$ —	**8**	**16**	**24**	**(5)**
Commercial and industrial loans	**—**	**—**	**422**	**422**	**(176)**
Commercial mortgage loans	**—**	**—**	**78**	**78**	**(54)**
Commercial leases	**—**	**—**	**4**	**4**	**(13)**
Consumer loans	**—**	**—**	**159**	**159**	**1**
OREO	**—**	**—**	**20**	**20**	**(7)**
Bank premises and equipment	**—**	**—**	**26**	**26**	**(30)**
Operating lease equipment	**—**	**—**	**35**	**35**	**(6)**
Private equity investments	**—**	**27**	**69**	**96**	**18**
Total	**$ —**	**35**	**829**	**864**	**(272)**

	Fair Value Measurements Using				Total (Losses) Gains
As of December 31, 2019 ($ in millions)	Level 1	Level 2	Level 3	Total	For the year ended December 31, 2019
Commercial and industrial loans	$ —	—	169	169	(96)
Commercial mortgage loans	—	—	12	12	—
Commercial leases	—	—	20	20	(6)
OREO	—	—	13	13	(6)
Bank premises and equipment	—	—	27	27	(27)
Operating lease equipment	—	—	6	6	(3)
Private equity investments	—	11	2	13	8
Total	$ —	11	249	260	(130)

The following tables present information as of December 31, 2020 and 2019 about significant unobservable inputs related to the Bancorp's categories of Level 3 financial assets and liabilities measured on a nonrecurring basis:

As of December 31, 2020 ($ in millions)					
Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Ranges of Inputs	Weighted-Average
Commercial loans held for sale	**$ 16**	Comparable company analysis	Market comparable transactions	**NM**	**NM**
Commercial and industrial loans	**422**	Appraised value	Collateral value	**NM**	**NM**
Commercial mortgage loans	**78**	Appraised value	Collateral value	**NM**	**NM**
Commercial leases	**4**	Appraised value	Collateral value	**NM**	**NM**
Consumer loans	**159**	Appraised value	Collateral value	**NM**	**NM**
OREO	**20**	Appraised value	Appraised value	**NM**	**NM**
Bank premises and equipment	**26**	Appraised value	Appraised value	**NM**	**NM**
Operating lease equipment	**35**	Appraised value	Appraised value	**NM**	**NM**
Private equity investments	**69**	Comparable company analysis	Market comparable transactions	**NM**	**NM**

As of December 31, 2019 ($ in millions)					
Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Ranges of Inputs	Weighted-Average
Commercial and industrial loans	$ 169	Appraised value	Collateral value	NM	NM
Commercial mortgage loans	12	Appraised value	Collateral value	NM	NM
Commercial leases	20	Appraised value	Collateral value	NM	NM
OREO	13	Appraised value	Appraised value	NM	NM
Bank premises and equipment	27	Appraised value	Appraised value	NM	NM
Operating lease equipment	6	Appraised value	Appraised value	NM	NM
Private equity investments	2	Comparable company analysis	Market comparable transactions	NM	NM

Commercial loans held for sale

The Bancorp estimated the fair value of certain commercial loans held for sale during the year ended December 31, 2020, resulting in a negative fair value adjustment totaling $5 million. These valuations were based on quoted prices for similar assets in active markets (Level 2 of the valuation hierarchy), appraisals of the underlying collateral or by applying unobservable inputs such as an estimated market discount to the unpaid principal balance of the loans or the appraised values of the assets (Level 3 of the valuation hierarchy).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Portfolio loans and leases

During the years ended December 31, 2020 and 2019, the Bancorp recorded nonrecurring impairment adjustments to certain collateral-dependent portfolio loans and leases. When the loan is collateral-dependent, the fair value of the loan is generally based on the fair value less cost to sell of the underlying collateral supporting the loan and therefore these loans were classified within Level 3 of the valuation hierarchy. In cases where the carrying value exceeds the fair value, an impairment loss is recognized. The fair values and recognized impairment losses are reflected in the previous tables.

OREO

During the years ended December 31, 2020 and 2019, the Bancorp recorded nonrecurring adjustments to certain commercial and residential real estate properties classified as OREO and measured at the lower of carrying amount or fair value. These nonrecurring losses were primarily due to declines in real estate values of the properties recorded in OREO. For both the years ended December 31, 2020 and 2019, these losses include $3 million in losses recorded as charge-offs on new OREO properties transferred from loans during the respective periods and $4 million and $3 million, respectively, recorded as negative fair value adjustments on OREO in other noninterest expense in the Consolidated Statements of Income subsequent to their transfer from loans. The fair value amounts are generally based on appraisals of the property values, resulting in a classification within Level 3 of the valuation hierarchy. In cases where the carrying amount exceeds the fair value, less costs to sell, an impairment loss is recognized. The previous tables reflect the fair value measurements of the properties before deducting the estimated costs to sell.

Bank premises and equipment

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. These properties were written down to their lower of cost or market values. At least annually thereafter, the Bancorp will review these properties for market fluctuations. The fair value amounts were generally based on appraisals of the property values, resulting in a classification within Level 3 of the valuation hierarchy. For further information on bank premises and equipment, refer to Note 8.

Operating lease equipment

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. When evaluating whether an individual asset is impaired, the Bancorp considers the current fair value of the asset, the changes in overall market demand for the asset and the rate of change in advancements associated with technological improvements that impact the demand for the specific asset under review. As part of this ongoing assessment, the Bancorp determined that the carrying values of certain operating lease equipment were not recoverable and as a result, the Bancorp recorded an impairment loss equal to the amount by which the carrying value of the assets exceeded the fair value. The fair value amounts were generally based on appraised values of the assets, resulting in a classification within Level 3 of the valuation hierarchy.

Private equity investments

The Bancorp accounts for its private equity investments using the measurement alternative to fair value, except for those accounted for under the equity method of accounting. Under the measurement alternative, the Bancorp carries each investment at its cost basis 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. The Bancorp recognized gains of $23 million and $13 million during the years ended December 31, 2020 and 2019, respectively, resulting from observable price changes. The carrying value of the Bancorp's private equity investments still held as of December 31, 2020 includes a cumulative $69 million of positive adjustments as a result of observable price changes since January 1, 2018. Because these adjustments are based on observable transactions in inactive markets, they are classified in Level 2 of the fair value hierarchy.

For private equity investments which are accounted for using the measurement alternative to fair value, the Bancorp qualitatively evaluates each investment quarterly to determine if impairment may exist. If necessary, the Bancorp then measures impairment by estimating the value of its investment and comparing that to the investment's carrying value, whether or not the Bancorp considers the impairment to be temporary. These valuations are typically developed using a DCF method, but other methods may be used if more appropriate for the circumstances. These valuations are based on unobservable inputs and therefore are classified in Level 3 of the fair value hierarchy. The Bancorp recognized impairment of $9 million and $5 million during the years ended December 31, 2020 and 2019, respectively. During the year ended December 31, 2020, the Bancorp recognized a gain of $4 million on the sale of certain private equity investments that previously recognized an impairment. The carrying value of the Bancorp's private equity investments still held as of December 31, 2020 includes a cumulative $21 million of impairment charges recognized since adoption of the measurement alternative to fair value on January 1, 2018.

Fair Value Option

The Bancorp elected to measure certain residential mortgage loans held for sale under the fair value option as allowed under U.S. GAAP. Electing to measure residential mortgage loans held for sale at fair value reduces certain timing differences and better matches changes in the value of these assets with changes in the value of derivatives used as economic hedges for these assets. Management's intent to sell residential mortgage loans classified as held for sale may change over time due to such factors as changes in the overall liquidity in markets or changes in characteristics specific to certain loans held for sale. Consequently, these loans may be reclassified to loans held for investment and maintained in the Bancorp's loan portfolio. In such cases, the loans will continue to be measured at fair value.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Fair value changes recognized in earnings for residential mortgage loans held at December 31, 2020 and 2019 for which the fair value option was elected, as well as the changes in fair value of the underlying IRLCs, included gains of $75 million and $37 million, respectively. These gains are reported in mortgage banking net revenue in the Consolidated Statements of Income.

Valuation adjustments related to instrument-specific credit risk for residential mortgage loans measured at fair value negatively impacted the fair value of those loans by $1 million at both December 31, 2020 and 2019. Interest on loans measured at fair value is accrued as it is earned using the effective interest method and is reported as interest income in the Consolidated Statements of Income.

The following table summarizes the difference between the fair value and the unpaid principal balance for residential mortgage loans measured at fair value as of:

($ in millions)		Aggregate Fair Value	Aggregate Unpaid Principal Balance	Difference
December 31, 2020				
Residential mortgage loans measured at fair value	**$**	**1,642**	**1,567**	**75**
Past due loans of 90 days or more		**3**	**3**	**—**
Nonaccrual loans		**—**	**—**	**—**
December 31, 2019				
Residential mortgage loans measured at fair value	$	1,447	1,410	37
Past due loans of 90 days or more		2	2	—
Nonaccrual loans		1	1	—

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Fair Value of Certain Financial Instruments

The following tables summarize the carrying amounts and estimated fair values for certain financial instruments, excluding financial instruments measured at fair value on a recurring basis:

	Net Carrying	Fair Value Measurements Using			Total
As of December 31, 2020 ($ in millions)	Amount	Level 1	Level 2	Level 3	Fair Value
Financial assets:					
Cash and due from banks	**$ 3,147**	**3,147**	—	—	**3,147**
Other short-term investments	**33,399**	**33,399**	—	—	**33,399**
Other securities	**524**	—	**524**	—	**524**
Held-to-maturity securities	**11**	—	—	**11**	**11**
Loans and leases held for sale	**3,260**	—	—	**3,269**	**3,269**
Portfolio loans and leases:					
Commercial and industrial loans	**48,764**	—	—	**49,140**	**49,140**
Commercial mortgage loans	**10,200**	—	—	**9,968**	**9,968**
Commercial construction loans	**5,691**	—	—	**5,860**	**5,860**
Commercial leases	**2,886**	—	—	**2,842**	**2,842**
Residential mortgage loans	**15,473**	—	—	**16,884**	**16,884**
Home equity	**4,982**	—	—	**5,275**	**5,275**
Indirect secured consumer loans	**13,522**	—	—	**13,331**	**13,331**
Credit card	**1,755**	—	—	**1,934**	**1,934**
Other consumer loans	**2,895**	—	—	**3,098**	**3,098**
Total portfolio loans and leases, net	**$ 106,168**	—	—	**108,332**	**108,332**
Financial liabilities:					
Deposits	**$ 159,081**	—	**159,094**	—	**159,094**
Federal funds purchased	**300**	**300**	—	—	**300**
Other short-term borrowings	**1,192**	—	**1,192**	—	**1,192**
Long-term debt	**14,973**	**15,606**	**923**	—	**16,529**

	Net Carrying	Fair Value Measurements Using			Total
As of December 31, 2019 ($ in millions)	Amount	Level 1	Level 2	Level 3	Fair Value
Financial assets:					
Cash and due from banks	$ 3,278	3,278	—	—	3,278
Other short-term investments	1,950	1,950	—	—	1,950
Other securities	556	—	556	—	556
Held-to-maturity securities	17	—	—	17	17
Loans and leases held for sale	136	—	—	136	136
Portfolio loans and leases:					
Commercial and industrial loans	49,981	—	—	51,128	51,128
Commercial mortgage loans	10,876	—	—	10,823	10,823
Commercial construction loans	5,045	—	—	5,249	5,249
Commercial leases	3,346	—	—	3,133	3,133
Residential mortgage loans	16,468	—	—	17,509	17,509
Home equity	6,046	—	—	6,315	6,315
Indirect secured consumer loans	11,485	—	—	11,331	11,331
Credit card	2,364	—	—	2,774	2,774
Other consumer loans	2,683	—	—	2,866	2,866
Unallocated ALLL	(121)	—	—	—	—
Total portfolio loans and leases, net	$ 108,173	—	—	111,128	111,128
Financial liabilities:					
Deposits	$ 127,062	—	127,059	—	127,059
Federal funds purchased	260	260	—	—	260
Other short-term borrowings	1,011	—	1,011	—	1,011
Long-term debt	14,970	15,244	700	—	15,944

30. Regulatory Capital Requirements and Capital Ratios

The Board of Governors of the Federal Reserve System issued capital adequacy guidelines pursuant to which it assesses the adequacy of capital in examining and supervising a BHC. These guidelines include quantitative measures that assign risk weightings to assets and off-balance sheet items, as well as define and set minimum regulatory capital requirements. The regulatory capital requirements were revised by the Banking Agencies with the Basel III Final Rule which was effective for the Bancorp on January 1, 2015. It established quantitative measures defining minimum regulatory capital requirements as well as the measure of "well-capitalized" status. Additionally, the Banking Agencies issued similar guidelines for minimum regulatory capital requirements and "well-capitalized" measurements for banking subsidiaries.

The following table summarizes the prescribed capital ratios for the Bancorp and its banking subsidiary.

	Minimum	Well-Capitalized
CET1 capital:		
Fifth Third Bancorp	4.50 %	N/A
Fifth Third Bank, National Association	4.50	6.50
Tier I risk-based capital:		
Fifth Third Bancorp	6.00	6.00
Fifth Third Bank, National Association	6.00	8.00
Total risk-based capital:		
Fifth Third Bancorp	8.00	10.00
Fifth Third Bank, National Association	8.00	10.00
Tier I leverage:		
Fifth Third Bancorp	4.00	N/A
Fifth Third Bank, National Association	4.00	5.00

Failure to meet the minimum capital requirements or falling below the "well-capitalized" measure can initiate certain actions by regulators that could have a direct material effect on the Consolidated Financial Statements of the Bancorp. The Bancorp was subject to a capital conservation buffer of 2.5%, in addition to the minimum capital ratios, in order to avoid limitations on certain capital distributions and discretionary bonus payments to executive officers through September 30, 2020. On October 1, 2020, the Bancorp became subject to the stress capital buffer requirement which replaced the capital conservation buffer. During each supervisory stress testing cycle, the FRB uses the Bancorp's supervisory stress test to determine its stress capital buffer, subject to a floor of 2.5%. On August 7, 2020, the FRB provided the Bancorp a final stress capital buffer requirement of 2.5% which is effective for the period of October 1, 2020 to September 30, 2021. After evaluating the Bancorp's capital plan which was re-submitted on November 5, 2020, the FRB may update the Bancorp's stress capital buffer until March 31, 2021. The Bancorp exceeded these "capital conservation buffer" and "stress capital buffer" ratios for all periods presented.

The Bancorp and its banking subsidiary, Fifth Third Bank, National Association, had CET1 capital, Tier I risk-based capital, Total risk-based capital and Tier I leverage ratios above the "well-capitalized" levels at both December 31, 2020 and 2019. To continue to qualify for financial holding company status pursuant to the Gramm-Leach-Bliley Act of 1999, the Bancorp's banking subsidiary must, among other things, maintain "well-capitalized" capital ratios.

The following table presents capital and risk-based capital and leverage ratios for the Bancorp and its banking subsidiary at December 31:

	2020		2019	
($ in millions)	**Amount**	**Ratio**	Amount	Ratio
CET1 capital:				
Fifth Third Bancorp	**$ 14,682**	**10.34 %**	$ 13,847	9.75 %
Fifth Third Bank, National Association	**17,253**	**12.28**	16,704	11.86
Tier I risk-based capital:				
Fifth Third Bancorp	**16,797**	**11.83**	15,616	10.99
Fifth Third Bank, National Association	**17,253**	**12.28**	16,704	11.86
Total risk-based capital:				
Fifth Third Bancorp	**21,412**	**15.08**	19,661	13.84
Fifth Third Bank, National Association	**19,915**	**14.17**	18,968	13.46
Tier I leverage:[(a)]				
Fifth Third Bancorp	**16,797**	**8.49**	15,616	9.54
Fifth Third Bank, National Association	**17,253**	**8.85**	16,704	10.36

(a) *Quarterly average assets are a component of the Tier I leverage ratio and for this purpose do not include goodwill and any other intangible assets and other investments that the Banking Agencies determine should be deducted from Tier I capital.*

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

31. Parent Company Financial Statements

Condensed Statements of Income (Parent Company Only)

For the years ended December 31 ($ in millions)		2020	2019	2018
Income				
Dividends from consolidated nonbank subsidiaries[(a)]	$	**1,285**	2,155	1,890
Securities gains, net		**1**	2	—
Interest on loans to subsidiaries		**17**	24	24
Total income		**1,303**	2,181	1,914
Expenses				
Interest		**266**	267	211
Other		**26**	65	34
Total expenses		**292**	332	245
Income Before Income Taxes and Change in Undistributed Earnings of Subsidiaries		**1,011**	1,849	1,669
Applicable income tax benefit		**(65)**	(69)	(50)
Income Before Change in Undistributed Earnings of Subsidiaries		**1,076**	1,918	1,719
Equity in undistributed earnings		**351**	594	474
Net Income Attributable to Bancorp	$	**1,427**	2,512	2,193
Other Comprehensive Income		**—**	—	—
Comprehensive Income Attributable to Bancorp	$	**1,427**	2,512	2,193

(a) The Bancorp's indirect banking subsidiary paid dividends to the Bancorp's direct nonbank subsidiary holding company of $1.3 billion, $2.0 billion and $1.9 billion for the years ended December 31, 2020, 2019 and 2018, respectively. Additionally, a $200 million dividend was paid by MB Financial, Inc. to the Bancorp during the year ended December 31, 2019.

Condensed Balance Sheets (Parent Company Only)

As of December 31 ($ in millions)		2020	2019
Assets			
Cash	$	**120**	118
Other short-term investments		**5,578**	4,723
Equity securities		**49**	49
Loans to nonbank subsidiaries		**350**	444
Investment in nonbank subsidiaries		**25,214**	23,779
Goodwill		**80**	80
Other assets		**479**	379
Total Assets	$	**31,870**	29,572
Liabilities			
Other short-term borrowings	$	**450**	359
Accrued expenses and other liabilities		**548**	497
Long-term debt (external)		**7,761**	7,513
Total Liabilities	$	**8,759**	8,369
Equity			
Common stock	$	**2,051**	2,051
Preferred stock		**2,116**	1,770
Capital surplus		**3,635**	3,599
Retained earnings		**18,384**	18,315
Accumulated other comprehensive income		**2,601**	1,192
Treasury stock		**(5,676)**	(5,724)
Total Equity		**23,111**	21,203
Total Liabilities and Equity	$	**31,870**	29,572

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Condensed Statements of Cash Flows (Parent Company Only)

For the years ended December 31 ($ in millions)	**2020**	2019	2018
Operating Activities			
Net income	$ **1,427**	2,512	2,193
Adjustments to reconcile net income to net cash provided by operating activities:			
Amortization and accretion	**7**	7	4
Provision for (benefit from) deferred income taxes	**—**	(11)	3
Securities gains, net	**(1)**	(2)	—
Equity in undistributed earnings	**(351)**	(594)	(474)
Net change in:			
Equity securities	**—**	(49)	—
Other assets	**(1)**	(80)	61
Accrued expenses and other liabilities	**—**	127	(120)
Net Cash Provided by Operating Activities	**1,081**	1,910	1,667
Investing Activities			
Net change in:			
Other short-term investments	**(855)**	(1,081)	(149)
Loans to nonbank subsidiaries	**94**	127	272
Net cash paid on acquisition	**—**	(469)	—
Net Cash (Used in) Provided by Investing Activities	**(761)**	(1,423)	123
Financing Activities			
Net change in other short-term borrowings	**91**	106	(62)
Dividends paid on common and preferred stock	**(858)**	(753)	(565)
Proceeds from issuance of long-term debt	**1,243**	2,235	895
Repayment of long-term debt	**(1,100)**	(500)	(500)
Issuance of preferred stock	**346**	242	—
Repurchase of treasury stock and related forward contract	**—**	(1,763)	(1,453)
Other, net	**(40)**	(56)	(65)
Net Cash Used in Financing Activities	**(318)**	(489)	(1,750)
Increase (Decrease) in Cash	**2**	(2)	40
Cash at Beginning of Period	**118**	120	80
Cash at End of Period	$ **120**	118	120

32. Business Segments

The Bancorp reports on four business segments: Commercial Banking, Branch Banking, Consumer Lending and Wealth and Asset Management. Results of the Bancorp's business segments are presented based on its management structure and management accounting practices. The structure and accounting practices are specific to the Bancorp; therefore, the financial results of the Bancorp's business segments are not necessarily comparable with similar information for other financial institutions. The Bancorp refines its methodologies from time to time as management's accounting practices and businesses change.

The Bancorp manages interest rate risk centrally at the corporate level. By employing an FTP methodology, the business segments are insulated from most benchmark interest rate volatility, enabling them to focus on serving customers through the origination of loans and acceptance of deposits. The FTP methodology assigns charge and credit rates to classes of assets and liabilities, respectively, based on the estimated amount and timing of the cash flows for each transaction. Assigning the FTP rate based on matching the duration of cash flows allocates interest income and interest expense to each business segment so its resulting net interest income is insulated from future changes in benchmark interest rates. The Bancorp's FTP methodology also allocates the contribution to net interest income of the asset-generating and deposit-providing businesses on a duration-adjusted basis to better attribute the driver of the performance. As the asset and liability durations are not perfectly matched, the residual impact of the FTP methodology is captured in General Corporate and Other. The charge and credit rates are determined using the FTP rate curve, which is based on an estimate of Fifth Third's marginal borrowing cost in the wholesale funding markets. The FTP curve is constructed using the U.S. swap curve, brokered CD pricing and unsecured debt pricing.

The Bancorp adjusts the FTP charge and credit rates as dictated by changes in interest rates for various interest-earning assets and interest-bearing liabilities and by the review of behavioral assumptions, such as prepayment rates on interest-earning assets and the estimated durations for indeterminate-lived deposits. Key assumptions, including the credit rates provided for deposit accounts, are reviewed annually. Credit rates for deposit products and charge rates for loan products may be reset more frequently in response to changes in market conditions. In general, the charge rates on assets have declined since December 31, 2019 as they were affected by the prevailing level of interest rates and by the duration and repricing characteristics of the portfolio. The credit rates for deposit products also declined due to lower interest rates and modified assumptions. Thus, net interest income for asset-generating business segments improved while deposit-providing business segments were negatively impacted during the year ended December 31, 2020.

The Bancorp's methodology for allocating provision for credit losses expense to the business segments includes charges or benefits associated with changes in criticized commercial loan levels in addition to actual net charge-offs experienced by the loans and leases owned by each business segment. Provision for credit losses expense attributable to loan and lease growth and changes in ALLL factors is captured in General Corporate and Other. The financial results of the business segments include allocations for shared services and headquarters expenses. Additionally, the business segments form synergies by taking advantage of relationship depth opportunities and funding operations by accessing the capital markets as a collective unit.

The following is a description of each of the Bancorp's business segments and the products and services they provide to their respective client bases.

Commercial Banking offers credit intermediation, cash management and financial services to large and middle-market businesses and government and professional customers. In addition to the traditional lending and depository offerings, Commercial Banking products and services include global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing and syndicated finance.

Branch Banking provides a full range of deposit and loan and lease products to individuals and small businesses through 1,134 full-service banking centers. Branch Banking offers depository and loan products, such as checking and savings accounts, home equity loans and lines of credit, credit cards and loans for automobiles and other personal financing needs, as well as products designed to meet the specific needs of small businesses, including cash management services.

Consumer Lending includes the Bancorp's residential mortgage, automobile and other indirect lending activities. Residential mortgage activities within Consumer Lending include the origination, retention and servicing of residential mortgage loans, sales and securitizations of those loans and all associated hedging activities. Residential mortgages are primarily originated through a dedicated sales force and through third-party correspondent lenders. Automobile and other indirect lending activities include extending loans to consumers through automobile dealers, motorcycle dealers, powersport dealers, recreational vehicle dealers and marine dealers.

Wealth and Asset Management provides a full range of investment alternatives for individuals, companies and not-for-profit organizations. Wealth and Asset Management is made up of four main businesses: FTS, an indirect wholly-owned subsidiary of the Bancorp; Fifth Third Insurance Agency; Fifth Third Private Bank; and Fifth Third Institutional Services. FTS offers full service retail brokerage services to individual clients and broker-dealer services to the institutional marketplace. Fifth Third Insurance Agency assists clients with their financial and risk management needs. Fifth Third Private Bank offers wealth management strategies to high net worth and ultra-high net worth clients through wealth planning, investment management, banking, insurance, trust and estate services. Fifth Third Institutional Services provides advisory services for institutional clients including middle market businesses, nonprofits, states and municipalities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following tables present the results of operations and assets by business segment for the years ended December 31:

2020 ($ in millions)	Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$ 1,903	1,667	381	139	692	—	4,782
Provision for (benefit from) credit losses	1,050	231	34	3	(221)	—	1,097
Net interest income after provision for (benefit from) credit losses	853	1,436	347	136	913	—	3,685
Noninterest income:							
Service charges on deposits	343	215	—	1	—	—	559
Commercial banking revenue	524	5	—	2	(3)	—	528
Wealth and asset management revenue	3	172	—	498	—	(153) (a)	520
Card and processing revenue	54	283	—	2	13	—	352
Mortgage banking net revenue	—	8	307	5	—	—	320
Leasing business revenue	276 (c)	—	—	—	—	—	276
Other noninterest income(b)	101	68	10	18	14	—	211
Securities gains, net	—	—	—	—	62	—	62
Securities gains, net -non-qualifying hedges on MSRs	—	—	2	—	—	—	2
Total noninterest income	1,301	751	319	526	86	(153)	2,830
Noninterest expense:							
Compensation and benefits	557	649	221	218	945	—	2,590
Technology and communications	13	4	8	1	336	—	362
Net occupancy expense(e)	31	176	10	12	121	—	350
Leasing business expense	140	—	—	—	—	—	140
Equipment expense	27	41	—	1	61	—	130
Card and processing expense	7	116	—	1	(3)	—	121
Marketing expense	8	32	3	2	59	—	104
Other noninterest expense	938	851	276	298	(1,289)	(153)	921
Total noninterest expense	1,721	1,869	518	533	230	(153)	4,718
Income before income taxes	433	318	148	129	769	—	1,797
Applicable income tax expense	46	67	31	27	199	—	370
Net income	387	251	117	102	570	—	1,427
Total goodwill	$ 1,980	2,047	—	231	—	—	4,258
Total assets	$ 70,241	79,982	30,480	12,466	11,511 (d)	—	204,680

(a) Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Consolidated Statements of Income.
(b) Includes impairment charges of $30 for branches and land. For more information, refer to Note 8 and Note 29.
(c) Includes impairment charges of $7 for operating lease equipment. For more information, refer to Note 9 and Note 29.
(d) Includes bank premises and equipment of $35 classified as held for sale. For more information, refer to Note 8.
(e) Includes impairment losses and termination charges of $8 for ROU assets related to certain operating leases. For more information, refer to Note 10.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2019 ($ in millions)	Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$ 2,360	2,371	325	182	(441)	—	4,797
Provision for credit losses	183	224	49	—	15	—	471
Net interest income after provision for credit losses	2,177	2,147	276	182	(456)	—	4,326
Noninterest income:							
Service charges on deposits	308	260	—	1	(4)	—	565
Commercial banking revenue	455	4	—	1	—	—	460
Wealth and asset management revenue	3	158	—	469	—	(143) (a)	487
Card and processing revenue	66	285	—	3	6	—	360
Mortgage banking net revenue	—	6	279	2	—	—	287
Leasing business revenue	270 (c)	—	—	—	—	—	270
Other noninterest income(b)	85	89	14	13	863	—	1,064
Securities gains, net	—	—	—	—	40	—	40
Securities gains, net -non-qualifying hedges on MSRs	—	—	3	—	—	—	3
Total noninterest income	1,187	802	296	489	905	(143)	3,536
Noninterest expense:							
Compensation and benefits	466	601	196	217	938	—	2,418
Technology and communications	11	4	8	1	398	—	422
Net occupancy expense(e)	28	173	10	13	108	—	332
Leasing business expense	133	—	—	—	—	—	133
Equipment expense	25	48	—	1	55	—	129
Card and processing expense	8	123	—	1	(2)	—	130
Marketing expense	12	72	4	5	69	—	162
Other noninterest expense	938	839	237	291	(1,228)	(143)	934
Total noninterest expense	1,621	1,860	455	529	338	(143)	4,660
Income before income taxes	1,743	1,089	117	142	111	—	3,202
Applicable income tax expense	319	229	25	30	87	—	690
Net income	1,424	860	92	112	24	—	2,512
Total goodwill	$ 1,954	2,046	—	252	—	—	4,252
Total assets	$ 74,570	69,413	26,555	10,500	(11,669) (d)	—	169,369

(a) Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Consolidated Statements of Income.
(b) Includes impairment charges of $28 for branches and land. For more information, refer to Note 8 and Note 29.
(c) Includes impairment charges of $3 for operating lease equipment. For more information, refer to Note 9 and Note 29.
(d) Includes bank premises and equipment of $27 classified as held for sale. For more information, refer to Note 8.
(e) Includes impairment losses and termination charges of $15 for ROU assets related to certain operating leases. For more information, refer to Note 10.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2018 ($ in millions)	Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$ 1,713	2,034	237	182	(26)	—	4,140
Provision for (benefit from) credit losses	(26)	171	42	12	8	—	207
Net interest income after provision for (benefit from) credit losses	1,739	1,863	195	170	(34)	—	3,933
Noninterest income:							
Service charges on deposits	273	275	—	1	—	—	549
Commercial banking revenue	402	5	—	2	(1)	—	408
Wealth and asset management revenue	3	150	—	429	—	(138) (a)	444
Card and processing revenue	58	266	—	5	—	—	329
Mortgage banking net revenue	—	5	206	1	—	—	212
Leasing business revenue	114 (c)	—	—	—	—	—	114
Other noninterest income(b)	67	53	14	18	651	—	803
Securities losses, net	—	—	—	—	(54)	—	(54)
Securities losses, net -non-qualifying hedges on MSRs	—	—	(15)	—	—	—	(15)
Total noninterest income	917	754	205	456	596	(138)	2,790
Noninterest expense:							
Compensation and benefits	344	536	192	202	841	—	2,115
Technology and communications	7	5	5	1	267	—	285
Net occupancy expense	26	175	10	12	69	—	292
Leasing business expense	76	—	—	—	—	—	76
Equipment expense	23	50	—	1	49	—	123
Card and processing expense	4	121	—	—	(2)	—	123
Marketing expense	6	67	4	4	66	—	147
Other noninterest expense	777	774	191	284	(1,091)	(138)	797
Total noninterest expense	1,263	1,728	402	504	199	(138)	3,958
Income (loss) before income taxes	1,393	889	(2)	122	363	—	2,765
Applicable income tax expense (benefit)	254	187	(1)	25	107	—	572
Net income (loss)	1,139	702	(1)	97	256	—	2,193
Total goodwill	$ 630	1,655	—	193	—	—	2,478
Total assets	$ 61,630	61,040	22,044	10,337	(8,982) (d)	—	146,069

(a) Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Consolidated Statements of Income.
(b) Includes impairment charges of $45 for branches and land. For more information, refer to Note 8.
(c) Includes impairment charges of $4 for operating lease equipment. For more information, refer to Note 9.
(d) Includes bank premises and equipment of $42 classified as held for sale.

33. Subsequent Event

On January 22, 2021, the Bancorp entered into an accelerated share repurchase transaction with a counterparty pursuant to which the Bancorp paid $180 million on January 26, 2021 to repurchase shares of its outstanding common stock. The Bancorp is repurchasing the shares of its common stock as part of its Board-approved 100 million share repurchase program previously announced on June 18, 2019. The Bancorp expects the settlement of the transaction to occur on or before March 31, 2021.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

ITEM 9A. CONTROLS AND PROCEDURES

EVALUATION OF DISCLOSURE CONTROLS AND PROCEDURES

The Bancorp conducted an evaluation, under the supervision and with the participation of the Bancorp's management, including the Bancorp's Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of the Bancorp's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934). Based on the foregoing, as of the end of the period covered by this report, the Bancorp's Chief Executive Officer and Chief Financial Officer concluded that the Bancorp's disclosure controls and procedures were effective, in all material respects, to ensure that information required to be disclosed in the reports the Bancorp files and submits under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported as and when required and information is accumulated and communicated to management including its Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

MANAGEMENT'S ASSESSMENT AS TO THE EFFECTIVENESS OF INTERNAL CONTROL OVER FINANCIAL REPORTING

The management of Fifth Third Bancorp is responsible for establishing and maintaining adequate internal control, designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America. The Bancorp's management assessed the effectiveness of the Bancorp's internal control over financial reporting as of December 31, 2020. Management's assessment is based on the criteria established in the *Internal Control — Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission and was designed to provide reasonable assurance that the Bancorp maintained effective internal control over financial reporting as of December 31, 2020. Based on this assessment, management believes that the Bancorp maintained effective internal control over financial reporting as of December 31, 2020. The Bancorp's independent registered public accounting firm, that audited the Bancorp's consolidated financial statements included in this annual report, has issued an audit report on our internal control over financial reporting as of December 31, 2020. This report appears on page 235 of the annual report.

CHANGES IN INTERNAL CONTROLS

The Bancorp's management also conducted an evaluation of internal control over financial reporting to determine whether any changes occurred during the year covered by this report that have materially affected, or are reasonably likely to materially affect, the Bancorp's internal control over financial reporting. Based on this evaluation, there has been no such change during the year covered by this report.

/s/ Greg D. Carmichael	/s/ James C. Leonard
Greg D. Carmichael	James C. Leonard
Chairman and Chief Executive Officer	Executive Vice President and Chief Financial Officer
February 26, 2021	February 26, 2021

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the shareholders and Board of Directors of Fifth Third Bancorp:

Opinion on Internal Control over Financial Reporting

We have audited the internal control over financial reporting of Fifth Third Bancorp and subsidiaries (the "Bancorp") as of December 31, 2020, based on criteria established in *Internal Control — Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). In our opinion, the Bancorp maintained, in all material respects, effective internal control over financial reporting as of December 31, 2020, based on criteria established in *Internal Control — Integrated Framework (2013)* issued by COSO.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated financial statements as of and for the year ended December 31, 2020, of the Bancorp and our report dated February 26, 2021 expressed an unqualified opinion on those consolidated financial statements and included an explanatory paragraph regarding the Bancorp's change in its method of accounting for financial assets measured at amortized cost due to adoption of ASU 2016-13, *Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*.

Basis for Opinion

The Bancorp'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 Management's Assessment as to the Effectiveness of Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Bancorp'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 Bancorp 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 Limitations 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/ Deloitte & Touche LLP

Cincinnati, Ohio
February 26, 2021

ITEM 9B. OTHER INFORMATION

None.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

The information required by this item relating to the Executive Officers of the Registrant is included in PART I under “INFORMATION ABOUT OUR EXECUTIVE OFFICERS.”

The information required by this item concerning Directors and the nomination process is incorporated herein by reference under the caption “ELECTION OF DIRECTORS” of the Bancorp’s Proxy Statement for the 2021 Annual Meeting of Shareholders.

The information required by this item concerning the Audit Committee and Code of Business Conduct and Ethics is incorporated herein by reference under the captions “CORPORATE GOVERNANCE” and “BOARD OF DIRECTORS, ITS COMMITTEES, MEETINGS AND FUNCTIONS” of the Bancorp’s Proxy Statement for the 2021 Annual Meeting of Shareholders. Fifth Third’s Code of Business Conduct and Ethics is available on Fifth Third’s corporate website at www.53.com. In addition, any future amendments to, or waivers from, a provision of the Fifth Third Code of Business Conduct and Ethics that applies to Fifth Third’s directors or executive officers (including Fifth Third’s principal executive officer, principal financial officer, and principal accounting officer or controller) will be posted at this internet address.

ITEM 11. EXECUTIVE COMPENSATION

The information required by this item is incorporated herein by reference under the captions “COMPENSATION DISCUSSION AND ANALYSIS,” “COMPENSATION OF NAMED EXECUTIVE OFFICERS,” “BOARD OF DIRECTORS COMPENSATION,” “CEO PAY RATIO,” “HUMAN CAPITAL AND COMPENSATION COMMITTEE REPORT” and “COMPENSATION COMMITTEE INTERLOCKS AND INSIDER PARTICIPATION” of the Bancorp’s Proxy Statement for the 2021 Annual Meeting of Shareholders.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

Security ownership information of certain beneficial owners and management is incorporated herein by reference under the captions “CERTAIN BENEFICIAL OWNERS,” “ELECTION OF DIRECTORS,” “COMPENSATION DISCUSSION AND ANALYSIS,” “BOARD OF DIRECTORS COMPENSATION,” and “COMPENSATION OF NAMED EXECUTIVE OFFICERS” of the Bancorp’s Proxy Statement for the 2021 Annual Meeting of Shareholders.

The information required by this item concerning Equity Compensation Plan information is included in Note 26 of the Notes to Consolidated Financial Statements.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required by this item is incorporated herein by reference under the captions “CERTAIN TRANSACTIONS”, “ELECTION OF DIRECTORS”, “CORPORATE GOVERNANCE” and “BOARD OF DIRECTORS, ITS COMMITTEES, MEETINGS AND FUNCTIONS” of the Bancorp’s Proxy Statement for the 2021 Annual Meeting of Shareholders.

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

The information required by this item is incorporated herein by reference under the caption “PRINCIPAL INDEPENDENT EXTERNAL AUDIT FIRM FEES” of the Bancorp’s Proxy Statement for the 2021 Annual Meeting of Shareholders.

PART IV
ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

The schedules for the Bancorp and its subsidiaries are omitted because of the absence of conditions under which they are required, or because the information is set forth in the Consolidated Financial Statements or the notes thereto.

The following lists the Exhibits to the Annual Report on Form 10-K:

2.1	Agreement and Plan of Merger by and among Fifth Third Bancorp, Fifth Third Financial Corporation and MB Financial, Inc. dated as of May 20, 2018. Incorporated by reference to Exhibit 2.1 to the Registrants Current Report on Form 8-K filed with the SEC on May 22, 2018.
3.1	Amended Articles of Incorporation of Fifth Third Bancorp. Incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed with the SEC on June 20, 2019.
3.2	Amendment to the Amended Articles of Incorporation of Fifth Third Bancorp. Incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed with the SEC on August 26, 2019.
3.3	Amendment to the Amended Articles of Incorporation of Fifth Third Bancorp, as Amended (included as Attachment to Exhibit 3.3). Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on September 17, 2019.
3.4	Amendment to the Amended Articles of Incorporation of Fifth Third Bancorp, as Amended (included as Attachment to Exhibit 3.4). Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on July 30, 2020.
3.5	Regulations of Fifth Third Bancorp, as Amended as of March 23, 2020. Incorporated by reference to Exhibit 3.2 to the Registrant's Current Report on Form 8-K filed with the SEC on March 24, 2020.
4.1	Indenture, dated as of May 23, 2003, between Fifth Third Bancorp and Wilmington Trust Company, as Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on May 22, 2003.
4.2	First Supplemental Indenture, dated as of December 20, 2006, between Fifth Third Bancorp and Wilmington Trust Company, as Trustee. Incorporated by reference to Exhibit 4.14 to Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2006.
4.3	Global Security dated as of March 4, 2008 representing Fifth Third Bancorp's $500,000,000 8.25% Subordinated Notes due 2038. Incorporated by reference to Exhibit 4.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2008. (1)
4.4	Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and Wilmington Trust Company, as trustee. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on May 6, 2008.
4.5	First Supplemental Indenture dated as of January 25, 2011 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third and the Trustee. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on January 25, 2011.
4.6	Second Supplemental Indenture dated as of March 7, 2012 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Wilmington Trust Company. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on March 7, 2012.
4.7	Global Security dated as of March 7, 2012 representing Fifth Third Bancorp's $500,000,000 3.500% Senior Notes due 2022. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K/A filed with the SEC on March 7, 2012.
4.8	Deposit Agreement dated as of May 16, 2013, between Fifth Third Bancorp, as issuer, Wilmington Trust, National Association, as depositary and calculation agent, American Stock Transfer & Trust Company, LLC, as transfer agent and registrar, and the holders from time to time of the depositary receipts issued thereunder. Incorporated by reference to Exhibit 4.3 of the Registrant's Current Report on Form 8-K filed with the SEC on May 16, 2013.
4.9	Form of Certificate Representing the 5.10% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series H, of Fifth Third Bancorp. Incorporated by reference to Exhibit 4.2 of the Registrant's Current Report on Form 8-K filed with the SEC on May 16, 2013.
4.10	Form of Depositary Receipt for the 5.10% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series H, of Fifth Third Bancorp. Incorporated by reference as Exhibit A to Exhibit 4.3 of the Registrant's Current Report on Form 8-K filed with the SEC on May 16, 2013.
4.11	Global Security dated as of November 20, 2013 representing Fifth Third Bancorp's $500,000,000 4.30% Subordinated Notes due 2024. Incorporated by reference to Exhibit 4.1 of the Registrant's Current Report on Form 8-K filed with the SEC on November 20, 2013. (2)
4.12	Deposit Agreement dated December 9, 2013, between Fifth Third Bancorp, as issuer, Wilmington Trust, National Association, as depositary and calculation agent, American Stock Transfer & Trust Company, LLC as transfer agent and registrar, and the holders from time to time of the depositary receipts issued thereunder. Incorporated by reference to Exhibit 4.3 of the Registrant's Current Report on Form 8-K filed with the SEC on December 9, 2013.
4.13	Form of Certificate Representing the 6.625% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series I, of Fifth Third Bancorp. Incorporated by reference to Exhibit 4.2 of the Registrant's Current Report on Form 8-K filed with the SEC on December 9, 2013.
4.14	Form of Depositary Receipt for the 6.625% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series I, of Fifth Third Bancorp. Incorporated by reference as Exhibit A to Exhibit 4.3 of the Registrant's Current Report on Form 8-K filed with the SEC on December 9, 2013.
4.15	Deposit Agreement dated June 5, 2014, among Fifth Third Bancorp, as issuer, Wilmington Trust, National Association, as depositary and calculation agent, American Stock Transfer & Trust Company, LLC as transfer agent and registrar, and the holders from time to time of the depositary receipts issued thereunder. Incorporated by reference to Exhibit 4.3 of the Registrant's Current Report on Form 8-K filed with the SEC on June 5, 2014.
4.16	Form of Certificate Representing the 4.90% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series J, of Fifth Third Bancorp. Incorporated by reference to Exhibit 4.2 of the Registrant's Current Report on Form 8-K filed with the SEC on June 5, 2014.
4.17	Form of Depositary Receipt for the 4.90% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series J, of Fifth Third Bancorp. Incorporated by reference as Exhibit A to Exhibit 4.3 of the Registrant's Current Report on Form 8-K filed with the SEC on June 5, 2014.

4.18	Third Supplemental Indenture dated as of February 28, 2014 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 of the Registrant's Current Report on Form 8-K filed with the SEC on February 28, 2014.
4.19	Fourth Supplemental Indenture dated as of July 27, 2015 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on July 27, 2015.
4.20	Fifth Supplemental Indenture dated as of June 15, 2017 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on June 15, 2017.
4.21	Form of 2.600% Senior Notes due 2022. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on June 15, 2017.
4.22	Sixth Supplemental Indenture dated as of March 14, 2018 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on March 14, 2018.
4.23	Form of 3.950% Senior Notes due 2028. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on March 14, 2018.
4.24	Seventh Supplemental Indenture dated as of June 5, 2018 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on June 5, 2018.
4.25	Form of Floating Rate Senior Notes due 2021. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on June 5, 2018.
4.26	Amendment dated as of August 31, 2018 to Seventh Supplemental Indenture dated as of June 5, 2018 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2018.
4.27	Eighth Supplemental Indenture dated as of January 25, 2019 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on January 25, 2019.
4.28	Form of 3.650% Senior Notes due 2024. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on January 25, 2019.
4.29	Second Amended and Restated Deposit Agreement, dated as of August 26, 2019, among Fifth Third Bancorp, as issuer, and American Stock Transfer & Trust Company, LLC, as depositary, transfer agent and registrar, and the holders from time to time of the depositary receipts issued. Incorporated by reference to Exhibit 4.1 to the Registrant's Form 8-A filed with the SEC on August 26, 2019.
4.30	Form of depositary receipt representing the Depositary Shares (included as Exhibit A to Exhibit 4.34). Incorporated by reference to Exhibit 4.1 to the Registrant's Form 8-A filed with the SEC on August 26, 2019.
4.31	Deposit Agreement dated September 17, 2019, between Fifth Third Bancorp, as issuer, American Stock Transfer & Trust Company, LLC, as depositary, transfer agent and registrar, relating to receipts, Depositary Shares and related 4.95% Non-Cumulative Perpetual Preferred Stock, Series K. Incorporated by reference to Exhibit 4.3 to the Registrant's Current Report on Form 8-K filed with the SEC on September 17, 2019.
4.32	Form of Certificate Representing the 4.95% Non-Cumulative Perpetual Preferred Stock, Series K, of Fifth Third Bancorp. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on September 17, 2019.
4.33	Form of Depositary Receipt for the 4.95% Non-Cumulative Perpetual Preferred Stock, Series K, of Fifth Third Bancorp. Incorporated by reference to Exhibit 4.4 to the Registrant's Current Report on Form 8-K filed with the SEC on September 17, 2019.
4.34	Ninth Supplemental Indenture dated as of October 28, 2019 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on October 28, 2019.
4.35	Form of 2.375% Senior Notes due 2025. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on October 28, 2019.
4.36	Tenth Supplemental Indenture dated as of May 5, 2020 between Fifth Third Bancorp and Wilmington Trust Company, as Trustee, to the Indenture for Senior Debt Securities dated as of April 30, 2008 between Fifth Third Bancorp and the Trustee. Incorporated by reference to Exhibit 4.1 to the Registrant's Current Report on Form 8-K filed with the SEC on May 5, 2020.
4.37	Form of 1.625% Senior Notes due 2023. Incorporated by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on May 5, 2020.
4.38	Form of 2.550% Senior Notes due 2027. Incorporated by reference to Exhibit 4.3 to the Registrant's Current Report on Form 8-K filed with the SEC on May 5, 2020.
4.39	Form of Certificate Representing the 4.500% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series L, of Fifth Third Bancorp. Incorporated by reference to Exhibit 4.2 of the Registrant's Current Report on Form 8-K filed with the SEC on July 30, 2020.
4.40	Deposit Agreement dated July 30, 2020, between Fifth Third Bancorp, as issuer, American Stock Transfer & Trust Company, LLC, as depositary, transfer agent and registrar, and the holders from time to time of depositary receipts issued. Incorporated by reference to Exhibit 4.3 to the Registrant's Current Report on Form 8-K filed with the SEC on July 30, 2020.
4.41	Form of Depositary Receipt for the 4.500% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series L, of Fifth Third Bancorp. Incorporated by reference to Exhibit A of Exhibit 4.3 to the Registrant's Current Report of Form 8-K filed with the SEC on July 30, 2020.
4.42	Certain instruments defining the rights of holders of long-term debt securities of the Registrant and its subsidiaries are omitted pursuant to Item 601(b)(4)(iii) of Regulation S-K. The Registrant hereby undertakes to furnish to the SEC, upon request, copies of any such instruments.
4.43	Description of Registrant's Securities.
10.1	Fifth Third Bancorp Unfunded Deferred Compensation Plan for Non-Employee Directors (as amended and restated effective as of September 1, 2020). Incorporated by reference to Exhibit 10.2 of the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2020.*
10.2	Fifth Third Bancorp Master Profit Sharing Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.5 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2011.*
10.3	First Amendment to Fifth Third Bancorp Master Profit Sharing Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.6 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2011.*
10.4	Second Amendment to Fifth Third Bancorp Master Profit Sharing Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.7 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2012.*

10.5	Third Amendment to Fifth Third Bancorp Master Profit Sharing Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.8 of the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013.*
10.6	Fifth Third Bancorp 401(k) Savings Plan, as Amended and Restated effective January 1, 2020. Incorporated by reference to Exhibit 10.15 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2019.*
10.7	The Fifth Third Bancorp Master Retirement Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.8 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2014.*
10.8	First Amendment to The Fifth Third Bancorp Master Retirement Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.10 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2015.*
10.9	Second Amendment to The Fifth Third Bancorp Master Retirement Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.11 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2016.*
10.10	Third Amendment to The Fifth Third Bancorp Master Retirement Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.16 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2017.*
10.11	Fourth Amendment to The Fifth Third Bancorp Master Retirement Plan, as Amended and Restated. Incorporated by reference to Exhibit 10.19 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.12	Fifth Third Bancorp 2008 Incentive Compensation Plan. Incorporated by reference to Annex 2 to the Registrant's Proxy Statement dated March 6, 2008.*
10.13	First Amendment to the Fifth Third Bancorp 2008 Incentive Compensation Plan. Incorporated by reference to Exhibit 10.22 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.14	Fifth Third Bancorp 2011 Incentive Compensation Plan. Incorporated by reference to Annex 1 to the Registrant's Proxy Statement dated March 10, 2011.*
10.15	First Amendment to the Fifth Third Bancorp 2011 Incentive Compensation Plan. Incorporated by reference to Exhibit 10.24 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.16	Fifth Third Bancorp 2014 Incentive Compensation Plan. Incorporated by reference to Annex A to the Registrant's Proxy Statement dated March 6, 2014.*
10.17	First Amendment to the Fifth Third Bancorp 2014 Incentive Compensation Plan. Incorporated by reference to Exhibit 10.26 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.18	Fifth Third Bancorp 2017 Incentive Compensation Plan. Incorporated by reference to Annex A to the Registrant's Proxy Statement dated March 9, 2017.*
10.19	First Amendment to the Fifth Third Bancorp 2017 Incentive Compensation Plan. Incorporated by reference to Exhibit 10.28 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.20	Fifth Third Bancorp 2019 Incentive Compensation Plan. Incorporated by reference to Exhibit 4.3 to the Registrant's Form S-8 Registration Statement filed on April 16, 2019 (Registration Statement No. 333-230900).*
10.21	Amended and Restated Fifth Third Bancorp 1993 Stock Purchase Plan. Incorporated by reference to Exhibit 10.8 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2011.*
10.22	Fifth Third Bancorp Non-qualified Deferred Compensation Plan (as amended and restated effective as of September 1, 2020). Incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2020.*
10.23	Fifth Third Bancorp Stock Option Gain Deferral Plan. Incorporated by reference to Annex 5 to the Registrant's Proxy Statement dated February 9, 2001.*
10.24	Amendment No. 1 to Fifth Third Bancorp Stock Option Gain Deferral Plan. Incorporated by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed with the SEC on May 26, 2005.*
10.25	Amended and Restated First National Bankshares of Florida, Inc. 2003 Incentive Plan. Incorporated by reference to Exhibit 10.10 to First National Bankshares of Florida, Inc.'s Annual Report on Form 10-K for the fiscal year ended December 31, 2003.*
10.26	Fifth Third Bancorp Executive Change in Control Severance Plan, effective January 1, 2015. Incorporated by reference to Exhibit 10.1 to Registrant's Current Report on Form 8-K filed with the SEC on November 21, 2014.*
10.27	First Amendment to the Fifth Third Bancorp Executive Change in Control Severance Plan. Incorporated by reference to Exhibit 10.40 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.28	Stock Appreciation Right Award Agreement. Incorporated by reference to Exhibit 10.2 of the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013.*
10.29	Performance Share Award Agreement. Incorporated by reference to Exhibit 10.3 of the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013.*
10.30	Restricted Stock Award Agreement (for Directors). Incorporated by reference to Exhibit 10.4 of the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013.*
10.31	Restricted Stock Award Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.5 of the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013.*
10.32	Stock Appreciation Right Award Agreement. Incorporated by reference to Exhibit 10.34 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2014.*
10.33	Performance Share Award Agreement. Incorporated by reference to Exhibit 10.35 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2014.*
10.34	Restricted Stock Unit Agreement (for Directors). Incorporated by reference to Exhibit 10.36 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2014.*
10.35	Restricted Stock Award Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.37 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2014.*
10.36	Master Confirmation for accelerated share repurchase transaction between Fifth Third Bancorp and Deutsche Bank AG, London Branch, with Deutsche Bank Securities Inc. acting as agent. Incorporated by reference to Exhibit 10.6 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013.**
10.37	Master Confirmation, as supplemented by a Supplemental Confirmation, for accelerated share repurchase transaction dated October 20, 2014 between Fifth Third Bancorp and Deutsche Bank AG, London Branch. Incorporated by reference to Exhibit 10.38 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2014.**

10.38	Master Confirmation, as supplemented by a Supplemental Confirmation, for accelerated share repurchase transaction dated July 29, 2015 between Fifth Third Bancorp and Morgan Stanley & Co. LLC. Incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2015.**
10.39	Master Confirmation, as supplemented by a Supplemental Confirmation, for accelerated share repurchase transaction dated April 27, 2015 between Fifth Third Bancorp and Barclays Bank PLC, through its agent Barclays Capital Inc. Incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2015.**
10.40	Master Confirmation, dated January 22, 2015, and Supplemental Confirmation, for accelerated share repurchase transaction dated January 22, 2015 between Fifth Third Bancorp and Wells Fargo Bank, National Association. Incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2015.**
10.41	Bancorp Director Pay Program. Incorporated by reference to Exhibit 10.2 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2016.*
10.42	2016 Restricted Stock Unit Grant Agreement (for Directors). Incorporated by reference to Exhibit 10.48 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2016.*
10.43	2017 Stock Appreciation Right Award Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.49 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2016.*
10.44	2017 Performance Share Award Agreement. Incorporated by reference to Exhibit 10.50 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2016.*
10.45	2017 Restricted Stock Unit Grant Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.51 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2016.*
10.46	Long-Term Incentive Award Overview February 2017 Grants. Incorporated by reference to Exhibit 10.52 of the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2016.*
10.47	Restricted Stock Unit Grant Agreement (for Directors) for Fifth Third Bancorp 2017 Incentive Compensation Plan. Incorporated by reference to Exhibit 10.3 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2017.*
10.48	2018 Stock Appreciation Right Award Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.67 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2017.*
10.49	2018 Performance Share Award Agreement. Incorporated by reference to Exhibit 10.68 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2017.*
10.50	2018 Restricted Stock Unit Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.69 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2017.*
10.51	Long-Term Incentive Award Overview 2018 Grants. Incorporated by reference to Exhibit 10.70 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2017.*
10.52	2018 Restricted Stock Unit Grant Agreement (for Directors). Incorporated by reference to Exhibit 10.3 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2018.*
10.53	2018 Long-Term Incentive Compensation Program Overview February 2019 Grants. Incorporated by reference to Exhibit 10.74 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.54	2019 Performance Share Award Agreement. Incorporated by reference to Exhibit 10.75 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.55	2019 Restricted Stock Unit Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.76 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.56	2019 Stock Appreciation Right Award Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.77 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2018.*
10.57	2019 Long-Term Incentive Compensation Program Overview February 2020 Grants. Incorporated by reference to Exhibit 10.72 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2019.*
10.58	2020 Performance Share Award Agreement. Incorporated by reference to Exhibit 10.73 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2019.*
10.59	2020 Restricted Stock Unit Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.74 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2019.*
10.60	2020 Stock Appreciation Right Award Agreement (for Executive Officers). Incorporated by reference to Exhibit 10.75 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2019.*
10.61	2019 Restricted Stock Unit Grant Agreement (for Directors). Incorporated by reference to Exhibit 10.76 to the Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2019.*
10.62	2020 Restricted Stock Unit Grant Agreement (for Directors). Incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2020.*
10.63	2020 Long-Term Incentive Compensation Program Overview February 2021 Grants.*
10.64	2021 Performance Share Award Agreement.*
10.65	2021 Restricted Stock Unit Agreement (for Executive Officers).*
10.66	2021 Stock Appreciation Right Award Agreement (for Executive Officers).*
10.70	Master Confirmation, as supplemented by two Supplemental Confirmations, for accelerated share repurchase transaction dated March 11, 2019 between Fifth Third Bancorp and JPMorgan Chase Bank, National Association, London Branch. Incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2019.**
10.71	Master Confirmation dated as of August 5, 2019, as supplemented by a Supplemental Confirmation dated August 5, 2019, for accelerated share repurchase transaction between Fifth Third Bancorp and Citibank, N.A. Incorporated by reference to Exhibit 10.2 to the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2019.***
10.72	Employment Agreement between Fifth Third Bancorp, Fifth Third Bank, and Teresa Tanner dated July 1, 2019. Incorporated by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K/A filed with the SEC on July 3, 2019.*
21	Fifth Third Bancorp Subsidiaries, as of February 15, 2021.
23	Consent of Independent Registered Public Accounting Firm-Deloitte & Touche LLP.
31(i)	Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 by Chief Executive Officer.
31(ii)	Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 by Chief Financial Officer.

32(i)	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 by Chief Executive Officer.
32(ii)	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 by Chief Financial Officer.
101.INSXBRL	Instance Document.
101.SCHXBRL	Taxonomy Extension Schema Document.
101.CALXBRL	Taxonomy Extension Calculation Linkbase Document.
101.DEFXBRL	Taxonomy Extension Definition Linkbase Document.
101.LABXBRL	Taxonomy Extension Label Linkbase Document.
101.PREXBRL	Taxonomy Extension Presentation Linkbase Document.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

(1) Fifth Third Bancorp also entered into an identical security on March 4, 2008 representing an additional $500,000,000 of its 8.25% Subordinated Notes due 2038.

(2) Fifth Third Bancorp also entered into an identical security on November 20, 2013 representing an additional $250,000,000 in principal amount of its 4.30% Subordinated Notes due 2024.

* *Denotes management contract or compensatory plan or arrangement.*

** *An application for confidential treatment for selected portions of this exhibit has been filed with the SEC.*

*** *Selected portions of this exhibit have been omitted in accordance with Item 601(b)(10) of Regulation S-K.*

ITEM 16. FORM 10–K SUMMARY

None.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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.

FIFTH THIRD BANCORP
Registrant

/s/ Greg D. Carmichael
Greg D. Carmichael
Chairman and CEO
Principal Executive Officer
February 26, 2021

Pursuant to requirements of the Securities Exchange Act of 1934, this report has been signed on February 26, 2021 by the following persons on behalf of the Registrant and in the capacities indicated.

OFFICERS:

/s/ Greg D. Carmichael
Greg D. Carmichael
Chairman and CEO
Principal Executive Officer

/s/ James C. Leonard
James C. Leonard
Executive Vice President and CFO
Principal Financial Officer

/s/ Mark D. Hazel
Mark D. Hazel
Senior Vice President and Controller
Principal Accounting Officer

DIRECTORS:

/s/ Greg D. Carmichael
Greg D. Carmichael
Chairman

/s/ Marsha C. Williams
Marsha C. Williams
Lead Independent Director

/s/ Nicholas K. Akins
Nicholas K. Akins

/s/ B. Evan Bayh III
B. Evan Bayh III

/s/ Jorge L. Benitez
Jorge L. Benitez

/s/ Katherine B. Blackburn
Katherine B. Blackburn

/s/ Emerson L. Brumback
Emerson L. Brumback

/s/ C. Bryan Daniels
C. Bryan Daniels

/s/ Mitchell S. Feiger
Mitchell S. Feiger

/s/ Thomas H. Harvey
Thomas H. Harvey

/s/ Gary R. Heminger
Gary R. Heminger

/s/ Linda W. Clement-Holmes
Linda W. Clement-Holmes

/s/ Jewell D. Hoover
Jewell D. Hoover

/s/ Eileen A. Mallesch
Eileen A. Mallesch

/s/ Michael B. McCallister
Michael B. McCallister

CONSOLIDATED TEN YEAR COMPARISON

AVERAGE ASSETS FOR THE YEARS ENDED DECEMBER 31 ($ IN MILLIONS)

	Interest-Earning Assets						
Year	Loans and Leases	Other Short-Term Investments	Investment Securities	Total	Cash and Due from Banks	Other Assets	Total Average Assets
2020	**$ 114,411**	**21,935**	**36,342**	**172,688**	**2,978**	**20,933**	**194,230**
2019	107,794	2,140	35,470	145,404	2,748	16,903	163,936
2018	93,876	1,476	33,553	128,905	2,200	12,203	142,183
2017	92,731	1,390	32,172	126,293	2,224	13,236	140,527
2016	94,320	1,866	30,099	126,285	2,303	14,870	142,173
2015	93,339	3,258	26,987	123,584	2,608	15,100	139,999
2014	91,127	3,043	21,823	115,993	2,892	14,443	131,847
2013	89,093	2,417	16,444	107,954	2,482	15,025	123,704
2012	84,822	1,495	15,319	101,636	2,355	15,643	117,562
2011	80,214	2,031	15,437	97,682	2,352	15,259	112,590

AVERAGE DEPOSITS AND SHORT-TERM BORROWINGS FOR THE YEARS ENDED DECEMBER 31 ($ IN MILLIONS)

	Deposits								
Year	Demand	Interest Checking	Savings	Money Market	Other Time	Certificates $100,000 and Over	Foreign Office and Other	Total	Short-Term Borrowings[(a)]	Total
2020	**$ 47,111**	**46,890**	**16,440**	**29,879**	**4,118**	**3,337**	**256**	**148,031**	**2,094**	**150,125**
2019	34,343	36,658	14,041	25,879	5,470	4,504	474	121,369	2,313	123,682
2018	32,634	29,818	13,330	21,769	4,106	2,426	839	104,922	3,120	108,042
2017	35,093	26,382	13,958	20,231	3,771	2,564	665	102,664	3,715	106,379
2016	35,862	25,143	14,346	19,523	4,010	2,735	830	102,449	3,351	105,800
2015	35,164	26,160	14,951	18,152	4,051	2,869	874	102,221	2,641	104,862
2014	31,755	25,382	16,080	14,670	3,762	3,929	1,828	97,406	2,331	99,737
2013	29,925	23,582	18,440	9,467	3,760	6,339	1,518	93,031	3,527	96,558
2012	27,196	23,096	21,393	4,903	4,306	3,102	1,555	85,551	4,806	90,357
2011	23,389	18,707	21,652	5,154	6,260	3,656	3,497	82,315	3,122	85,437

INCOME FOR THE YEARS ENDED DECEMBER 31 ($ IN MILLIONS, EXCEPT PER SHARE DATA)

						Per Share		
Year	Interest Income	Interest Expense	Noninterest Income	Noninterest Expense	Net Income Available to Common Shareholders	Earnings	Diluted Earnings	Dividends Declared
2020	**$ 5,572**	**790**	**2,830**	**4,718**	**1,323**	**1.84**	**1.83**	**1.08**
2019	6,254	1,457	3,536	4,660	2,419	3.38	3.33	0.94
2018	5,183	1,043	2,790	3,958	2,118	3.11	3.06	0.74
2017	4,489	691	3,224	3,782	2,105	2.86	2.81	0.60
2016	4,193	578	2,696	3,737	1,472	1.92	1.91	0.53
2015	4,028	495	3,003	3,643	1,610	2.00	1.97	0.52
2014	4,030	451	2,473	3,619	1,384	1.65	1.63	0.51
2013	3,973	412	3,227	3,978	1,799	2.05	2.02	0.47
2012	4,107	512	2,999	4,083	1,541	1.69	1.66	0.36
2011	4,218	661	2,455	3,804	1,094	1.20	1.18	0.28

MISCELLANEOUS AT DECEMBER 31 ($ IN MILLIONS, EXCEPT PER SHARE DATA)

		Equity								
Year	Common Shares Outstanding	Common Stock	Preferred Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Total	Book Value Per Share	Allowance for Loan and Lease Losses
2020	**712,760,325**	**$ 2,051**	**2,116**	**3,635**	**18,384**	**2,601**	**(5,676)**	**23,111**	**29.46**	**2,453**
2019	708,915,629	2,051	1,770	3,599	18,315	1,192	(5,724)	21,203	27.41	1,202
2018	646,630,857	2,051	1,331	2,873	16,578	(112)	(6,471)	16,250	23.07	1,103
2017	693,804,893	2,051	1,331	2,790	14,957	73	(5,002)	16,200	21.43	1,196
2016	750,479,299	2,051	1,331	2,756	13,290	59	(3,433)	16,054	19.62	1,253
2015	785,080,314	2,051	1,331	2,666	12,224	197	(2,764)	15,705	18.31	1,272
2014	824,046,952	2,051	1,331	2,646	11,034	429	(1,972)	15,519	17.22	1,322
2013	855,305,745	2,051	1,034	2,561	10,156	82	(1,295)	14,589	15.85	1,582
2012	882,152,057	2,051	398	2,758	8,768	375	(634)	13,716	15.10	1,854
2011	919,804,436	2,051	398	2,792	7,554	470	(64)	13,201	13.92	2,255

(a) *Includes federal funds purchased and other short-term investments.*

DIRECTORS AND OFFICERS

FIFTH THIRD BANCORP DIRECTORS

Greg D. Carmichael
Chairman & Chief Executive Officer
Fifth Third Bancorp

Marsha C. Williams, Lead Director
Retired Chief Financial Officer
Orbitz Worldwide, Inc.

Nicholas K. Akins
Chairman, President & Chief Executive Officer
American Electric Power Company

B. Evan Bayh III
Senior Advisor
Apollo Global Management

Jorge L. Benitez
Retired Chief Executive Officer
North America of Accenture plc

Katherine B. Blackburn
Executive Vice President
Cincinnati Bengals, Inc.

Emerson L. Brumback
Retired President & Chief Operating Officer
M&T Bank

C. Bryan Daniels
Founding Partner
Prairie Capital

Mitchell S. Feiger
Retired CEO and President
MB Financial, Inc.

Thomas H. Harvey
Chief Executive Officer
Energy Innovation: Policy and Technology, LLC

Gary R. Heminger
Chief Executive Officer & Chairman
Marathon Petroleum Corporation

Linda W. Clement-Holmes
Retired Chief Information Officer
The Procter & Gamble Company

Jewell D. Hoover
Retired Senior Official
Comptroller of the Currency

Eileen A. Mallesch
Retired Chief Financial Officer
Nationwide Property & Casualty Segment,
Nationwide Mutual Insurance Company

Michael B. McCallister
Retired Chairman & Chief Executive Officer
Humana, Inc.

FIFTH THIRD BANCORP OFFICERS

Greg D. Carmichael
Chairman &
Chief Executive Officer

Lars C. Anderson
Executive Vice President &
Vice Chairman of Commercial Banking
Strategic Growth Initiatives

Kristine Garrett
Executive Vice President &
Head of Wealth & Asset Management

Howard Hammond
Executive Vice President &
Head of Consumer Bank

Mark D. Hazel
Senior Vice President &
Controller

Margaret P. Jula
Executive Vice President &
Chief Human Resource Officer

Kevin P. Lavender
Executive Vice President &
Head of Commercial Banking

James C. Leonard
Executive Vice President &
Chief Financial Officer

Jude A. Schramm
Executive Vice President &
Chief Information Officer

Robert P. Shaffer
Executive Vice President &
Chief Risk Officer

Timothy N. Spence
President

Richard L. Stein
Executive Vice President &
Chief Credit Officer

Melissa S. Stevens
Executive Vice President &
Head of Digital, Marketing, Design and Innovation

Susan B. Zaunbrecher
Executive Vice President &
Chief Legal Officer

REGIONAL PRESIDENTS

Michael Ash
David Briggs
David A. Call
Joseph DiRocco
Timothy Elsbrock
Lee Fite
David Girodat
Kimberly Halbauer
Francie Henry
Mark Hoppe
Randy Koporc
Cary Putrino
Thomas G. Welch, Jr.

FIFTH THIRD BANCORP BOARD COMMITTEES

Audit Committee
Eileen A. Mallesch, Chair
Katherine B. Blackburn
Thomas H. Harvey
Jewell D. Hoover
Michael B. McCallister

Finance Committee
Gary R. Heminger, Chair
Nicholas K. Akins
Jorge L. Benitez
Emerson L. Brumback
Michael B. McCallister
Marsha C. Williams

Human Capital and Compensation Committee
Michael B. McCallister, Chair
Emerson L. Brumback
Gary R. Heminger
Eileen A. Mallesch
Marsha C. Williams

Nominating and Corporate Governance Committee
Nicholas K. Akins, Chair
B. Evan Bayh III
Jorge L. Benitez
Katherine B. Blackburn
Thomas H. Harvey
Marsha C. Williams

Risk and Compliance Committee
Emerson L. Brumback, Chair
C. Bryan Daniels
Gary R. Heminger
Jewell D. Hoover
Eileen A. Mallesch

Technology Committee
Jorge L. Benitez, Chair
Nicholas K. Akins
B. Evan Bayh III
Linda W. Clement-Holmes
C. Bryan Daniels
Thomas H. Harvey

PERFORMANCE COMPARISON

For the years ended Dec. 31 *$ in millions, except per share data*	2020	2019	2018
EARNINGS AND DIVIDENDS			
Net Income	**$ 1,427**	$ 2,512	$ 2,193
Common Dividends Declared	**780**	691	499
Preferred Dividends Declared	**104**	93	75
PER COMMON SHARE			
Earnings	**$ 1.84**	$ 3.38	$ 3.11
Diluted Earnings	**1.83**	3.33	3.06
Cash Dividends Declared	**1.08**	0.94	0.74
Book Value	**29.46**	27.41	23.07
AT YEAR-END			
Total Assets	**$ 204,680**	$ 169,369	$ 146,069
Total Loans and Leases *(incl. Held-for-Sale)*	**113,523**	110,958	95,872
Deposits	**159,081**	127,062	108,835
Bancorp Shareholders' Equity	**23,111**	21,203	16,250
KEY RATIOS			
Net Interest Margin (FTE)[1]	**2.78%**	3.31%	3.22%
Efficiency Ratio (FTE)[1,2]	**61.9%**	55.8%	57.0%
CET1 Ratio	**10.34%**	9.75%	10.24%
Tier 1 Risk-Based Ratio	**11.83%**	10.99%	11.32%
Total Risk-Based Capital Ratio	**15.08%**	13.84%	14.48%
ACTUALS			
Common Shares Outstanding (000's)	**712,760**	708,916	646,631
Banking Centers	**1,134**	1,149	1,121
ATMs	**2,397**	2,481	2,419
Full-Time Equivalent Employees	**19,872**	19,869	17,437

[1] Non-GAAP measure. For further information, see the Non-GAAP Financial Measures section of MD&A.
[2] Certain prior period data has been reclassified to conform to current period presentation.

Stock Performance	2020 High	2020 Low	2020 Dividends Declared Per Share	2019 High	2019 Low	2019 Dividends Declared Per Share
Fourth Quarter	**$ 28.11**	**$ 20.52**	**$ 0.27**	$ 31.64	$ 25.42	$ 0.24
Third Quarter	**22.55**	**17.28**	**0.27**	30.20	24.97	0.24
Second Quarter	**24.93**	**13.15**	**0.27**	29.18	25.48	0.24
First Quarter	**31.02**	**11.10**	**0.27**	29.00	23.11	0.22

Includes intraday stock prices.
Fifth Third's common stock is traded on the NASDAQ® Global Select Market under the symbol "FITB."

FIFTH THIRD BANCORP

Corporate Address

38 Fountain Square Plaza
Cincinnati, OH 45263

www.53.com

1.800.972.3030

Investor Relations
(For Inquiries of Shareholders Only)

38 Fountain Square Plaza
MD 1090QC
Cincinnati, OH 45263

ir@53.com

1.866.670.0468

TRANSFER AGENT

American Stock Transfer and Trust Company, LLC.

For Correspondence:

6201 15th Ave.
Brooklyn, NY 11219

www.astfinancial.com

1.888.294.8285

For Dividend Reinvestment and Direct Stock Purchase Plan Transaction Processing:

P.O. Box 922
Wall Street Station
New York, NY 10269-0560

FIFTH THIRD BANCORP

Fifth Third Bancorp

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, 2021
Commission File Number 001-33653

FIFTH THIRD BANCORP
(Exact name of Registrant as specified in its charter)

Ohio	**31-0854434**
(State or other jurisdiction of incorporation or organization)	**(I.R.S. Employer Identification Number)**

38 Fountain Square Plaza
Cincinnati, Ohio 45263
(Address of principal executive offices)

Registrant's telephone number, including area code: (800) 972-3030

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 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 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	☐	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 ☒

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, Without Par Value	FITB	The NASDAQ Stock Market LLC
Depositary Shares Representing a 1/1000th Ownership Interest in a Share of 6.625% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series I	FITBI	The NASDAQ Stock Market LLC
Depositary Shares Representing a 1/40th Ownership Interest in a Share of 6.00% Non-Cumulative Perpetual Class B Preferred Stock, Series A	FITBP	The NASDAQ Stock Market LLC
Depositary Shares Representing a 1/1000th Ownership Interest in a Share of 4.95% Non-Cumulative Perpetual Preferred Stock, Series K	FITBO	The NASDAQ Stock Market LLC

There were 690,718,273 shares of the Registrant's common stock, without par value, outstanding as of July 31, 2021.

FIFTH THIRD BANCORP

FINANCIAL CONTENTS

Part I. Financial Information

Part II. Other Information

FORWARD-LOOKING STATEMENTS

This report contains statements that we believe are "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Rule 175 promulgated thereunder, and Section 21E of the Securities Exchange Act of 1934, as amended, and Rule 3b-6 promulgated thereunder. These statements relate to our financial condition, results of operations, plans, objectives, future performance, capital actions or business. They usually can be identified by the use of forward-looking language such as "will likely result," "may," "are expected to," "is anticipated," "potential," "estimate," "forecast," "projected," "intends to," or may include other similar words or phrases such as "believes," "plans," "trend," "objective," "continue," "remain," or similar expressions, or future or conditional verbs such as "will," "would," "should," "could," "might," "can," or similar verbs. You should not place undue reliance on these statements, as they are subject to risks and uncertainties, including but not limited to the risk factors set forth in our most recent Annual Report on Form 10-K as updated by our Quarterly Reports on Form 10-Q. When considering these forward-looking statements, you should keep in mind these risks and uncertainties, as well as any cautionary statements we may make. Moreover, you should treat these statements as speaking only as of the date they are made and based only on information then actually known to us. We undertake no obligation to release revisions to these forward-looking statements or reflect events or circumstances after the date of this document. There are a number of important factors that could cause future results to differ materially from historical performance and these forward-looking statements. Factors that might cause such a difference include, but are not limited to: (1) effects of the global COVID-19 pandemic; (2) deteriorating credit quality; (3) loan concentration by location or industry of borrowers or collateral; (4) problems encountered by other financial institutions; (5) inadequate sources of funding or liquidity; (6) unfavorable actions of rating agencies; (7) inability to maintain or grow deposits; (8) limitations on the ability to receive dividends from subsidiaries; (9) cyber-security risks; (10) Fifth Third's ability to secure confidential information and deliver products and services through the use of computer systems and telecommunications networks; (11) failures by third-party service providers; (12) inability to manage strategic initiatives and/or organizational changes; (13) inability to implement technology system enhancements; (14) failure of internal controls and other risk management systems; (15) losses related to fraud, theft, misappropriation or violence; (16) inability to attract and retain skilled personnel; (17) adverse impacts of government regulation; (18) governmental or regulatory changes or other actions; (19) failures to meet applicable capital requirements; (20) regulatory objections to Fifth Third's capital plan; (21) regulation of Fifth Third's derivatives activities; (22) deposit insurance premiums; (23) assessments for the orderly liquidation fund; (24) replacement of LIBOR; (25) weakness in the national or local economies; (26) global political and economic uncertainty or negative actions; (27) changes in interest rates; (28) changes and trends in capital markets; (29) fluctuation of Fifth Third's stock price; (30) volatility in mortgage banking revenue; (31) litigation, investigations, and enforcement proceedings by governmental authorities; (32) breaches of contractual covenants, representations and warranties; (33) competition and changes in the financial services industry; (34) changing retail distribution strategies, customer preferences and behavior; (35) difficulties in identifying, acquiring or integrating suitable strategic partnerships, investments or acquisitions; (36) potential dilution from future acquisitions; (37) loss of income and/or difficulties encountered in the sale and separation of businesses, investments or other assets; (38) results of investments or acquired entities; (39) changes in accounting standards or interpretation or declines in the value of Fifth Third's goodwill or other intangible assets; (40) inaccuracies or other failures from the use of models; (41) effects of critical accounting policies and judgments or the use of inaccurate estimates; (42) weather-related events, other natural disasters, or health emergencies (including pandemics); (43) the impact of reputational risk created by these or other developments on such matters as business generation and retention, funding and liquidity; and (44) changes in law or requirements imposed by Fifth Third's regulators impacting our capital actions, including dividend payments and stock repurchases.

PART I. FINANCIAL INFORMATION

Glossary of Abbreviations and Acronyms

Fifth Third Bancorp provides the following list of abbreviations and acronyms as a tool for the reader that are used in Management's Discussion and Analysis of Financial Condition and Results of Operations, the Condensed Consolidated Financial Statements and the Notes to Condensed Consolidated Financial Statements.

ACL: Allowance for Credit Losses
AFS: Available For Sale
ALCO: Asset Liability Management Committee
ALLL: Allowance for Loan and Lease Losses
AOCI: Accumulated Other Comprehensive Income (Loss)
APR: Annual Percentage Rate
ARM: Adjustable Rate Mortgage
ASC: Accounting Standards Codification
ASU: Accounting Standards Update
ATM: Automated Teller Machine
BHC: Bank Holding Company
BOLI: Bank Owned Life Insurance
bps: Basis Points
CARES: Coronavirus Aid, Relief and Economic Security
CDC: Fifth Third Community Development Corporation
CECL: Current Expected Credit Loss
CET1: Common Equity Tier 1
CFPB: United States Consumer Financial Protection Bureau
C&I: Commercial and Industrial
DCF: Discounted Cash Flow
DTCC: Depository Trust & Clearing Corporation
DTI: Debt-to-Income Ratio
ERM: Enterprise Risk Management
ERMC: Enterprise Risk Management Committee
EVE: Economic Value of Equity
FASB: Financial Accounting Standards Board
FDIC: Federal Deposit Insurance Corporation
FHA: Federal Housing Administration
FHLB: Federal Home Loan Bank
FHLMC: Federal Home Loan Mortgage Corporation
FICO: Fair Isaac Corporation (credit rating)
FINRA: Financial Industry Regulatory Authority
FNMA: Federal National Mortgage Association
FOMC: Federal Open Market Committee
FRB: Federal Reserve Bank
FTE: Fully Taxable Equivalent
FTP: Funds Transfer Pricing
FTS: Fifth Third Securities
GDP: Gross Domestic Product
GNMA: Government National Mortgage Association
GSE: United States Government Sponsored Enterprise
HTM: Held-To-Maturity
IPO: Initial Public Offering
IRC: Internal Revenue Code
IRLC: Interest Rate Lock Commitment
ISDA: International Swaps and Derivatives Association, Inc.
LIBOR: London Interbank Offered Rate
LIHTC: Low-Income Housing Tax Credit
LLC: Limited Liability Company
LTV: Loan-to-Value Ratio
MD&A: Management's Discussion and Analysis of Financial Condition and Results of Operations
MSR: Mortgage Servicing Right
N/A: Not Applicable
NII: Net Interest Income
NM: Not Meaningful
OAS: Option-Adjusted Spread
OCC: Office of the Comptroller of the Currency
OCI: Other Comprehensive Income (Loss)
OREO: Other Real Estate Owned
PCD: Purchased Credit Deteriorated
PPP: Paycheck Protection Program
RCC: Risk Compliance Committee
ROU: Right-of-Use
SBA: Small Business Administration
SEC: United States Securities and Exchange Commission
SOFR: Secured Overnight Financing Rate
TBA: To Be Announced
TDR: Troubled Debt Restructuring
TILA: Truth in Lending Act
U.S.: United States of America
USD: United States Dollar
U.S. GAAP: United States Generally Accepted Accounting Principles
VA: United States Department of Veterans Affairs
VIE: Variable Interest Entity
VRDN: Variable Rate Demand Note

Management's Discussion and Analysis of Financial Condition and Results of Operations (Item 2)

The following is Management's Discussion and Analysis of Financial Condition and Results of Operations of certain significant factors that have affected Fifth Third Bancorp's (the "Bancorp" or "Fifth Third") financial condition and results of operations during the periods included in the Condensed Consolidated Financial Statements, which are a part of this filing. Reference to the Bancorp incorporates the parent holding company and all consolidated subsidiaries. The Bancorp's banking subsidiary is referred to as the Bank.

OVERVIEW

Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. At June 30, 2021, the Bancorp had $205 billion in assets and operated 1,096 full-service banking centers and 2,369 Fifth Third branded ATMs in eleven states throughout the Midwestern and Southeastern regions of the U.S. The Bancorp reports on four business segments: Commercial Banking, Branch Banking, Consumer Lending and Wealth and Asset Management.

This overview of MD&A highlights selected information in the financial results of the Bancorp and may not contain all of the information that is important to you. For a more complete understanding of trends, events, commitments, uncertainties, liquidity, capital resources and critical accounting policies and estimates, you should carefully read this entire document as well as the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020. Each of these items could have an impact on the Bancorp's financial condition, results of operations and cash flows. In addition, refer to the Glossary of Abbreviations and Acronyms in this report for a list of terms included as a tool for the reader of this Quarterly Report on Form 10-Q. The abbreviations and acronyms identified therein are used throughout this MD&A, as well as the Condensed Consolidated Financial Statements and Notes to Condensed Consolidated Financial Statements.

Net interest income, net interest margin, net interest rate spread and the efficiency ratio are presented in MD&A on an FTE basis. The FTE basis adjusts for the tax-favored status of income from certain loans and leases and securities held by the Bancorp that are not taxable for federal income tax purposes. The Bancorp believes this presentation to be the preferred industry measurement of net interest income as it provides a relevant comparison between taxable and non-taxable amounts. The FTE basis for presenting net interest income is a non-GAAP measure. For further information, refer to the Non-GAAP Financial Measures section of MD&A.

The Bancorp's revenues are dependent on both net interest income and noninterest income. For both the three and six months ended June 30, 2021, net interest income on an FTE basis and noninterest income provided 62% and 38% of total revenue, respectively. The Bancorp derives the majority of its revenues within the U.S. from customers domiciled in the U.S. Revenue from foreign countries and external customers domiciled in foreign countries was immaterial to the Condensed Consolidated Financial Statements for the three and six months ended June 30, 2021. Changes in interest rates, credit quality, economic trends and the capital markets are primary factors that drive the performance of the Bancorp. As discussed later in the Risk Management section of MD&A, risk identification, measurement, monitoring, control and reporting are important to the management of risk and to the financial performance and capital strength of the Bancorp.

Net interest income is the difference between interest income earned on assets such as loans, leases and securities, and interest expense incurred on liabilities such as deposits, other short-term borrowings and long-term debt. Net interest income is affected by the general level of interest rates, the relative level of short-term and long-term interest rates, changes in interest rates and changes in the amount and composition of interest-earning assets and interest-bearing liabilities. Generally, the rates of interest the Bancorp earns on its assets and pays on its liabilities are established for a period of time. The change in market interest rates over time exposes the Bancorp to interest rate risk through potential adverse changes to net interest income and financial position. The Bancorp manages this risk by continually analyzing and adjusting the composition of its assets and liabilities based on their payment streams and interest rates, the timing of their maturities and their sensitivity to changes in market interest rates. Additionally, in the ordinary course of business, the Bancorp enters into certain derivative transactions as part of its overall strategy to manage its interest rate and prepayment risks. The Bancorp is also exposed to the risk of loss on its loan and lease portfolio, as a result of changing expected cash flows caused by borrower credit events, such as loan defaults and inadequate collateral.

Noninterest income is derived from commercial banking revenue, service charges on deposits, wealth and asset management revenue, card and processing revenue, mortgage banking net revenue, leasing business revenue, other noninterest income and net securities gains or losses. Noninterest expense includes compensation and benefits, technology and communications, net occupancy expense, equipment expense, leasing business expense, card and processing expense, marketing expense and other noninterest expense.

COVID-19 Global Pandemic

The COVID-19 pandemic created significant economic uncertainty and financial disruptions during the year ended December 31, 2020, which has continued into 2021. Government and public responses to the COVID-19 pandemic, including temporary closures of businesses and the implementation of social distancing protocols, have caused and continue to cause, reductions and instability in economic activity that have resulted in increased unemployment levels in certain industries and volatility in the financial markets. During the year ended December 31, 2020 and the six months ended June 30, 2021, low interest rates, reduced economic activity and market volatility have had the most immediate negative impacts on the Bancorp's performance. The Bancorp is unable to estimate the extent of the impact that these factors have had on its operating results since the pandemic began and it is likely that these factors will continue to adversely impact its future operating results.

The increased availability of COVID-19 vaccinations has begun to mitigate the public health effects of the pandemic, although there has been a rise of the Delta variant of COVID-19 and slower progress on vaccination rates, and recovery from the related economic crisis continues to disproportionately affect certain industries, geographies and demographics more than others. This uneven recovery, combined with the unprecedented nature of the government response to the pandemic, makes it difficult to predict the extent to which the pandemic will continue to adversely impact the Bancorp and its customers. Furthermore, resurgence risk remains present as new virus variants are identified. The Bancorp continues to closely monitor the pandemic and its effects on customers, employees, communities and markets.

The Bancorp has provided a variety of relief options for both commercial and consumer customers that were affected by the COVID-19 pandemic, including loan covenant relief, loan maturity extensions, payment deferrals, forbearances and fee waivers. For further information about these programs, refer to the Credit Risk Management subsection of the Risk Management section of MD&A included herein, and also Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

Government Response to the COVID-19 Pandemic

Congress, the FRB and the other U.S. state and federal financial regulatory agencies have taken actions to mitigate disruptions to economic activity and financial stability resulting from the COVID-19 pandemic. The descriptions below summarize certain significant government actions taken in response to the COVID-19 pandemic. The descriptions are qualified in their entirety by reference to the particular statutory or regulatory provisions or government programs summarized.

The CARES Act

The Coronavirus Aid, Relief and Economic Security ("CARES") Act was signed into law on March 27, 2020 and has subsequently been amended several times, including by the Consolidated Appropriations Act, 2021. Among other provisions, the CARES Act included funding for the SBA to expand lending, relief from certain U.S. GAAP requirements to allow COVID-19-related loan modifications to not be categorized as TDRs, direct stimulus payments and a range of incentives to encourage deferment, forbearance or modification of consumer credit and mortgage contracts. One of the key CARES Act programs is the Paycheck Protection Program, discussed further below, which temporarily expanded the SBA's business loan guarantee program.

The CARES Act contains additional protections for homeowners and renters of properties with federally-backed mortgages, including a 60-day moratorium on the initiation of foreclosure proceedings beginning on March 18, 2020 and a 120-day moratorium on initiating eviction proceedings effective March 27, 2020. Borrowers of federally-backed mortgages have the right under the CARES Act to request up to 360 days of forbearance on their mortgage payments if they experience financial hardship directly or indirectly due to the COVID-19 public health emergency. The FHA, FNMA and FHLMC independently extended their moratorium on foreclosures and evictions for single-family federally-backed mortgages through July 31, 2021.

Also pursuant to the CARES Act, the U.S. Treasury has the authority to provide loans, guarantees and other investments in support of eligible businesses, states and municipalities affected by the economic effects of COVID-19. Some of these funds have been used to support several FRB programs and facilities described below or additional programs or facilities that are established by its authority under Section 13(3) of the Federal Reserve Act which meet certain criteria.

FRB Actions

The FRB has taken a range of actions to support the flow of credit to households and businesses, offset forced liquidations and restore liquidity in the financial markets. For example, on March 15, 2020, the FRB reduced the target range for the federal funds rate to 0 to 0.25% and announced that it would increase its holdings of U.S. Treasury securities and agency mortgage-backed securities and begin purchasing agency commercial mortgage-backed securities. The FRB has also encouraged depository institutions to borrow from the discount window and has lowered the primary credit rate for such borrowing by 150 basis points while extending the term of such loans up to 90 days. Reserve requirements have been reduced to zero as of March 26, 2020.

In addition, the FRB established a range of facilities and programs to support the U.S. economy and U.S. marketplace participants in response to economic disruptions associated with COVID-19. Through these facilities and programs, the FRB, relying on its authority under Section 13(3) of the Federal Reserve Act, has taken steps to directly or indirectly purchase assets from, or make loans to, U.S. companies, financial institutions, municipalities and other market participants.

Paycheck Protection Program

The Bancorp is a participating lender in PPP, which is a program administered by the SBA to provide forgivable, guaranteed loans to eligible borrowers that have been affected by the COVID-19 pandemic. As of June 30, 2021, the Bancorp held PPP loans with a carrying amount of \$3.7 billion under the program. PPP loans are available to a broader range of entities than ordinary SBA loans, require deferral of principal and interest repayment, and may be forgiven if the borrower demonstrates that the loan proceeds were used for qualified payroll costs and certain other expenses. The PPP has been expanded to permit second and third rounds of funding, including for certain borrowers who have already received a PPP loan, subject to certain conditions.

American Rescue Plan Act

The American Rescue Plan Act of 2021, which was signed into law on March 21, 2021, provides additional relief for businesses, states, municipalities and individuals by, among other things, allocating additional funds for the PPP, providing a third round of economic impact payments to individuals, extending supplemental federal unemployment benefits and providing advance payments of an expanded child tax credit. The impacts of the stimulus on the Bancorp's business, results of operations and financial condition are highly uncertain and will depend on future developments, including the scope and duration of the pandemic and its impact on the economy in general.

Accelerated Share Repurchase Transactions

During the six months ended June 30, 2021, the Bancorp entered into and settled accelerated share repurchase transactions. As part of the transactions, the Bancorp entered into forward contracts in which the final number of shares delivered at settlement was based generally on a discount to the average daily volume weighted-average price of the Bancorp's common stock during the term of the repurchase agreements. Refer to Note 15 and Note 23 of the Notes to Condensed Consolidated Financial Statements for additional information on share repurchase activity.

The following table presents a summary of the Bancorp's accelerated share repurchase transactions that were entered into and settled during the six months ended June 30, 2021:

TABLE 1: Summary of Accelerated Share Repurchase Transactions

Repurchase Date	Amount ($ in millions)	Shares Repurchased on Repurchase Date	Shares Received from Forward Contract Settlement	Total Shares Repurchased	Final Settlement Date
January 26, 2021	$ 180	4,951,456	366,939	5,318,395	March 31, 2021
April 23, 2021	347	7,894,807	675,295	8,570,102	June 11, 2021

LIBOR Transition

In July 2017, the Chief Executive of the United Kingdom Financial Conduct Authority (the "FCA"), which regulates LIBOR, announced that the FCA will stop persuading or compelling banks to submit rates for the calculation of LIBOR to the administrator of LIBOR after 2021. Since then, central banks around the world, including the Federal Reserve, have commissioned working groups of market participants and official sector representatives with the goal of finding suitable replacements for LIBOR. The Bancorp has substantial exposure to LIBOR-based products within its commercial lending, commercial deposits, business banking, consumer lending and capital markets lines of business as well as corporate treasury function. On November 30, 2020, the Federal Reserve, OCC, and FDIC issued a public statement that the administrator of LIBOR announced it will consult on an extension of publication of certain U.S. Dollar ("USD") LIBOR tenors until June 30, 2023, which would allow additional legacy USD LIBOR contracts to mature before the succession of LIBOR. The administrator then announced on March 5, 2021, that it will cease publication of 1-week and 2-month USD LIBOR on December 31, 2021, and that overnight and 1-, 3-, 6-, and 12-month USD LIBOR will cease to be published on June 30, 2023. Although the full impact of LIBOR reforms and actions remains unclear, the Bancorp continues to prepare to transition from LIBOR to alternative reference rates, and it is expected that a broad transition away from the use of LIBOR to alternative reference rates for new financial contracts will occur by the end of 2021. In the United States, LIBOR-priced transactions and products will transfer to the Secured Overnight Financing Rate ("SOFR"), Prime Rate or other similar indices (collectively, "Alternative Rates"). There are risks inherent with the transition to any Alternative Rate as the rate may behave differently than LIBOR in reaction to monetary, market and economic events.

The Bancorp's LIBOR transition plan is organized around key work streams, including continued engagement with central banks and industry working groups and regulators, active client engagement, comprehensive review of legacy documentation, internal operational and technological readiness, and risk management, among other things, to facilitate the transition to Alternative Rates. The Bancorp has implemented certain SOFR conventions and is in the process of developing other products and transaction agreements which are based on reference rates other than LIBOR. The Bancorp has also developed a transition plan for existing LIBOR-based financial contracts that are not expected to mature or settle prior to the cessation of LIBOR publication.

For a further discussion of the various risks the Bancorp faces in connection with the expected replacement of LIBOR on its operations, see "Risk Factors—Market Risks—The replacement of LIBOR could adversely affect Fifth Third's revenue or expenses and the value of those assets or obligations." in Item 1A. Risk Factors of the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

Key Performance Indicators

The Bancorp, as a banking institution, utilizes various key indicators of financial condition and operating results in managing and monitoring the performance of the business. In addition to traditional financial metrics, such as revenue and expense trends, the Bancorp monitors other financial measures that assist in evaluating growth trends, capital strength and operational efficiencies. The Bancorp analyzes these key performance indicators against its past performance, its forecasted performance and with the performance of its peer banking institutions. These indicators may change from time to time as the operating environment and businesses change.

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The following are some of the key indicators used by management to assess the Bancorp's business performance, including those which are considered in the Bancorp's compensation programs:

- CET1 Capital Ratio: CET1 capital divided by risk-weighted assets as defined by the Basel III standardized approach to risk-weighting of assets
- Return on Average Tangible Common Equity (non-GAAP): Tangible net income available to common shareholders (annualized) divided by average tangible common equity
- Net Interest Margin (non-GAAP): Net interest income on an FTE basis (annualized) divided by average interest-earning assets
- Efficiency Ratio (non-GAAP): Noninterest expense divided by the sum of net interest income on an FTE basis and noninterest income
- Earnings Per Share, Diluted: Net income allocated to common shareholders divided by average common shares outstanding after the effect of dilutive stock-based awards
- Nonperforming Portfolio Assets Ratio: Nonperforming portfolio assets divided by portfolio loans and leases and OREO
- Net Charge-off Ratio: Net losses charged-off (annualized) divided by average portfolio loans and leases
- Return on Average Assets: Net income (annualized) divided by quarterly average assets
- Loan-to-Deposit Ratio: Total loans divided by total deposits

The list of indicators above is intended to summarize some of the most important metrics utilized by management in evaluating the Bancorp's performance and does not represent an all-inclusive list of all performance measures that may be considered relevant or important to management or investors.

TABLE 2: Earnings Summary

($ in millions, except for per share data)	For the three months ended June 30, 2021	2020	% Change	For the six months ended June 30, 2021	2020	% Change
Income Statement Data						
Net interest income (U.S. GAAP)	$ **1,208**	1,200	1	$ **2,385**	2,429	(2)
Net interest income (FTE)(a)(b)	**1,211**	1,203	1	**2,391**	2,436	(2)
Noninterest income	**741**	650	14	**1,490**	1,321	13
Total revenue (FTE)(a)(b)	**1,952**	1,853	5	**3,881**	3,757	3
(Benefit from) provision for credit losses(c)	**(115)**	485	NM	**(288)**	1,125	NM
Noninterest expense	**1,153**	1,121	3	**2,369**	2,321	2
Net income	**709**	195	264	**1,403**	243	477
Net income available to common shareholders	**674**	163	313	**1,348**	193	598
Common Share Data						
Earnings per share - basic	$ **0.95**	0.23	313	$ **1.89**	0.27	600
Earnings per share - diluted	**0.94**	0.23	309	**1.87**	0.27	593
Cash dividends declared per common share	**0.27**	0.27	—	**0.54**	0.54	—
Book value per share	**29.57**	28.88	2	**29.57**	28.88	2
Market value per share	**38.23**	19.28	98	**38.23**	19.28	98
Financial Ratios						
Return on average assets	**1.38 %**	0.40	245	**1.38 %**	0.26	431
Return on average common equity	**13.0**	3.2	306	**13.1**	1.9	589
Return on average tangible common equity(b)	**16.6**	4.3	286	**16.7**	2.7	519
Dividend payout	**28.4**	117.4	(76)	**28.6**	200.0	(86)
Average total Bancorp shareholders' equity as a percent of average assets	**11.11**	11.30	(2)	**11.18**	11.92	(74)

(a) *Amounts presented on an FTE basis. The FTE adjustments were $3 for both the three months ended June 30, 2021 and 2020 and $6 and $7 for the six months ended June 30, 2021 and 2020, respectively.*
(b) *These are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.*
(c) *The provision for credit losses is the sum of the provision for loan and lease losses and the provision for the reserve for unfunded commitments.*

Earnings Summary

The Bancorp's net income available to common shareholders for the second quarter of 2021 was $674 million, or $0.94 per diluted share, which was net of $35 million in preferred stock dividends. The Bancorp's net income available to common shareholders for the second quarter of 2020 was $163 million, or $0.23 per diluted share, which was net of $32 million in preferred stock dividends. The Bancorp's net income available to common shareholders for the six months ended June 30, 2021 was $1.3 billion, or $1.87 per diluted share, which was net of $55 million in preferred stock dividends. The Bancorp's net income available to common shareholders for the six months ended June 30, 2020 was $193 million, or $0.27 per diluted share, which was net of $50 million in preferred stock dividends.

Net interest income on an FTE basis (non-GAAP) was $1.2 billion for the three months ended June 30, 2021, an increase of $8 million compared to the same period in the prior year. Net interest income benefited from increases in average residential mortgage loans and average indirect secured consumer loans from the three months ended June 30, 2020. Net interest income was also positively impacted by decreases in rates paid on average interest-bearing liabilities and a decrease in average long-term debt for the three months ended June 30, 2021 compared to the same period in the prior year. An increase in interest income recognized from PPP loans also positively impacted net interest income for the three months ended June 30, 2021. These benefits were partially offset by decreases in average balances in commercial and industrial loans and credit card from the three months ended June 30, 2020 and decreases in yields on average loans and leases due to the portfolio repricing to lower market interest rates.

Net interest income on an FTE basis (non-GAAP) was $2.4 billion for the six months ended June 30, 2021, a decrease of $45 million compared to the same period in the prior year primarily due to the impact of lower market rates, which decreased the yield on total average loans and leases. In addition to market rate impacts on interest-earning assets, net interest income was also negatively impacted by decreases in average commercial and industrial loans, average credit card and average home equity balances from the six months ended June 30, 2020. These negative impacts were partially offset by decreases in rates paid on average interest-bearing liabilities. Net interest income also benefited from increases in average residential mortgage loan and average indirect secured consumer loan balances and a decrease in average long-term debt from the six months ended June 30, 2020. An increase in interest income recognized from PPP loans also positively impacted net interest income for the six months ended June 30, 2021. Net interest margin on an FTE basis (non-GAAP) was 2.63% and 2.62% for the three and six months ended June 30, 2021, respectively, compared to 2.75% and 2.99% for the comparable periods in the prior year.

The benefit from credit losses was $115 million and $288 million for the three and six months ended June 30, 2021, respectively, compared to a provision for credit losses of $485 million and $1.1 billion during the same periods in the prior year. Provision expense decreased for the three and six months ended June 30, 2021 compared to the same periods in the prior year primarily driven by factors which caused decreases in the ACL during those periods including improved economic forecasts, improved commercial and consumer credit quality and lower period-end loan and lease balances. Net losses charged off as a percent of average portfolio loans and leases were 0.16% and 0.44% for the three months ended June 30, 2021 and 2020, respectively, and 0.21% and 0.44% for the six months ended June 30, 2021 and 2020, respectively. At June 30, 2021, nonperforming portfolio assets as a percent of portfolio loans and leases and OREO decreased to 0.61% compared to 0.79% at December 31, 2020. For further discussion on credit quality refer to the Credit Risk Management subsection of the Risk Management section of MD&A as well as Note 6 of the Notes to Condensed Consolidated Financial Statements.

Noninterest income increased $91 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to increases in other noninterest income, service charges on deposits, wealth and asset management revenue, commercial banking revenue and card and processing revenue of $37 million, $27 million, $25 million, $23 million, and $20 million, respectively. These increases were partially offset by a decrease in mortgage banking net revenue of $35 million.

Noninterest income increased $169 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to increases in other noninterest income, commercial banking revenue, wealth and asset management revenue, card and processing revenue, service charges on deposits and leasing business revenue of $74 million, $52 million, $33 million, $29 million, $22 million and $17 million, respectively. These increases were partially offset by a decrease in mortgage banking net revenue of $70 million.

Noninterest expense increased $32 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to increases in other noninterest expense and compensation and benefits expense of $29 million and $11 million, respectively. These increases were partially offset by decreases in card and processing expense and net occupancy expense of $9 million and $5 million, respectively.

Noninterest expense increased $48 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to an increase in compensation and benefits expense of $69 million partially offset by decreases in card and processing expense, net occupancy expense and marketing expense of $10 million, $8 million and $8 million, respectively.

For more information on net interest income, noninterest income and noninterest expense refer to the Statements of Income Analysis section of MD&A.

Capital Summary

The Bancorp calculated its regulatory capital ratios under the Basel III standardized approach to risk-weighting of assets and pursuant to the five-year transition provision option to phase in the effects of CECL on regulatory capital as of June 30, 2021. As of June 30, 2021, the Bancorp's capital ratios, as defined by the U.S. banking agencies, were:

- CET1 capital ratio: 10.37%;
- Tier I risk-based capital ratio: 11.83%;
- Total risk-based capital ratio: 14.60%; and
- Tier I leverage ratio: 8.55%.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

NON-GAAP FINANCIAL MEASURES

The following are non-GAAP financial measures which provide useful insight to the reader of the Condensed Consolidated Financial Statements but should be supplemental to primary U.S. GAAP measures and should not be read in isolation or relied upon as a substitute for the primary U.S. GAAP measures.

The FTE basis adjusts for the tax-favored status of income from certain loans and leases and securities held by the Bancorp that are not taxable for federal income tax purposes. The Bancorp believes this presentation to be the preferred industry measurement of net interest income as it provides a relevant comparison between taxable and non-taxable amounts.

The following table reconciles the non-GAAP financial measures of net interest income on an FTE basis, interest income on an FTE basis, net interest margin, net interest rate spread and the efficiency ratio to U.S. GAAP:

TABLE 3: Non-GAAP Financial Measures - Financial Measures and Ratios on an FTE basis

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
Net interest income (U.S. GAAP)	**$ 1,208**	1,200	**2,385**	2,429
Add: FTE adjustment	**3**	3	**6**	7
Net interest income on an FTE basis (1)	**$ 1,211**	1,203	**2,391**	2,436
Net interest income on an FTE basis (annualized) (2)	**4,857**	4,838	**4,822**	4,899
Interest income (U.S. GAAP)	**$ 1,323**	1,403	**2,624**	2,928
Add: FTE adjustment	**3**	3	**6**	7
Interest income on an FTE basis	**$ 1,326**	1,406	**2,630**	2,935
Interest income on an FTE basis (annualized) (3)	**5,319**	5,655	**5,304**	5,902
Interest expense (annualized) (4)	**$ 461**	816	**482**	1,003
Noninterest income (5)	**741**	650	**1,490**	1,321
Noninterest expense (6)	**1,153**	1,121	**2,369**	2,321
Average interest-earning assets (7)	**184,918**	176,224	**183,823**	163,719
Average interest-bearing liabilities (8)	**115,951**	124,478	**116,315**	116,861
Ratios:				
Net interest margin on an FTE basis (2) / (7)	**2.63 %**	2.75	**2.62**	2.99
Net interest rate spread on an FTE basis ((3) / (7)) - ((4) / (8))	**2.48**	2.55	**2.47**	2.75
Efficiency ratio on an FTE basis (6) / ((1) + (5))	**59.1**	60.5	**61.0**	61.8

The Bancorp believes return on average tangible common equity is an important measure for comparative purposes with other financial institutions, but is not defined under U.S. GAAP, and therefore is considered a non-GAAP financial measure. This measure is useful for evaluating the performance of a business as it calculates the return available to common shareholders without the impact of intangible assets and their related amortization.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

The following table reconciles the non-GAAP financial measure of return on average tangible common equity to U.S. GAAP:

TABLE 4: Non-GAAP Financial Measures - Return on Average Tangible Common Equity

($ in millions)	For the three months ended June 30, 2021	For the three months ended June 30, 2020	For the six months ended June 30, 2021	For the six months ended June 30, 2020
Net income available to common shareholders (U.S. GAAP)	$ **674**	163	**1,348**	193
Add: Intangible amortization, net of tax	**8**	9	**17**	20
Tangible net income available to common shareholders	$ **682**	172	**1,365**	213
Tangible net income available to common shareholders (annualized) (1)	**2,735**	692	**2,753**	428
Average Bancorp shareholders' equity (U.S. GAAP)	$ **22,927**	22,420	**22,939**	22,066
Less: Average preferred stock	**2,116**	1,770	**2,116**	1,770
Average goodwill	**4,259**	4,261	**4,259**	4,256
Average intangible assets	**122**	178	**128**	186
Average tangible common equity (2)	$ **16,430**	16,211	**16,436**	15,854
Return on average tangible common equity (1) / (2)	**16.6 %**	4.3	**16.7**	2.7

The Bancorp considers various measures when evaluating capital utilization and adequacy, including the tangible equity ratio and tangible common equity ratio, in addition to capital ratios defined by the U.S. banking agencies. These calculations are intended to complement the capital ratios defined by the U.S. banking agencies for both absolute and comparative purposes. Because U.S. GAAP does not include capital ratio measures, the Bancorp believes there are no comparable U.S. GAAP financial measures to these ratios. These ratios are not formally defined by U.S. GAAP or codified in the federal banking regulations and, therefore, are considered to be non-GAAP financial measures. The Bancorp encourages readers to consider its Condensed Consolidated Financial Statements in their entirety and not to rely on any single financial measure.

The following table reconciles non-GAAP capital ratios to U.S. GAAP:

TABLE 5: Non-GAAP Financial Measures - Capital Ratios

As of ($ in millions)	June 30, 2021	December 31, 2020
Total Bancorp Shareholders' Equity (U.S. GAAP)	$ **22,926**	23,111
Less: Preferred stock	**2,116**	2,116
Goodwill	**4,259**	4,258
Intangible assets	**117**	139
AOCI	**1,974**	2,601
Tangible common equity, excluding AOCI (1)	$ **14,460**	13,997
Add: Preferred stock	**2,116**	2,116
Tangible equity (2)	$ **16,576**	16,113
Total Assets (U.S. GAAP)	$ **205,390**	204,680
Less: Goodwill	**4,259**	4,258
Intangible assets	**117**	139
AOCI, before tax	**2,499**	3,292
Tangible assets, excluding AOCI (3)	$ **198,515**	196,991
Ratios:		
Tangible equity as a percentage of tangible assets (2) / (3)	**8.35 %**	8.18
Tangible common equity as a percentage of tangible assets (1) / (3)	**7.28**	7.11

RECENT ACCOUNTING STANDARDS

Note 3 of the Notes to Condensed Consolidated Financial Statements provides a discussion of a significant new accounting standard applicable to the Bancorp.

CRITICAL ACCOUNTING POLICIES

The Bancorp's Condensed Consolidated Financial Statements are prepared in accordance with U.S. GAAP. Certain accounting policies require management to exercise judgment in determining methodologies, economic assumptions and estimates that may materially affect the Bancorp's financial position, results of operations and cash flows. The Bancorp's critical accounting policies include the accounting for the ALLL, reserve for unfunded commitments, valuation of servicing rights, fair value measurements, goodwill and legal contingencies. These accounting policies are discussed in detail in the Critical Accounting Policies section of the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020. There have been no material changes to the valuation techniques or models during the six months ended June 30, 2021.

STATEMENTS OF INCOME ANALYSIS

Net Interest Income

Net interest income is the interest earned on loans and leases (including yield-related fees), securities and other short-term investments less the interest incurred on core deposits (includes transaction deposits and other time deposits) and wholesale funding (includes certificates $100,000 and over, other deposits, federal funds purchased, other short-term borrowings and long-term debt). The net interest margin is calculated by dividing net interest income by average interest-earning assets. Net interest rate spread is the difference between the average yield earned on interest-earning assets and the average rate paid on interest-bearing liabilities. Net interest margin is typically greater than net interest rate spread due to the interest income earned on those assets that are funded by noninterest-bearing liabilities, or free funding, such as demand deposits or shareholders' equity.

Tables 6 and 7 present the components of net interest income, net interest margin and net interest rate spread for the three and six months ended June 30, 2021 and 2020, as well as the relative impact of changes in the average balance sheet and changes in interest rates on net interest income. Nonaccrual loans and leases and loans and leases held for sale have been included in the average loan and lease balances. Average outstanding securities balances are based on amortized cost with any unrealized gains or losses included in average other assets.

Net interest income on an FTE basis (non-GAAP) was $1.2 billion for the three months ended June 30, 2021, an increase of $8 million compared to the same period in the prior year. Net interest income benefited from increases in average residential mortgage loans and average indirect secured consumer loan balances of $4.3 billion and $2.6 billion, respectively, from the three months ended June 30, 2020. Net interest income was also positively impacted by decreases in rates paid on average interest-bearing liabilities primarily driven by decreases in rates paid on average money market deposits and average interest checking deposits of 27 bps and 18 bps, respectively, for the three months ended June 30, 2021 compared to the same period in the prior year. Net interest income also benefited from a decrease in average long-term debt of $3.1 billion for the three months ended June 30, 2021 compared to the same period in the prior year. Interest income recognized from PPP loans also positively impacted net interest income by $53 million for the three months ended June 30, 2021 compared to $23 million in the same period in the prior year. These benefits were partially offset by decreases in average commercial and industrial loan balances and average credit card balances of $10.3 billion and $478 million, respectively, from the three months ended June 30, 2020. Net interest income was also negatively impacted by loan portfolio repricing due to lower market interest rates, including a 63 bps decrease in yields on average indirect secured consumer loans for the three months ended June 30, 2021 compared to the same period in the prior year.

Net interest income on an FTE basis (non-GAAP) was $2.4 billion for the six months ended June 30, 2021, a decrease of $45 million compared to the same period in the prior year primarily due to the impact of lower market rates. Monetary policy actions in response to the COVID-19 pandemic, including lowering the target range of the federal funds rate and the FRB's bond purchase programs, have continued to adversely impact market rates since March of 2020. Yields on total average loans and leases decreased by 43 bps for the six months ended June 30, 2021 compared to the prior year driven by decreases in yields on average commercial loans and average consumer loans of 40 bps and 58 bps, respectively, for the six months ended June 30, 2021 compared to the same period in the prior year. The Bancorp has significant portfolios of floating interest rate loans (primarily LIBOR- or Prime-based) that were impacted by these decreases in yields. The Bancorp's portfolios of fixed interest rate loans also decreased in yield as a result of increased refinance activity and lower reinvestment yields due to lower overall market rates. In addition to market rate impacts on interest-earning assets, net interest income was also negatively impacted by decreases in average commercial and industrial loans, average credit card and average home equity of $6.1 billion, $549 million and $1.1 billion, respectively, from the six months ended June 30, 2020. These negative impacts were partially offset by decreases in rates paid on average interest-bearing liabilities primarily driven by decreases in rates paid on average interest checking deposits and average money market deposits of 40 bps and 46 bps, respectively, for the six months ended June 30, 2021 compared to the same period in the prior year. Net interest income also benefited from increases in average residential mortgage loans and average indirect secured consumer loans of $3.4 billion and $2.4 billion, respectively, and a decrease in average long-term debt of $2.0 billion from the six months ended June 30, 2020. Interest income recognized from PPP loans also positively impacted net interest income by $106 million for the six months ended June 30, 2021 compared to $23 million in the same period in the prior year.

Net interest rate spread on an FTE basis (non-GAAP) was 2.48% and 2.47% during the three and six months ended June 30, 2021, respectively, compared to 2.55% and 2.75% in the same periods in the prior year. Yields on average interest-earning assets decreased 33 bps and 72 bps for the three and six months ended June 30, 2021, respectively, partially offset by decreases in rates paid on average interest-bearing liabilities of 26 bps and 44 bps for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020.

Net interest margin on an FTE basis (non-GAAP) was 2.63% and 2.62% for the three and six months ended June 30, 2021, respectively, compared to 2.75% and 2.99% for the comparable periods in the prior year. Net interest margin was negatively impacted by increases in low-yielding reserves held at the FRB reported in other short-term investments, which were primarily driven by elevated levels in average demand deposits and average interest-bearing deposits for the three and six months ended June 30, 2021 compared to the same periods in the prior year. Net interest margin results are expected to remain suppressed as a result of sustained excess cash balances, which are expected to remain elevated, driven by the amount of liquidity injected into the banking system as a result of monetary and fiscal stimulus programs implemented in response to the COVID-19 pandemic.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

Interest income on an FTE basis (non-GAAP) from loans and leases decreased $81 million and $288 million during the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 driven by the previously mentioned decreases in yields and average balances of loans and leases. For more information on the Bancorp's loan and lease portfolio, refer to the Loans and Leases subsection of the Balance Sheet Analysis section of MD&A. Interest income on an FTE basis (non-GAAP) from investment securities and other short-term investments increased $1 million during the three months ended June 30, 2021 compared to the three months ended June 30, 2020 primarily due to increases in the average balances of securities exempt from income taxes and other short-term investments, partially offset by a decrease in the average balance of taxable securities. Interest income on an FTE basis (non-GAAP) from investment securities and other short-term investments decreased $17 million during the six months ended June 30, 2021 compared to the six months ended June 30, 2020 primarily due to decreases in yields on average investment securities and average other short-term investments, partially offset by an increase in the average balance of other short-term investments.

Interest expense on core deposits decreased $56 million and $188 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 primarily due to decreases in the cost of average interest-bearing core deposits to 5 bps and 6 bps for the three and six months ended June 30, 2021, respectively, from 27 bps and 46 bps for the three and six months ended June 30, 2020. The decreases in the cost of average interest-bearing core deposits were primarily due to the previously mentioned decreases in rates paid on average interest checking deposits and average money market deposits. Refer to the Deposits subsection of the Balance Sheet Analysis section of MD&A for additional information on the Bancorp's deposits.

Interest expense on average wholesale funding decreased $32 million and $72 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 primarily due to decreases in average balances of long-term debt and certificates $100,000 and over and decreases in rates paid on certificates $100,000 and over. Refer to the Borrowings subsection of the Balance Sheet Analysis section of MD&A for additional information on the Bancorp's borrowings. During the three and six months ended June 30, 2021, average wholesale funding represented 14% and 15%, respectively, of average interest-bearing liabilities, compared to 19% for both the three and six months ended June 30, 2020. For more information on the Bancorp's interest rate risk management, including estimated earnings sensitivity to changes in market interest rates, see the Interest Rate and Price Risk Management subsection of the Risk Management section of MD&A.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

TABLE 6: Condensed Average Balance Sheets and Analysis of Net Interest Income on an FTE Basis

For the three months ended	**June 30, 2021**			June 30, 2020			Attribution of Change in Net Interest Income[(a)]		
($ in millions)	Average Balance	Revenue/ Cost	Average Yield/ Rate	Average Balance	Revenue/ Cost	Average Yield/ Rate	Volume	Yield/ Rate	Total
Assets:									
Interest-earning assets:									
Loans and leases:[(b)]									
Commercial and industrial loans	**$ 48,817**	**441**	**3.62 %**	$ 59,106	510	3.47 %	$ (91)	22	(69)
Commercial mortgage loans	**10,467**	**81**	**3.11**	11,224	96	3.44	(6)	(9)	(15)
Commercial construction loans	**6,043**	**47**	**3.09**	5,548	49	3.53	4	(6)	(2)
Commercial leases	**3,174**	**23**	**2.94**	3,056	26	3.47	1	(4)	(3)
Total commercial loans and leases	**$ 68,501**	**592**	**3.47**	$ 78,934	681	3.47	$ (92)	3	(89)
Residential mortgage loans	**21,740**	**178**	**3.29**	17,405	153	3.53	36	(11)	25
Home equity	**4,674**	**42**	**3.60**	5,820	52	3.60	(10)	—	(10)
Indirect secured consumer loans	**14,702**	**125**	**3.41**	12,124	122	4.04	24	(21)	3
Credit card	**1,770**	**54**	**12.13**	2,248	63	11.28	(14)	5	(9)
Other consumer loans	**3,056**	**46**	**5.96**	2,887	47	6.50	3	(4)	(1)
Total consumer loans	**$ 45,942**	**445**	**3.88**	$ 40,484	437	4.34	$ 39	(31)	8
Total loans and leases	**$114,443**	**1,037**	**3.63 %**	$119,418	1,118	3.76 %	$ (53)	(28)	(81)
Securities:									
Taxable	**36,097**	**275**	**3.06**	36,817	282	3.08	(5)	(2)	(7)
Exempt from income taxes[(b)]	**820**	**5**	**2.47**	156	1	2.96	4	—	4
Other short-term investments	**33,558**	**9**	**0.11**	19,833	5	0.11	4	—	4
Total interest-earning assets	**$184,918**	**1,326**	**2.88 %**	$176,224	1,406	3.21 %	$ (50)	(30)	(80)
Cash and due from banks	**3,033**			3,121					
Other assets	**20,608**			21,394					
Allowance for loan and lease losses	**(2,206)**			(2,352)					
Total assets	**$206,353**			$198,387					
Liabilities and Equity:									
Interest-bearing liabilities:									
Interest checking deposits	**$ 45,307**	**6**	**0.06 %**	$ 49,760	29	0.24 %	$ (3)	(20)	(23)
Savings deposits	**20,494**	**1**	**0.02**	16,354	3	0.06	—	(2)	(2)
Money market deposits	**30,844**	**4**	**0.05**	30,022	24	0.32	1	(21)	(20)
Foreign office deposits	**140**	**—**	**0.03**	182	—	0.09	—	—	—
Other time deposits	**2,696**	**2**	**0.27**	4,421	13	1.21	(3)	(8)	(11)
Total interest-bearing core deposits	**$ 99,481**	**13**	**0.05**	$100,739	69	0.27	$ (5)	(51)	(56)
Certificates $100,000 and over	**1,144**	**2**	**0.80**	4,067	14	1.40	(8)	(4)	(12)
Other deposits	**—**	**—**	**—**	31	—	0.04	—	—	—
Federal funds purchased	**346**	**—**	**0.10**	309	—	0.16	—	—	—
Other short-term borrowings	**1,097**	**—**	**0.12**	2,377	2	0.32	(1)	(1)	(2)
Long-term debt	**13,883**	**100**	**2.85**	16,955	118	2.80	(20)	2	(18)
Total interest-bearing liabilities	**$115,951**	**115**	**0.40 %**	$124,478	203	0.66 %	$ (34)	(54)	(88)
Demand deposits	**61,994**			45,761					
Other liabilities	**5,481**			5,727					
Total liabilities	**$183,426**			$175,966					
Total equity	**$ 22,927**			$ 22,421					
Total liabilities and equity	**$206,353**			$198,387					
Net interest income (FTE)[(c)]		**$ 1,211**			$ 1,203		$ (16)	24	8
Net interest margin (FTE)[(c)]			**2.63 %**			2.75 %			
Net interest rate spread (FTE)[(c)]			**2.48**			2.55			
Interest-bearing liabilities to interest-earning assets			**62.70**			70.64			

(a) Changes in interest not solely due to volume or yield/rate are allocated in proportion to the absolute dollar amount of change in volume and yield/rate.
(b) The FTE adjustments included in the above table were $3 for both the three months ended June 30, 2021 and 2020.
(c) Net interest income (FTE), net interest margin (FTE) and net interest rate spread (FTE) are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

TABLE 7: Condensed Average Balance Sheets and Analysis of Net Interest Income on an FTE Basis

For the six months ended	**June 30, 2021**			June 30, 2020			Attribution of Change in Net Interest Income[(a)]		
($ in millions)	Average Balance	Revenue/ Cost	Average Yield/ Rate	Average Balance	Revenue/ Cost	Average Yield/ Rate	Volume	Yield/ Rate	Total
Assets:									
Interest-earning assets:									
Loans and leases:[(b)]									
Commercial and industrial loans	**$ 49,263**	**882**	**3.61 %**	$ 55,399	1,056	3.83 %	$ (115)	(59)	(174)
Commercial mortgage loans	**10,500**	**161**	**3.09**	11,122	218	3.94	(12)	(45)	(57)
Commercial construction loans	**6,041**	**94**	**3.15**	5,340	110	4.15	13	(29)	(16)
Commercial leases	**3,152**	**48**	**3.05**	3,128	54	3.47	—	(6)	(6)
Total commercial loans and leases	**$ 68,956**	**1,185**	**3.46**	$ 74,989	1,438	3.86	$ (114)	(139)	(253)
Residential mortgage loans	**21,095**	**347**	**3.32**	17,715	315	3.58	56	(24)	32
Home equity	**4,841**	**86**	**3.59**	5,913	123	4.16	(22)	(15)	(37)
Indirect secured consumer loans	**14,331**	**248**	**3.49**	11,967	242	4.07	43	(37)	6
Credit card	**1,824**	**111**	**12.25**	2,373	138	11.72	(33)	6	(27)
Other consumer loans	**3,027**	**91**	**6.04**	2,842	100	7.09	6	(15)	(9)
Total consumer loans	**$ 45,118**	**883**	**3.95**	$ 40,810	918	4.53	$ 50	(85)	(35)
Total loans and leases	**$114,074**	**2,068**	**3.66 %**	$115,799	2,356	4.09 %	$ (64)	(224)	(288)
Securities:									
Taxable	**35,932**	**537**	**3.01**	36,395	564	3.12	(8)	(19)	(27)
Exempt from income taxes[(b)]	**677**	**8**	**2.39**	159	3	3.00	6	(1)	5
Other short-term investments	**33,140**	**17**	**0.10**	11,366	12	0.22	14	(9)	5
Total interest-earning assets	**$183,823**	**2,630**	**2.89 %**	$163,719	2,935	3.61 %	$ (52)	(253)	(305)
Cash and due from banks	**3,012**			3,000					
Other assets	**20,595**			20,509					
Allowance for loan and lease losses	**(2,328)**			(2,099)					
Total assets	**$205,102**			$185,129					
Liabilities and Equity:									
Interest-bearing liabilities:									
Interest checking deposits	**$ 45,437**	**14**	**0.06 %**	$ 45,029	104	0.46 %	$ 1	(91)	(90)
Savings deposits	**19,727**	**2**	**0.02**	15,534	7	0.09	1	(6)	(5)
Money market deposits	**30,723**	**7**	**0.05**	28,565	72	0.51	5	(70)	(65)
Foreign office deposits	**134**	**—**	**0.04**	196	—	0.35	—	—	—
Other time deposits	**2,870**	**5**	**0.36**	4,751	33	1.40	(10)	(18)	(28)
Total interest-bearing core deposits	**$ 98,891**	**28**	**0.06**	$ 94,075	216	0.46	$ (3)	(185)	(188)
Certificates $100,000 and over	**1,574**	**8**	**0.98**	3,711	31	1.71	(13)	(10)	(23)
Other deposits	**—**	**—**	**—**	144	1	0.76	(1)	—	(1)
Federal funds purchased	**335**	**—**	**0.11**	481	2	0.82	(1)	(1)	(2)
Other short-term borrowings	**1,153**	**1**	**0.18**	2,063	8	0.74	(3)	(4)	(7)
Long-term debt	**14,362**	**202**	**2.84**	16,387	241	2.95	(30)	(9)	(39)
Total interest-bearing liabilities	**$116,315**	**239**	**0.42 %**	$116,861	499	0.86 %	$ (51)	(209)	(260)
Demand deposits	**60,300**			40,763					
Other liabilities	**5,548**			5,438					
Total liabilities	**$182,163**			$163,062					
Total equity	**$ 22,939**			$ 22,067					
Total liabilities and equity	**$205,102**			$185,129					
Net interest income (FTE)[(c)]		**$ 2,391**			$ 2,436		$ (1)	(44)	(45)
Net interest margin (FTE)[(c)]			**2.62 %**			2.99 %			
Net interest rate spread (FTE)[(c)]			**2.47**			2.75			
Interest-bearing liabilities to interest-earning assets			**63.28**			71.38			

(a) *Changes in interest not solely due to volume or yield/rate are allocated in proportion to the absolute dollar amount of change in volume and yield/rate.*
(b) *The FTE adjustments included in the above table were $6 and $7 for the six months ended June 30, 2021 and 2020, respectively.*
(c) *Net interest income (FTE), net interest margin (FTE) and net interest rate spread (FTE) are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.*

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Provision for Credit Losses

The Bancorp provides, as an expense, an amount for expected credit losses within the loan and lease portfolio and the portfolio of unfunded loan commitments and letters of credit that is based on factors previously discussed in the Critical Accounting Policies section of the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020. The provision is recorded to bring the ALLL and reserve for unfunded commitments to a level deemed appropriate by the Bancorp to cover losses expected in the portfolios. Actual credit losses on loans and leases are charged against the ALLL. The amount of loans and leases actually removed from the Condensed Consolidated Balance Sheets are referred to as charge-offs. Net charge-offs include current period charge-offs less recoveries on previously charged-off loans and leases.

The benefit from credit losses was $115 million and $288 million for the three and six months ended June 30, 2021, respectively, compared to a provision for credit losses of $485 million and $1.1 billion during the same periods in the prior year. Provision expense decreased for the three and six months ended June 30, 2021 compared to the same periods in the prior year primarily driven by factors which caused decreases in the ACL during those periods including improved economic forecasts, improved commercial and consumer credit quality and lower period-end loan and lease balances. Provision expense was elevated in 2020 as the Bancorp increased its ACL in response to deterioration and uncertainty in the macroeconomic environment as a result of the impact of the COVID-19 pandemic, continued pressure on energy prices and the resulting impact of these factors on commercial borrowers as reflected in increased levels of commercial criticized assets. In the first and second quarters of 2021, the Bancorp decreased the ACL, reflecting credit quality and stabilization in the macroeconomic environment, aided by fiscal and monetary stimulus programs as well as the easing of government-imposed restrictions related to the COVID-19 pandemic.

The ALLL decreased $420 million from December 31, 2020 to $2.0 billion at June 30, 2021. At June 30, 2021, the ALLL as a percent of portfolio loans and leases decreased to 1.89%, compared to 2.25% at December 31, 2020. The reserve for unfunded commitments increased $17 million from December 31, 2020 to $189 million at June 30, 2021. The ACL as a percent of portfolio loans and leases decreased to 2.06% at June 30, 2021, compared to 2.41% at December 31, 2020.

Refer to the Credit Risk Management subsection of the Risk Management section of MD&A as well as Note 6 of the Notes to Condensed Consolidated Financial Statements for more detailed information on the provision for credit losses, including an analysis of loan and lease portfolio composition, nonperforming assets, net charge-offs and other factors considered by the Bancorp in assessing the credit quality of the loan and lease portfolio and determining the level of the ACL.

Noninterest Income

Noninterest income increased $91 million and $169 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020.

The following table presents the components of noninterest income:

TABLE 8: Components of Noninterest Income

	For the three months ended June 30,			For the six months ended June 30,		
($ in millions)	**2021**	2020	% Change	**2021**	2020	% Change
Commercial banking revenue	$ **160**	137	17	$ **313**	261	20
Service charges on deposits	**149**	122	22	**292**	270	8
Wealth and asset management revenue	**145**	120	21	**288**	255	13
Card and processing revenue	**102**	82	24	**196**	167	17
Mortgage banking net revenue	**64**	99	(35)	**149**	219	(32)
Leasing business revenue	**61**	57	7	**148**	131	13
Other noninterest income	**49**	12	308	**92**	18	411
Securities gains (losses), net	**10**	21	(52)	**13**	(3)	NM
Securities (losses) gains, net – non-qualifying hedges on mortgage servicing rights	**1**	—	NM	**(1)**	3	NM
Total noninterest income	$ **741**	650	14	$ **1,490**	1,321	13

Commercial banking revenue

Commercial banking revenue increased $23 million and $52 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020. The increase for the three months ended June 30, 2021 compared to the same period in the prior year was primarily driven by increases in loan syndication fees and business lending fees of $20 million and $10 million, respectively, partially offset by a decrease in institutional sales of $10 million. The increase for the six months ended June 30, 2021 compared to the same period in the prior year was primarily due to increases in loan syndication fees, business lending fees and institutional sales of $29 million, $14 million and $12 million, respectively, partially offset by a decrease in contract revenue from commercial customer derivatives of $7 million.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

Service charges on deposits

Service charges on deposits increased $27 million and $22 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020. The increase for the three months ended June 30, 2021 compared to the same period in the prior year was due to increases in commercial deposit fees and consumer deposit fees of $17 million and $10 million, respectively. The increase for the six months ended June 30, 2021 compared to the same period in the prior year was primarily due to an increase of $22 million in commercial deposit fees.

Wealth and asset management revenue

Wealth and asset management revenue increased $25 million and $33 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in private client service fees of $19 million and $28 million, respectively, and broker income of $10 million and $14 million, respectively. These increases were partially offset by decreases in institutional fees of $4 million and $7 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020. The Bancorp's trust and registered investment advisory businesses had approximately $483 billion and $405 billion in total assets under care as of June 30, 2021 and 2020, respectively, and managed $61 billion and $49 billion in assets for individuals, corporations and not-for-profit organizations as of June 30, 2021 and 2020, respectively.

Card and processing revenue

Card and processing revenue increased $20 million and $29 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 primarily due to an increase in debit and credit card interchange, partially offset by increased reward costs, all of which were driven by an increase in consumer and business card spend volume.

Mortgage banking net revenue

Mortgage banking net revenue decreased $35 million and $70 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 primarily due to lower net mortgage servicing revenue.

The following table presents the components of mortgage banking net revenue:

TABLE 9: Components of Mortgage Banking Net Revenue

($ in millions)		For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Origination fees and gains on loan sales	$	**81**	95	**170**	176
Net mortgage servicing revenue:					
Gross mortgage servicing fees		**59**	63	**117**	130
Net valuation adjustments on MSRs and free-standing derivatives purchased to economically hedge MSRs		**(76)**	(59)	**(138)**	(87)
Net mortgage servicing revenue		**(17)**	4	**(21)**	43
Total mortgage banking net revenue	$	**64**	99	**149**	219

Origination fees and gains on loan sales decreased $14 million and $6 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 primarily driven by decreases in gain on sale margins partially offset by gains from sales of loans that were previously repurchased from GNMA. Residential mortgage loan originations increased to $5.0 billion and $9.7 billion for the three and six months ended June 30, 2021, respectively, from $3.4 billion and $7.4 billion for the three and six months ended June 30, 2020, respectively.

Net mortgage servicing revenue decreased $21 million and $64 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020 primarily due to increases in net negative valuation adjustments of $17 million and $51 million, respectively, as well as decreases in gross mortgage servicing fees of $4 million and $13 million, respectively. Refer to Table 10 for the components of net valuation adjustments on the MSR portfolio and the impact of the non-qualifying hedging strategy.

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TABLE 10: Components of Net Valuation Adjustments on MSRs

($ in millions)		For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Changes in fair value and settlement of free-standing derivatives purchased to economically hedge the MSR portfolio	$	**46**	11	**(88)**	361
Changes in fair value:					
Due to changes in inputs or assumptions[(a)]		**(49)**	(12)	**103**	(343)
Other changes in fair value[(b)]		**(73)**	(58)	**(153)**	(105)
Net valuation adjustments on MSRs and free-standing derivatives purchased to economically hedge MSRs	$	**(76)**	(59)	**(138)**	(87)

(a) Primarily reflects changes in prepayment speed and OAS assumptions which are updated based on market interest rates.

(b) Primarily reflects changes due to realized cash flows and the passage of time.

For the three and six months ended June 30, 2021, the Bancorp recognized losses of $122 million and $50 million, respectively, in mortgage banking net revenue for valuation adjustments on the MSR portfolio. The valuation adjustments on the MSR portfolio included a decrease of $49 million for the three months ended June 30, 2021 and an increase of $103 million for the six months ended June 30, 2021 due to changes in market rates and other inputs in the valuation model, including future prepayment speeds and OAS assumptions. For the three months ended June 30, 2021, a decrease in mortgage rates caused modeled prepayment speeds to rise. For the six months ended June 30, 2021, an increase in mortgage rates resulted in a reduction to modeled prepayment speeds, and a tightening of the spread between mortgage rates and swap rates resulted in a decrease in the modeled OAS assumptions. The fair value of the MSR portfolio also decreased $73 million and $153 million as a result of contractual principal payments and actual prepayment activity for the three and six months ended June 30, 2021, respectively.

Mortgage rates decreased during both the three and six months ended June 30, 2020, which caused modeled prepayment speeds to rise. The fair value of the MSR portfolio decreased $12 million and $343 million for the three and six months ended June 30, 2020, respectively, due to changes to inputs to the valuation model including prepayment speeds and OAS assumptions and decreased $58 million and $105 million for the three and six months ended June 30, 2020, respectively, due to the impact of contractual principal payments and actual prepayment activity.

Further detail on the valuation of MSRs can be found in Note 12 of the Notes to Condensed Consolidated Financial Statements. The Bancorp maintains a non-qualifying hedging strategy to manage a portion of the risk associated with changes in the valuation of the MSR portfolio. Refer to Note 13 of the Notes to Condensed Consolidated Financial Statements for more information on the free-standing derivatives used to economically hedge the MSR portfolio.

In addition to the derivative positions used to economically hedge the MSR portfolio, the Bancorp acquires various securities as a component of its non-qualifying hedging strategy. The Bancorp recognized net gains of $1 million and net losses of $1 million during the three and six months ended June 30, 2021, respectively, compared to net gains of an immaterial amount and $3 million during the three and six months ended June 30, 2020, respectively, recorded in securities (losses) gains, net – non-qualifying hedges on mortgage servicing rights in the Bancorp's Condensed Consolidated Statements of Income.

The Bancorp's total residential mortgage loans serviced as of June 30, 2021 and 2020 were $93.0 billion and $95.4 billion, respectively, with $71.5 billion and $78.8 billion, respectively, of residential mortgage loans serviced for others.

Leasing business revenue

Leasing business revenue increased $4 million and $17 million for the three and six months ended June 30, 2021, respectively, compared to the three and six months ended June 30, 2020. The increase for the three months ended June 30, 2021 compared to the same period in the prior year was primarily due to increases in lease remarketing fees and leasing business solutions revenue of $3 million and $2 million respectively. The increase for the six months ended June 30, 2021 compared to the same period in the prior year was primarily due to an increase of $39 million in lease syndication fees, partially offset by a decrease of $22 million in lease remarketing fees.

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Other noninterest income

The following table presents the components of other noninterest income:

TABLE 11: Components of Other Noninterest Income

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
BOLI income	$ **15**	17	**31**	32
Cardholder fees	**13**	10	**25**	21
Equity method investment income	**14**	—	**21**	3
Private equity investment income (loss)	**20**	6	**19**	(8)
Banking center income	**6**	4	**11**	10
Consumer loan fees	**4**	5	**8**	10
Insurance income	**2**	4	**3**	10
Loss on swap associated with the sale of Visa, Inc. Class B Shares	**(37)**	(29)	**(50)**	(51)
Net losses on disposition and impairment of bank premises and equipment	**(1)**	(12)	**(1)**	(15)
Other, net	**13**	7	**25**	6
Total other noninterest income	$ **49**	12	**92**	18

Other noninterest income increased $37 million for the three months ended June 30, 2021 compared to the three months ended June 30, 2020 primarily due to increases in private equity investment income and equity method investment income as well as a decrease in net losses on disposition and impairment of bank premises and equipment, partially offset by an increase in the loss on the swap associated with the sale of Visa, Inc. Class B Shares.

Private equity investment income increased $14 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily driven by the recognition of positive net valuation adjustments on certain private equity investments during the three months ended June 30, 2021. Equity method investment income increased $14 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to gains and proportional earnings recognized on certain equity method investments during the three months ended June 30, 2021. Net losses on disposition and impairment of bank premises and equipment decreased $11 million for the three months ended June 30, 2021 compared to the three months ended June 30, 2020 driven by the impact of impairment charges of $2 million during the three months ended June 30, 2021 compared to $12 million during the three months ended June 30, 2020. For additional information, refer to Note 7 of the Notes to Condensed Consolidated Financial Statements. The Bancorp recognized negative valuation adjustments of $37 million related to the Visa total return swap during the three months ended June 30, 2021 compared to negative valuation adjustments of $29 million during the three months ended June 30, 2020. For additional information on the valuation of the swap associated with the sale of Visa, Inc. Class B Shares, refer to Note 21 of the Notes to Condensed Consolidated Financial Statements.

Other noninterest income increased $74 million for the six months ended June 30, 2021 compared to the six months ended June 30, 2020 primarily due to increases in private equity investment income and equity method investment income and a decrease in net losses on disposition and impairment of bank premises and equipment, partially offset by a decrease in insurance income.

Private equity investment income increased $27 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily driven by the recognition of positive net valuation adjustments on certain private equity investments during the six months ended June 30, 2021 and the impact of impairment charges recognized on certain private equity investments during the six months ended June 30, 2020. For additional information on the valuation of private equity investments, refer to Note 21 of the Notes to Condensed Consolidated Financial Statements. Equity method investment income increased $18 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to gains and proportional earnings recognized on certain equity method investments during the six months ended June 30, 2021. Net losses on disposition and impairment of bank premises and equipment decreased $14 million for the six months ended June 30, 2021 compared to the six months ended June 30, 2020 driven by the impact of impairment charges of $4 million during the six months ended June 30, 2021 compared to $14 million during the six months ended June 30, 2020. For additional information, refer to Note 7 of the Notes to Condensed Consolidated Financial Statements. Insurance income decreased $7 million for the six months ended June 30, 2021 compared to the same period in the prior year driven by the sale of the Bancorp's property and casualty insurance business in the fourth quarter of 2020.

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Noninterest Expense

Noninterest expense increased $32 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to increases in other noninterest expense and compensation and benefits expense, partially offset by decreases in card and processing expense and net occupancy expense. Noninterest expense increased $48 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to an increase in compensation and benefits expense, partially offset by decreases in card and processing expense, net occupancy expense and marketing expense.

The following table presents the components of noninterest expense:

TABLE 12: Components of Noninterest Expense

($ in millions)	For the three months ended June 30, 2021	2020	% Change	For the six months ended June 30, 2021	2020	% Change
Compensation and benefits	**$ 638**	627	2	**$ 1,343**	1,274	5
Technology and communications	**94**	90	4	**187**	183	2
Net occupancy expense	**77**	82	(6)	**156**	164	(5)
Equipment expense	**34**	32	6	**68**	64	6
Leasing business expense	**33**	33	—	**68**	68	—
Card and processing expense	**20**	29	(31)	**50**	60	(17)
Marketing expense	**20**	20	—	**43**	51	(16)
Other noninterest expense	**237**	208	14	**454**	457	(1)
Total noninterest expense	**$ 1,153**	1,121	3	**$ 2,369**	2,321	2
Efficiency ratio on an FTE basis(a)	**59.1%**	60.5		**61.0%**	61.8	

(a) This is a non-GAAP measure. For further information, refer to the Non-GAAP Financial Measures section of MD&A.

Compensation and benefits expense increased $11 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to an increase in performance-based compensation. Compensation and benefits expense increased $69 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to an increase in non-qualified deferred compensation expense and performance-based compensation. Full-time equivalent employees totaled 19,402 at June 30, 2021 compared to 20,340 at June 30, 2020.

Card and processing expense decreased $9 million and $10 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to contract renegotiations with a third-party vendor. Net occupancy expense decreased $5 million and $8 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to a reduction of leased square footage. Marketing expense decreased $8 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to the impact of the COVID-19 pandemic, which resulted in a pause or slowdown in numerous marketing campaigns, including running less advertising, as well as the suspension of cash bonuses and other account acquisition programs.

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The following table presents the components of other noninterest expense:

TABLE 13: Components of Other Noninterest Expense

($ in millions)	For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Loan and lease	$ **55**	40	**104**	75
FDIC insurance and other taxes	**30**	24	**58**	49
Data processing	**20**	17	**40**	35
Professional service fees	**16**	13	**32**	23
Losses and adjustments	**23**	17	**30**	71
Intangible amortization	**10**	12	**21**	25
Postal and courier	**9**	8	**18**	18
Travel	**7**	4	**10**	19
Recruitment and education	**5**	5	**10**	11
Insurance	**4**	3	**8**	7
Supplies	**3**	3	**5**	7
Donations	**3**	4	**5**	7
Other, net	**52**	58	**113**	110
Total other noninterest expense	$ **237**	208	**454**	457

Other noninterest expense increased $29 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to increases in loan and lease expense, losses and adjustments and FDIC insurance and other taxes. Other noninterest expense decreased $3 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to decreases in losses and adjustments and travel expense, partially offset by increases in loan and lease expense, FDIC insurance and other taxes and professional service fees.

Loan and lease expense increased $15 million and $29 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to an increase in loan servicing expenses associated with the Bancorp's purchases of certain government-guaranteed residential mortgage loans in forbearance programs. FDIC insurance and other taxes increased $6 million and $9 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of an increase in the assessment rate due to a change in asset mix as well as an increase in the assessment base.

Losses and adjustments increased $6 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to an increase in legal settlements, partially offset by a decline in credit valuation adjustments on derivatives associated with customer accommodation contracts. Losses and adjustments decreased $41 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to a decline in credit valuation adjustments on derivatives associated with customer accommodation contracts, partially offset by an increase in legal settlements.

Travel expense decreased $9 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily due to reduced business travel as a direct result of the COVID-19 pandemic.

Professional service fees increased $9 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily driven by increases in consulting fees and legal fees.

Applicable Income Taxes

The Bancorp's income before income taxes, applicable income tax expense and effective tax rate are as follows:

TABLE 14: Applicable Income Taxes

($ in millions)	For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Income before income taxes	$ **911**	244	**1,794**	304
Applicable income tax expense	**202**	49	**391**	61
Effective tax rate	**22.1 %**	19.9	**21.8**	20.4

Applicable income tax expense for all periods presented includes the benefit from tax-exempt income, tax-advantaged investments, and tax credits (and other related tax benefits), partially offset by the effect of proportional amortization of qualifying LIHTC investments and certain nondeductible expenses. The tax credits are primarily associated with the Low-Income Housing Tax Credit program established under

Section 42 of the IRC, the New Markets Tax Credit program established under Section 45D of the IRC, the Rehabilitation Investment Tax Credit program established under Section 47 of the IRC and the Qualified Zone Academy Bond program established under Section 1397E of the IRC.

The effective tax rate increased to 22.1% and 21.8% for the three and six months ended June 30, 2021, respectively, from 19.9% and 20.4% for the same periods in the prior year primarily related to an increase in forecasted income before income taxes.

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BALANCE SHEET ANALYSIS

Loans and Leases

The Bancorp classifies its commercial loans and leases based upon primary purpose and consumer loans based upon product or collateral. Table 15 summarizes end of period loans and leases, including loans and leases held for sale and Table 16 summarizes average total loans and leases, including average loans and leases held for sale.

TABLE 15: Components of Total Loans and Leases (including loans and leases held for sale)

	June 30, 2021		December 31, 2020	
As of ($ in millions)	Carrying Value	% of Total	Carrying Value	% of Total
Commercial loans and leases:				
Commercial and industrial loans[(a)]	**$ 47,575**	**42 %**	$ 49,895	44 %
Commercial mortgage loans	**10,380**	**9**	10,609	9
Commercial construction loans	**5,873**	**5**	5,815	5
Commercial leases	**3,238**	**3**	2,954	3
Total commercial loans and leases	**$ 67,066**	**59**	$ 69,273	61
Consumer loans:				
Residential mortgage loans[(b)]	**21,815**	**19**	20,393	18
Home equity	**4,545**	**4**	5,183	4
Indirect secured consumer loans	**15,192**	**13**	13,653	12
Credit card	**1,793**	**2**	2,007	2
Other consumer loans	**3,052**	**3**	3,014	3
Total consumer loans	**$ 46,397**	**41**	$ 44,250	39
Total loans and leases	**$ 113,463**	**100 %**	$ 113,523	100 %
Total portfolio loans and leases (excluding loans and leases held for sale)	**$ 107,733**		$ 108,782	

(a) Includes $3.7 billion and $4.8 billion as of June 30, 2021 and December 31, 2020, respectively, related to the SBA's Paycheck Protection Program.

(b) Includes $39 as of December 31, 2020 of residential mortgage loans previously sold to GNMA for which the Bancorp was deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase. Refer to Note 14 for further information.

Total loans and leases, including loans and leases held for sale, decreased $60 million from December 31, 2020. The decrease from December 31, 2020 was the result of a $2.2 billion, or 3%, decrease in commercial loans and leases, partially offset by a $2.1 billion, or 5%, increase in consumer loans.

Commercial loans and leases decreased $2.2 billion from December 31, 2020 due to decreases in commercial and industrial loans and commercial mortgage loans, partially offset by increases in commercial leases and commercial construction loans. Commercial and industrial loans decreased $2.3 billion, or 5%, from December 31, 2020 primarily as a result of PPP loan forgiveness and paydowns in excess of loan originations. Commercial mortgage loans decreased $229 million, or 2%, from December 31, 2020 as payoffs exceeded loan originations. Commercial leases increased $284 million, or 10%, from December 31, 2020 primarily as a result of an increase in lease originations. Commercial construction loans increased $58 million, or 1%, from December 31, 2020 as draws on existing commitments exceeded payoffs.

Consumer loans increased $2.1 billion from December 31, 2020 due to increases in indirect secured consumer loans, residential mortgage loans and other consumer loans, partially offset by decreases in home equity and credit card. Indirect secured consumer loans increased $1.5 billion, or 11%, from December 31, 2020 primarily as a result of loan production exceeding payoffs. Residential mortgage loans increased $1.4 billion, or 7%, from December 31, 2020 primarily due to increases in residential mortgage loans held for sale as the Bancorp purchased government-guaranteed loans in forbearance programs. Other consumer loans increased $38 million, or 1%, from December 31, 2020 primarily as a result of the purchase of a portfolio of point-of-sale loans. Home equity decreased $638 million, or 12%, from December 31, 2020 as payoffs exceeded loan originations. Credit card decreased $214 million, or 11%, from December 31, 2020 primarily due to seasonal paydowns on year-end balances as well as continuing impacts from the COVID-19 pandemic, including accelerated paydown activity driven by the amount of fiscal stimulus programs.

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TABLE 16: Components of Average Loans and Leases (including average loans and leases held for sale)

	June 30, 2021		June 30, 2020	
For the three months ended ($ in millions)	Carrying Value	% of Total	Carrying Value	% of Total
Commercial loans and leases:				
Commercial and industrial loans	**$ 48,817**	**43 %**	$ 59,106	49 %
Commercial mortgage loans	**10,467**	**9**	11,224	9
Commercial construction loans	**6,043**	**5**	5,548	5
Commercial leases	**3,174**	**3**	3,056	3
Total commercial loans and leases	**$ 68,501**	**60**	$ 78,934	66
Consumer loans:				
Residential mortgage loans	**21,740**	**19**	17,405	15
Home equity	**4,674**	**4**	5,820	5
Indirect secured consumer loans	**14,702**	**13**	12,124	10
Credit card	**1,770**	**2**	2,248	2
Other consumer loans	**3,056**	**2**	2,887	2
Total consumer loans	**$ 45,942**	**40**	$ 40,484	34
Total average loans and leases	**$ 114,443**	**100 %**	$ 119,418	100 %
Total average portfolio loans and leases (excluding loans and leases held for sale)	**$ 108,534**		$ 118,506	

Average loans and leases, including average loans and leases held for sale, decreased $5.0 billion, or 4%, for the three months ended June 30, 2021 compared to the same period in the prior year as a result of a $10.4 billion, or 13%, decrease in average commercial loans and leases, partially offset by a $5.5 billion, or 13%, increase in average consumer loans.

Average commercial loans and leases decreased $10.4 billion for the three months ended June 30, 2021 compared to the same period in the prior year due to decreases in average commercial and industrial loans and average commercial mortgage loans, partially offset by increases in average commercial construction loans and average commercial leases. Average commercial and industrial loans decreased $10.3 billion, or 17%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily driven by continued paydowns on revolving lines of credit, partially offset by PPP loans originated since June of 2020. Average commercial mortgage loans decreased $757 million, or 7%, for the three months ended June 30, 2021 compared to the same period in the prior year as payoffs exceeded loan originations. Average commercial construction loans increased $495 million, or 9%, for the three months ended June 30, 2021 compared to the same period in the prior year as draws on existing commitments exceeded payoffs. Average commercial leases increased $118 million, or 4%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of an increase in lease originations.

Average consumer loans increased $5.5 billion for the three months ended June 30, 2021 compared to the same period in the prior year due to increases in average residential mortgage loans, average indirect secured consumer loans and average other consumer loans, partially offset by decreases in average home equity and average credit card. Average residential mortgage loans increased $4.3 billion, or 25%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to increases in residential mortgage loans held for sale as the Bancorp purchased government-guaranteed loans in forbearance programs, partially offset by higher runoff due to payoffs exceeding loan originations. Average indirect secured consumer loans increased $2.6 billion, or 21%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to loan production exceeding payoffs. Average other consumer loans increased $169 million, or 6%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of purchases of portfolios of point-of-sale loans. Average home equity decreased $1.1 billion, or 20%, for the three months ended June 30, 2021 compared to the same period in the prior year as payoffs exceeded loan originations. Average credit card decreased $478 million, or 21%, for the three months ended June 30, 2021 compared to the same period in the prior year driven by continuing impacts from the COVID-19 pandemic, including accelerated paydown activity driven by the amount of fiscal stimulus.

Investment Securities

The Bancorp uses investment securities as a means of managing interest rate risk, providing collateral for pledging purposes and for liquidity risk management. Total investment securities were $39.1 billion and $38.4 billion at June 30, 2021 and December 31, 2020, respectively. The taxable available-for-sale debt and other investment securities portfolio had an effective duration of 4.9 at June 30, 2021 compared to 4.4 at December 31, 2020.

Debt securities are classified as available-for-sale when, in management's judgment, they may be sold in response to, or in anticipation of, changes in market conditions. Securities that management has the intent and ability to hold to maturity are classified as held-to-maturity and reported at amortized cost. Debt securities are classified as trading when bought and held principally for the purpose of selling them in the near term. At June 30, 2021, the Bancorp's investment portfolio consisted primarily of AAA-rated available-for-sale debt and other securities. The Bancorp held an immaterial amount in below-investment grade available-for-sale debt and other securities at both June 30, 2021 and December 31, 2020. In the first quarter of 2021, the Bancorp recognized $7 million of impairment losses on its available-for-sale debt and other securities, included in securities gains (losses), net, in the Condensed Consolidated Statements of Income. These losses related to certain securities in unrealized loss positions that the Bancorp intended to sell prior to recovery of their amortized cost bases. The Bancorp did not consider these losses to be credit-related.

At both June 30, 2021 and December 31, 2020, the Bancorp completed its evaluation of the available-for-sale debt and other securities in an unrealized loss position and did not recognize an allowance for credit losses. The Bancorp did not recognize provision expense related to available-for-sale debt and other securities in an unrealized loss position during both the three and six months ended June 30, 2021 and June 30, 2020.

The following table summarizes the end of period components of investment securities:

TABLE 17: Components of Investment Securities

As of ($ in millions)		**June 30, 2021**	December 31, 2020
Available-for-sale debt and other securities (amortized cost basis):			
U.S. Treasury and federal agencies securities	$	**105**	74
Obligations of states and political subdivisions securities		**18**	17
Mortgage-backed securities:			
Agency residential mortgage-backed securities		**10,256**	11,147
Agency commercial mortgage-backed securities		**18,142**	16,745
Non-agency commercial mortgage-backed securities		**3,276**	3,323
Asset-backed securities and other debt securities		**3,764**	3,152
Other securities(a)		**520**	524
Total available-for-sale debt and other securities	$	**36,081**	34,982
Held-to-maturity securities (amortized cost basis):			
Obligations of states and political subdivisions securities	$	**9**	9
Asset-backed securities and other debt securities		**1**	2
Total held-to-maturity securities	$	**10**	11
Trading debt securities (fair value):			
U.S. Treasury and federal agencies securities	$	**96**	81
Obligations of states and political subdivisions securities		**63**	10
Agency residential mortgage-backed securities		**69**	30
Asset-backed securities and other debt securities		**483**	439
Total trading debt securities	$	**711**	560
Total equity securities (fair value)	$	**341**	313

(a) Other securities consist of FHLB, FRB and DTCC restricted stock holdings of $33, $485 and $2, respectively, at June 30, 2021 and $40, $482 and $2, respectively, at December 31, 2020, that are carried at cost.

On an amortized cost basis, available-for-sale debt and other securities increased $1.1 billion from December 31, 2020 primarily due to increases in agency commercial mortgage-backed securities and asset-backed securities and other debt securities, partially offset by a decrease in agency residential mortgage-backed securities.

On an amortized cost basis, available-for-sale debt and other securities were 20% and 19% of total interest-earning assets at June 30, 2021 and December 31, 2020, respectively. The estimated weighted-average life of the debt securities in the available-for-sale debt and other securities portfolio was 6.3 years at June 30, 2021 compared to 5.7 years at December 31, 2020. In addition, at June 30, 2021, the debt securities in the available-for-sale debt and other securities portfolio had a weighted-average yield of 2.88% compared to 3.05% at December 31, 2020.

Information presented in Table 18 is on a weighted-average life basis, anticipating future prepayments. Yield information is presented on an FTE basis and is computed using amortized cost balances and reflects the impact of prepayments. Maturity and yield calculations for the total available-for-sale debt and other securities portfolio exclude other securities that have no stated yield or maturity. Total net unrealized gains on the available-for-sale debt and other securities portfolio were $1.9 billion at June 30, 2021 compared to $2.5 billion at December 31, 2020. The fair value of investment securities is impacted by interest rates, credit spreads, market volatility and liquidity conditions. The fair value of investment securities generally increases when interest rates decrease or when credit spreads contract.

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TABLE 18: Characteristics of Available-for-Sale Debt and Other Securities

As of June 30, 2021 ($ in millions)		Amortized Cost	Fair Value	Weighted-Average Life (in years)	Weighted-Average Yield
U.S. Treasury and federal agencies securities:					
Average life of 1 year or less	$	30	30	0.1	0.02 %
Average life 1 – 5 years		75	77	1.6	2.16
Total	$	105	107	1.2	2.05 %
Obligations of states and political subdivisions securities:					
Average life 1 – 5 years		17	17	1.7	1.80
Average life greater than 10 years		1	1	15.4	7.00
Total	$	18	18	2.5	2.12 %
Agency residential mortgage-backed securities:					
Average life of 1 year or less		427	434	0.5	3.60
Average life 1 – 5 years		4,471	4,665	3.4	3.08
Average life 5 – 10 years		4,570	4,864	6.6	3.02
Average life greater than 10 years		788	846	13.3	2.92
Total	$	10,256	10,809	5.5	3.06 %
Agency commercial mortgage-backed securities:(a)					
Average life of 1 year or less		422	436	0.6	3.90
Average life 1 – 5 years		6,293	6,661	2.9	3.31
Average life 5 – 10 years		6,309	6,852	6.9	3.11
Average life greater than 10 years		5,118	5,345	13.9	2.18
Total	$	18,142	19,294	7.4	2.94 %
Non-agency commercial mortgage-backed securities:					
Average life of 1 year or less		7	7	0.4	2.58
Average life 1 – 5 years		2,733	2,906	3.3	3.28
Average life 5 – 10 years		526	556	7.0	2.59
Average life greater than 10 years		10	10	10.0	2.40
Total	$	3,276	3,479	3.9	3.16 %
Asset-backed securities and other debt securities:					
Average life of 1 year or less		342	342	0.5	3.19
Average life 1 – 5 years		1,600	1,613	3.3	2.16
Average life 5 – 10 years		1,256	1,254	6.9	1.47
Average life greater than 10 years		566	576	14.8	1.43
Total	$	3,764	3,785	6.0	1.91 %
Other securities		520	520		
Total available-for-sale debt and other securities	$	36,081	38,012	6.3	2.88 %

(a) *Taxable-equivalent yield adjustments included in the above table are 0.05% and 0.01% for securities with an average life greater than 10 years and in total, respectively.*

Other Short-Term Investments

Other short-term investments primarily include overnight interest-earning investments, including reserves held at the FRB. The Bancorp uses other short-term investments as part of its liquidity risk management tools. Other short-term investments were $32.4 billion and $33.4 billion at June 30, 2021 and December 31, 2020, respectively. The decrease of $990 million from December 31, 2020 was primarily due to wholesale funding maturities during the six months ended June 30, 2021.

Deposits

The Bancorp's deposit balances represent an important source of funding and revenue growth opportunity. The Bancorp continues to focus on core deposit growth in its retail and commercial franchises by improving customer satisfaction, building full relationships and offering competitive rates. Average core deposits represented 78% and 74% of the Bancorp's average asset funding base for the three months ended June 30, 2021 and 2020, respectively.

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The following table presents the end of period components of deposits:

TABLE 19: Components of Deposits

As of ($ in millions)	June 30, 2021 Balance	June 30, 2021 % of Total	December 31, 2020 Balance	December 31, 2020 % of Total
Demand	**$ 62,760**	**39 %**	$ 57,711	36 %
Interest checking	**44,872**	**27**	47,270	30
Savings	**20,667**	**13**	18,258	12
Money market	**30,564**	**19**	30,650	19
Foreign office	**152**	**—**	143	—
Total transaction deposits	**$ 159,015**	**98**	$ 154,032	97
Other time	**2,408**	**1**	3,023	2
Total core deposits	**$ 161,423**	**99**	$ 157,055	99
Certificates $100,000 and over[(a)]	**860**	**1**	2,026	1
Total deposits	**$ 162,283**	**100 %**	$ 159,081	100 %

(a) Includes $310 million and $1.3 billion of institutional, retail and wholesale certificates $250,000 and over at June 30, 2021 and December 31, 2020, respectively.

Core deposits increased $4.4 billion, or 3%, from December 31, 2020 as a result of an increase in transaction deposits, partially offset by a decrease in other time deposits. Transaction deposits increased $5.0 billion, or 3%, from December 31, 2020 primarily due to increases in demand deposits and savings deposits, partially offset by a decrease in interest checking deposits. Demand deposits increased $5.0 billion, or 9%, from December 31, 2020 primarily as a result of customers maintaining increased levels of liquidity driven by the amount of fiscal and monetary stimulus, as well as growth in the number of accounts and migration of balances from interest checking deposits during the six months ended June 30, 2021. Savings deposits increased $2.4 billion, or 13%, from December 31, 2020 primarily as a result of higher balances per customer account due to the amount of fiscal stimulus as well as decreased consumer spending. Interest checking deposits decreased $2.4 billion, or 5%, from December 31, 2020 primarily as a result of lower balances per commercial customer account as well as the aforementioned balance migration into demand deposits during the six months ended June 30, 2021. Other time deposits decreased $615 million, or 20%, from December 31, 2020 primarily due to lower offering rates on certificates less than $100,000.

Certificates $100,000 and over decreased $1.2 billion, or 58%, from December 31, 2020 primarily due to maturities which were not replaced with new issuances given current market conditions and liquidity levels.

The following table presents the components of average deposits for the three months ended:

TABLE 20: Components of Average Deposits

($ in millions)	June 30, 2021 Balance	June 30, 2021 % of Total	June 30, 2020 Balance	June 30, 2020 % of Total
Demand	**$ 61,994**	**38 %**	$ 45,761	30 %
Interest checking	**45,307**	**28**	49,760	33
Savings	**20,494**	**12**	16,354	11
Money market	**30,844**	**19**	30,022	20
Foreign office	**140**	**—**	182	—
Total transaction deposits	**$ 158,779**	**97**	$ 142,079	94
Other time	**2,696**	**2**	4,421	3
Total core deposits	**$ 161,475**	**99**	$ 146,500	97
Certificates $100,000 and over[(a)]	**1,144**	**1**	4,067	3
Other deposits	**—**	**—**	31	—
Total average deposits	**$ 162,619**	**100 %**	$ 150,598	100 %

(a) Includes $326 million and $3.2 billion of average institutional, retail and wholesale certificates $250,000 and over for the three months ended June 30, 2021 and 2020, respectively.

On an average basis, core deposits increased $15.0 billion, or 10%, for the three months ended June 30, 2021 compared to the same period in the prior year due to an increase of $16.7 billion, or 12%, in average transaction deposits, partially offset by a decrease of $1.7 billion, or 39%, in average other time deposits. The increase in average transaction deposits was driven primarily by increases in average demand deposits, average savings deposits and average money market deposits, partially offset by a decrease in average interest checking deposits. Average demand deposits increased $16.2 billion, or 35%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of commercial customers maintaining increased levels of liquidity driven by the amount of fiscal and monetary stimulus, as well as growth in the number of accounts and migration of balances from interest checking deposits. Average savings deposits increased $4.1 billion, or 25%, and average money market deposits increased $822 million, or 3%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of higher average balances per customer account due to the amount of fiscal stimulus, uncertainty regarding the COVID-19 pandemic and decreased consumer spending. Average interest checking deposits decreased $4.5 billion, or 9%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of the aforementioned balance migration into demand deposits and lower average balances per commercial customer account, partially offset by higher average balances per consumer customer account due to the previously mentioned increased liquidity levels in the current economic environment in the form of excess cash balances driven by the amount of fiscal stimulus. Average other time deposits decreased primarily due to lower offering rates on certificates less than $100,000.

Average certificates $100,000 and over decreased $2.9 billion, or 72%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to maturities which were not replaced with new issuances given current market conditions and liquidity levels.

Contractual maturities

The contractual maturities of certificates $100,000 and over as of June 30, 2021 are summarized in the following table:

TABLE 21: Contractual Maturities of Certificates $100,000 and Over

($ in millions)		
Next 3 months	$	321
3-6 months		208
6-12 months		172
After 12 months		159
Total certificates $100,000 and over	$	860

The contractual maturities of other time deposits and certificates $100,000 and over as of June 30, 2021 are summarized in the following table:

TABLE 22: Contractual Maturities of Other Time Deposits and Certificates $100,000 and Over

($ in millions)		
Next 12 months	$	2,717
13-24 months		269
25-36 months		126
37-48 months		88
49-60 months		62
After 60 months		6
Total other time deposits and certificates $100,000 and over	$	3,268

Borrowings

The Bancorp accesses a variety of short-term and long-term funding sources. Borrowings with original maturities of one year or less are classified as short-term and include federal funds purchased and other short-term borrowings. Total average borrowings as a percent of average interest-bearing liabilities were 13% and 16% for the three months ended June 30, 2021 and 2020, respectively.

The following table summarizes the end of period components of borrowings:

TABLE 23: Components of Borrowings

As of ($ in millions)		**June 30, 2021**	December 31, 2020
Federal funds purchased	**$**	**338**	300
Other short-term borrowings		**1,130**	1,192
Long-term debt		**12,364**	14,973
Total borrowings	**$**	**13,832**	16,465

Total borrowings decreased $2.6 billion, or 16%, from December 31, 2020 primarily due to decreases in long-term debt and other short-term borrowings. Long-term debt decreased $2.6 billion from December 31, 2020 driven by the early redemptions under the par call options of $2.3 billion of notes and $244 million of paydowns on long-term debt associated with automobile loan securitizations during the six months ended June 30, 2021. Other short-term borrowings decreased $62 million from December 31, 2020 primarily as a result of decreased short-term funding needs given continued core deposit growth. The level of other short-term borrowings can fluctuate significantly from period to period depending on funding needs and the sources that are used to satisfy those needs. For further information on the components of other short-term borrowings, refer to Note 14 of the Notes to Condensed Consolidated Financial Statements.

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The following table summarizes components of average borrowings for the three months ended:

TABLE 24: Components of Average Borrowings

($ in millions)		June 30, 2021	June 30, 2020
Federal funds purchased	$	346	309
Other short-term borrowings		1,097	2,377
Long-term debt		13,883	16,955
Total average borrowings	$	15,326	19,641

Total average borrowings decreased $4.3 billion, or 22%, for the three months ended June 30, 2021 compared to the same period in the prior year primarily due to decreases in average long-term debt and average other short-term borrowings. Average long-term debt decreased $3.1 billion for the three months ended June 30, 2021 compared to the same period in the prior year primarily driven by maturities of $3.4 billion and $508 million of paydowns on long-term debt associated with automobile loan securitizations since June of 2020. Average other short-term borrowings decreased $1.3 billion for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of decreased short-term funding needs given continued core deposit growth. Information on the average rates paid on borrowings is discussed in the Net Interest Income subsection of the Statements of Income Analysis section of MD&A. In addition, refer to the Liquidity Risk Management subsection of the Risk Management section of MD&A for a discussion on the role of borrowings in the Bancorp's liquidity management.

BUSINESS SEGMENT REVIEW

The Bancorp reports on four business segments: Commercial Banking, Branch Banking, Consumer Lending and Wealth and Asset Management. Additional information on each business segment is included in Note 22 of the Notes to Condensed Consolidated Financial Statements. Results of the Bancorp's business segments are presented based on its management structure and management accounting practices. The structure and accounting practices are specific to the Bancorp; therefore, the financial results of the Bancorp's business segments are not necessarily comparable with similar information for other financial institutions. The Bancorp refines its methodologies from time to time as management's accounting practices and businesses change.

The Bancorp manages interest rate risk centrally at the corporate level. By employing an FTP methodology, the business segments are insulated from most benchmark interest rate volatility, enabling them to focus on serving customers through the origination of loans and acceptance of deposits. The FTP methodology assigns charge and credit rates to classes of assets and liabilities, respectively, based on the estimated amount and timing of cash flows for each transaction. Assigning the FTP rate based on matching the duration of cash flows allocates interest income and interest expense to each business segment so its resulting net interest income is insulated from future changes in benchmark interest rates. The Bancorp's FTP methodology also allocates the contribution to net interest income of the asset-generating and deposit-providing businesses on a duration-adjusted basis to better attribute the driver of the performance. As the asset and liability durations are not perfectly matched, the residual impact of the FTP methodology is captured in General Corporate and Other. The charge and credit rates are determined using the FTP rate curve, which is based on an estimate of Fifth Third's marginal borrowing cost in the wholesale funding markets. The FTP curve is constructed using the U.S. swap curve, brokered CD pricing and unsecured debt pricing.

The Bancorp adjusts the FTP charge and credit rates as dictated by changes in interest rates for various interest-earning assets and interest-bearing liabilities and by the review of behavioral assumptions, such as prepayment rates on interest-earning assets and the estimated durations for indeterminate-lived deposits. Key assumptions, including the credit rates provided for deposit accounts, are reviewed annually. Credit rates for deposit products and charge rates for loan products may be reset more frequently in response to changes in market conditions. In general, the charge rates on assets have declined since December 31, 2020 as they were affected by the prevailing level of interest rates and by the duration and repricing characteristics of the portfolio. The credit rates for deposit products also modestly declined due to lower interest rates and modified assumptions. Thus, net interest income for asset-generating business segments improved while deposit-providing business segments were negatively impacted during the six months ended June 30, 2021.

The Bancorp's methodology for allocating provision for credit losses expense to the business segments includes charges or benefits associated with changes in criticized commercial loan levels in addition to actual net charge-offs experienced by the loans and leases owned by each business segment. Provision for credit losses expense attributable to loan and lease growth and changes in ALLL factors is captured in General Corporate and Other. The financial results of the business segments include allocations for shared services and headquarters expenses. Additionally, the business segments form synergies by taking advantage of relationship depth opportunities and funding operations by accessing the capital markets as a collective unit.

The following table summarizes net income (loss) by business segment:

TABLE 25: Net Income (Loss) by Business Segment

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
Income Statement Data				
Commercial Banking	$ **393**	12	**704**	237
Branch Banking	**40**	138	**16**	258
Consumer Lending	**33**	48	**65**	107
Wealth and Asset Management	**26**	40	**45**	64
General Corporate and Other	**217**	(43)	**573**	(423)
Net income	$ **709**	195	**1,403**	243

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Commercial Banking

Commercial Banking offers credit intermediation, cash management and financial services to large and middle-market businesses and government and professional customers. In addition to the traditional lending and depository offerings, Commercial Banking products and services include global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing and syndicated finance.

The following table contains selected financial data for the Commercial Banking segment:

TABLE 26: Commercial Banking

		For the three months ended June 30,		For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Income Statement Data					
Net interest income (FTE)[(a)]	$	**378**	573	**745**	1,085
(Benefit from) provision for credit losses		**(151)**	457	**(227)**	502
Noninterest income:					
Commercial banking revenue		**156**	136	**307**	260
Service charges on deposits		**92**	79	**181**	162
Leasing business revenue		**61**	57	**148**	131
Other noninterest income		**46**	22	**79**	27
Noninterest expense:					
Compensation and benefits		**136**	129	**292**	278
Leasing business expense		**33**	33	**68**	68
Other noninterest expense		**230**	243	**459**	538
Income before income taxes (FTE)		**485**	5	**868**	279
Applicable income tax expense (benefit)[(a)(b)]		**92**	(7)	**164**	42
Net income	$	**393**	12	**704**	237
Average Balance Sheet Data					
Commercial loans and leases, including held for sale	$	**59,729**	71,894	**59,989**	69,788
Demand deposits		**32,827**	22,939	**32,177**	20,032
Interest checking deposits		**20,871**	28,742	**21,000**	24,595
Savings and money market deposits		**6,315**	6,955	**6,341**	5,958
Other time deposits and certificates $100,000 and over		**91**	159	**96**	182
Foreign office deposits		**139**	181	**133**	195

(a) *Includes FTE adjustments of $2 and $3 for the three months ended June 30, 2021 and 2020, respectively, and $4 and $7 for the six months ended June 30, 2021 and 2020, respectively.*

(b) *Applicable income tax expense for all periods includes the tax benefit from tax-exempt income, tax-advantaged investments and tax credits partially offset by the effect of certain nondeductible expenses. Refer to the Applicable Income Taxes subsection of the Statements of Income Analysis section of MD&A for additional information.*

Net income was $393 million and $704 million for the three and six months ended June 30, 2021, respectively, compared to $12 million and $237 million, respectively, for the same periods in the prior year. The increases were primarily driven by decreases in the provision for credit losses as well as increases in noninterest income and decreases in noninterest expense, partially offset by decreases in net interest income on an FTE basis.

Net interest income on an FTE basis decreased $195 million and $340 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in yields on and average balances of commercial loans and leases as well as decreases in FTP credit rates on interest checking deposits, demand deposits and savings and money market deposits. These negative impacts were partially offset by decreases in FTP charge rates on loans and leases as well as decreases in rates paid on average interest checking deposits and average savings and money market deposits.

The benefit from credit losses was $151 million and $227 million for the three and six months ended June 30, 2021, respectively, compared to a provision for credit losses of $457 million and $502 million for the three and six months ended June 30, 2020, respectively. The decreases for the three and six months ended June 30, 2021 compared to the same periods in the prior year were primarily driven by a decrease in commercial criticized asset levels as well as decreases in net charge-offs on commercial and industrial loans and commercial leases. Net charge-offs as a percent of average portfolio loans and leases decreased to 4 bps and 10 bps for the three and six months ended June 30, 2021, respectively, compared to 41 bps and 35 bps for the same periods in the prior year, respectively.

Noninterest income increased $61 million and $135 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year driven by increases in other noninterest income, commercial banking revenue and service charges on deposits.

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The increase for the six months ended June 30, 2021 was also driven by an increase in leasing business revenue. Other noninterest income increased $24 million and $52 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in private equity investment income and card and processing revenue. The increase for the six months ended June 30, 2021 was also driven by the recognition of securities gains, net of $6 million. Commercial banking revenue increased $20 million and $47 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year. The increase for the three months ended June 30, 2021 was primarily due to increases in loan syndication fees and business lending fees partially offset by a decrease in institutional sales. The increase for the six months ended June 30, 2021 was primarily due to increases in loan syndication fees, business lending fees and institutional sales partially offset by a decrease in contract revenue from commercial customer derivatives. Service charges on deposits increased $13 million and $19 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year driven by increases in commercial deposit fees primarily due to growth in volume-based service revenues, with continued benefit from lower earnings credit rates. Leasing business revenue increased $17 million for the six months ended June 30, 2021 compared to the same periods in the prior year primarily due to an increase in lease syndication fees partially offset by a decrease in lease remarketing fees.

Noninterest expense decreased $6 million and $65 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year driven by decreases in other noninterest expense partially offset by increases in compensation and benefits. Other noninterest expense decreased $13 million and $79 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year. The decreases for both the three and six months ended June 30, 2021 reflect decreases in allocated expenses related to cash management services. The decrease for the six months ended June 30, 2021 was also due to a decline in credit valuation adjustments on derivatives associated with customer accommodation contracts. Compensation and benefits increased $7 million and $14 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of increases in incentive compensation and employee benefits expense driven by strong performance in fees related to business growth and expansion initiatives during the three and six months ended June 30, 2021.

Average commercial loans and leases decreased $12.2 billion and $9.8 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to decreases in average commercial and industrial loans and average commercial mortgage loans partially offset by increases in average commercial construction loans. Average commercial and industrial loans decreased for the three and six months ended June 30, 2021 compared to the same periods in the prior year primarily driven by continued paydowns on revolving lines of credit. Average commercial mortgage loans decreased for the three and six months ended June 30, 2021 compared to the same periods in the prior year as payoffs exceeded loan originations. Average commercial construction loans increased for the three and six months ended June 30, 2021 compared to the same periods in the prior year as draws on existing commitments exceeded payoffs.

Average core deposits increased $1.3 billion and $8.9 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to increases in average demand deposits partially offset by decreases in average interest checking deposits. The increase for the three months ended June 30, 2021 was also partially offset by a decrease in average savings and money market deposits. The increase for the six months ended June 30, 2021 also included an increase in average savings and money market deposits. Average demand deposits increased $9.9 billion and $12.1 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of commercial customers maintaining increased levels of liquidity driven by the amount of fiscal and monetary stimulus, as well as growth in the number of accounts and migration of balances from interest checking deposits. Average interest checking deposits decreased $7.9 billion and $3.6 billion, respectively, for the three and six months ended June 30, 2021 compared to the same periods in the prior year primarily as a result of the aforementioned balance migration into demand deposits and lower average balances per commercial customer account. Average savings and money market deposits decreased $640 million for the three months ended June 30, 2021 compared to the same period in the prior year primarily as a result of a decline in commercial customer accounts. Average savings and money market deposits increased $383 million for the six months ended June 30, 2021 compared to the same period in the prior year primarily as a result of new customers as well as higher average balances per commercial customer account due to the amount of fiscal stimulus and economic uncertainty regarding the COVID-19 pandemic.

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Branch Banking

Branch Banking provides a full range of deposit and loan products to individuals and small businesses through 1,096 full-service banking centers. Branch Banking offers depository and loan products, such as checking and savings accounts, home equity loans and lines of credit, credit cards and loans for automobiles and other personal financing needs, as well as products designed to meet the specific needs of small businesses, including cash management services.

The following table contains selected financial data for the Branch Banking segment:

TABLE 27: Branch Banking

		For the three months ended June 30,		For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Income Statement Data					
Net interest income	**$**	**301**	513	**596**	1,017
Provision for credit losses		**25**	52	**66**	114
Noninterest income:					
Card and processing revenue		**84**	68	**161**	133
Service charges on deposits		**57**	42	**111**	107
Wealth and asset management revenue		**52**	39	**102**	84
Other noninterest income		**31**	18	**55**	40
Noninterest expense:					
Compensation and benefits		**158**	161	**328**	330
Net occupancy and equipment expense		**58**	54	**115**	108
Card and processing expense		**19**	28	**49**	58
Other noninterest expense		**215**	211	**447**	444
Income before income taxes	**$**	**50**	174	**20**	327
Applicable income tax expense		**10**	36	**4**	69
Net income	**$**	**40**	138	**16**	258
Average Balance Sheet Data					
Consumer loans	**$**	**11,867**	12,964	**11,974**	13,124
Commercial loans, including held for sale		**2,983**	2,288	**2,982**	2,292
Demand deposits		**26,227**	19,840	**25,105**	18,108
Interest checking deposits		**15,830**	12,323	**15,604**	11,914
Savings and money market deposits		**42,476**	36,687	**41,524**	35,584
Other time deposits and certificates $100,000 and over		**3,453**	5,759	**3,672**	6,276

Net income was $40 million and $16 million for the three and six months ended June 30, 2021, respectively, compared to $138 million and $258 million, respectively for the same periods in the prior year. The decreases were primarily driven by decreases in net interest income partially offset by increases in noninterest income and decreases in provision for credit losses.

Net interest income decreased $212 million and $421 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to decreases in FTP credit rates on core deposits and certificates $100,000 and over as well as decreases in average balances of credit card and home equity and decreases in yields on average other consumer loans. These negative impacts were partially offset by decreases in the rates paid on average interest-bearing deposits and a decrease in FTP charge rates on loans and leases.

Provision for credit losses decreased $27 million and $48 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to decreases in net charge-offs on credit card, other consumer loans and home equity partially offset by increases in net charge-offs on commercial and industrial loans. The decrease in provision for credit losses for the three and six months ended June 30, 2021 compared to the same periods in the prior year also included the impact of a decrease in commercial criticized asset levels. Net charge-offs as a percent of average portfolio loans and leases decreased to 102 bps and 106 bps for the three and six months ended June 30, 2021, respectively, compared to 128 bps and 143 bps, respectively, for the same periods in the prior year.

Noninterest income increased $57 million and $65 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in card and processing revenue, wealth and asset management revenue, other noninterest income and service charges on deposits. Card and processing revenue increased $16 million and $28 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of an increase in consumer customer spend volume, partially offset by increased reward costs. Wealth and asset management revenue increased $13 million and $18

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million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to increases in broker income and private client service fees. Other noninterest income increased $13 million and $15 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in cardholder fees, banking center income and decreases in net losses on disposition and impairment of bank premises and equipment. Service charges on deposits increased $15 million and $4 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year driven by increases in both commercial deposit fees and consumer deposit fees.

Noninterest expense decreased $4 million and $1 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in card and processing expense partially offset by increases in net occupancy and equipment expense. Card and processing expense decreased $9 million for both the three and six months ended June 30, 2021 compared to the same periods in the prior year primarily driven by contract renegotiations with a third-party vendor. Net occupancy and equipment expense increased $4 million and $7 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to increases in allocated occupancy costs.

Average consumer loans decreased $1.1 billion and $1.2 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in average home equity as payoffs exceeded loan originations as well as decreases in average credit card driven by higher paydowns which were affected by the amount of fiscal stimulus. These decreases were partially offset by increases in average residential mortgage loans of $502 million and $447 million for the three and six months ended June 30, 2021, respectively, primarily as a result of increases in loan originations. Average commercial loans increased $695 million and $690 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in average commercial mortgage loans and average commercial and industrial loans.

Average deposits increased $13.4 billion and $14.0 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in average demand deposits, average savings and money market deposits and average interest checking deposits partially offset by decreases in average other time deposits and certificates $100,000 and over. Average demand deposits increased $6.4 billion and $7.0 billion, average savings and money market deposits increased $5.8 billion and $5.9 billion and average interest checking deposits increased $3.5 billion and $3.7 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of higher balances per customer account due to the amount of fiscal stimulus, uncertainty regarding the COVID-19 pandemic as well as decreased consumer spending. Average other time deposits and certificates $100,000 and over decreased $2.3 billion and $2.6 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to maturities on certificates greater than $100,000 as well as lower offering rates on certificates less than $100,000.

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Consumer Lending

Consumer Lending includes the Bancorp's residential mortgage, automobile and other indirect lending activities. Residential mortgage activities within Consumer Lending include the origination, retention and servicing of residential mortgage loans, sales and securitizations of those loans and all associated hedging activities. Residential mortgages are primarily originated through a dedicated sales force and through third-party correspondent lenders. Automobile and other indirect lending activities include extending loans to consumers through automobile dealers, motorcycle dealers, powersport dealers, recreational vehicle dealers and marine dealers.

The following table contains selected financial data for the Consumer Lending segment:

TABLE 28: Consumer Lending

		For the three months ended June 30,		For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Income Statement Data					
Net interest income	$	**142**	92	**269**	181
Provision for credit losses		**—**	10	**8**	23
Noninterest income:					
Mortgage banking net revenue		**60**	96	**142**	213
Other noninterest income		**3**	2	**3**	9
Noninterest expense:					
Compensation and benefits		**61**	53	**127**	104
Other noninterest expense		**102**	67	**197**	140
Income before income taxes	$	**42**	60	**82**	136
Applicable income tax expense		**9**	12	**17**	29
Net income	$	**33**	48	**65**	107
Average Balance Sheet Data					
Residential mortgage loans, including held for sale	$	**16,567**	12,823	**16,023**	13,187
Home equity		**153**	200	**158**	203
Indirect secured consumer loans		**14,577**	11,935	**14,198**	11,770

Net income was $33 million and $65 million for the three and six months ended June 30, 2021, respectively, compared to net income of $48 million and $107 million, respectively, for the same periods in the prior year. The decreases were primarily due to increases in noninterest expense and decreases in noninterest income partially offset by increases in net interest income and decreases in provision for credit losses.

Net interest income increased $50 million and $88 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in FTP charge rates on loans and leases and increases in average residential mortgage loans and average indirect secured consumer loans. These increases were partially offset by decreases in yields on average residential mortgage loans and average indirect secured consumer loans as well as decreases in FTP credit rates on demand deposits.

Provision for credit losses decreased $10 million and $15 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in net charge-offs on indirect secured consumer loans and residential mortgage loans. Net charge-offs as a percent of average portfolio loans and leases were an immaterial amount and 7 bps for the three and six months ended June 30, 2021, respectively, compared to 16 bps and 19 bps for the three and six months ended June 30, 2020, respectively.

Noninterest income decreased $35 million and $77 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in mortgage banking net revenue. Refer to the Noninterest Income subsection of the Statements of Income Analysis section of MD&A for additional information on the fluctuations in mortgage banking net revenue.

Noninterest expense increased $43 million and $80 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year due to increases in other noninterest expense and compensation and benefits. Other noninterest expense increased $35 million and $57 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in loan and lease expense, corporate overhead allocations and losses and adjustments. Compensation and benefits increased $8 million and $23 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to increases in base compensation and incentive compensation resulting from the increased mortgage origination activity for both the three and six months ended June 30, 2021.

Average consumer loans increased $6.3 billion and $5.2 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to increases in average residential mortgage loans and average indirect secured consumer loans. Average residential mortgage loans increased $3.7 billion and $2.8 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to increases in residential mortgage loans held for sale as the Bancorp purchased government-guaranteed loans in forbearance programs. Average indirect secured consumer loans increased $2.6 billion and $2.4 billion for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to loan production exceeding payoffs.

Wealth and Asset Management

Wealth and Asset Management provides a full range of wealth management services for individuals, companies and not-for-profit organizations. Wealth and Asset Management is made up of three main businesses: FTS, an indirect wholly-owned subsidiary of the Bancorp; Fifth Third Private Bank; and Fifth Third Institutional Services. FTS offers full-service retail brokerage services to individual clients and broker-dealer services to the institutional marketplace. Fifth Third Private Bank offers wealth management strategies to high net worth and ultra-high net worth clients through wealth planning, investment management, banking, insurance, trust and estate services. Fifth Third Institutional Services provides advisory services for institutional clients including middle market businesses, non-profits, states and municipalities.

The following table contains selected financial data for the Wealth and Asset Management segment:

TABLE 29: Wealth and Asset Management

($ in millions)		For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Income Statement Data					
Net interest income	$	**21**	51	**42**	88
Benefit from credit losses		**—**	(1)	**(1)**	—
Noninterest income:					
Wealth and asset management revenue		**138**	115	**274**	244
Other noninterest income		**5**	6	**7**	14
Noninterest expense:					
Compensation and benefits		**49**	50	**103**	112
Other noninterest expense		**82**	72	**164**	154
Income before income taxes	$	**33**	51	**57**	80
Applicable income tax expense		**7**	11	**12**	16
Net income	$	**26**	40	**45**	64
Average Balance Sheet Data					
Loans and leases, including held for sale	$	**3,772**	3,597	**3,759**	3,589
Core deposits		**11,163**	11,091	**11,426**	10,807

Net income was $26 million and $45 million for the three and six months ended June 30, 2021, respectively, compared to net income of $40 million and $64 million, respectively, for the same periods in the prior year. The decreases were primarily driven by decreases in net interest income partially offset by increases in noninterest income. The decrease for the three months ended June 30, 2021 also included an increase in noninterest expense.

Net interest income decreased $30 million and $46 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in FTP credit rates on interest-bearing core deposits as well as decreases in yields on average loans and leases. These negative impacts were partially offset by decreases in rates paid on average interest-bearing core deposits as well as decreases in FTP charge rates on loans and leases.

Noninterest income increased $22 million and $23 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year driven by increases in wealth and asset management revenue partially offset by decreases in other noninterest income. Wealth and asset management revenue increased $23 million and $30 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of increases in private client service fees and broker income partially offset by decreases in institutional fees. Other noninterest income decreased $1 million and $7 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily due to decreases in insurance income driven by the sale of the Bancorp's property and casualty insurance business in the fourth quarter of 2020.

Noninterest expense increased $9 million and $1 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year driven by increases in other noninterest expense partially offset by decreases in compensation and benefits. Other noninterest expense increased $10 million for both the three and six months ended June 30, 2021 compared to the same periods in the prior year primarily due to increases in expenses associated with intercompany revenue sharing agreements. Compensation and benefits decreased $1 million and $9 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily as a result of decreases in base compensation which included a decline due to the sale of the Bancorp’s property and casualty insurance business in the fourth quarter of 2020.

Average loans and leases increased $175 million and $170 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by increases in average other consumer loans and average residential mortgage loans as a result of higher loan production partially offset by decreases in average commercial and industrial loans and average home equity as payoffs exceeded new loan production.

Average core deposits increased $72 million and $619 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year. The increase for the three months ended June 30, 2021 compared to the same period in the prior year was primarily driven by increases in average savings and money market deposits, partially offset by a decrease in average interest checking deposits as a result of fiscal stimulus and migration of balances from interest checking deposits. The increase for the six months ended June 30, 2021 compared to the same period in the prior year was primarily driven by increases in average savings and money market deposits, interest checking deposits and demand deposits as a result of higher average balances per customer account due to the amount of fiscal stimulus, uncertainty regarding the COVID-19 pandemic and decreased consumer spending.

General Corporate and Other

General Corporate and Other includes the unallocated portion of the investment securities portfolio, securities gains and losses, certain non-core deposit funding, unassigned equity, unallocated provision for credit losses expense or a benefit from the reduction of the ACL, the payment of preferred stock dividends and certain support activities and other items not attributed to the business segments.

Net interest income on an FTE basis increased $394 million and $672 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year primarily driven by decreases in FTP credit rates on deposits allocated to the business segments, increases in interest income on loans and leases and decreases in interest expense on long-term debt and deposits. These positive impacts were partially offset by decreases in the benefit related to FTP charge rates on loans and leases allocated to the business segments and a decrease in interest income on investment securities.

The provision for credit losses was $11 million for the three months ended June 30, 2021 compared to a benefit from credit losses of $33 million for the three months ended June 30, 2020. The increase in provision expense for the three months ended June 30, 2021 compared to the same period in the prior year was primarily driven by the impact of the benefits provided to the business segments driven by lower commercial criticized assets owned by each business segment, partially offset by factors which caused a decrease in the ACL including improved economic forecasts, improved commercial and consumer credit quality and lower period-end loan and lease balances. The benefit from credit losses was $134 million for the six months ended June 30, 2021 compared to a provision for credit losses of $486 million for the six months ended June 30, 2020. The decrease in provision expense for the six months ended June 30, 2021 compared to the same period in the prior year was primarily driven by factors which caused a decrease in the ACL including improved economic forecasts, improved commercial and consumer credit quality and lower period-end loan balances. The decrease for the six months ended June 30, 2021 was partially offset by the impact of the benefits provided to the business segments driven by lower commercial criticized assets owned by each business segment.

Noninterest income decreased $3 million and increased $37 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year. The decrease for the three months ended June 30, 2021 compared to the same period in the prior year was primarily driven by the recognition of securities gains of $10 million for the three months ended June 30, 2021 compared to securities gains of $21 million for the three months ended June 30, 2020 as well as an increase in the loss on the swap associated with the sale of Visa, Inc. Class B shares. These negative impacts were partially offset by a decrease in net losses on disposition and impairment of bank premises and equipment as well as an increase in equity method investment income during the three months ended June 30, 2021 compared to the same period in the prior year. The increase for the six months ended June 30, 2021 compared to the same period in the prior year was primarily driven by the recognition of securities gains of $7 million for the six months ended June 30, 2021 compared to securities losses of $3 million for the six months ended June 30, 2020 as well as a decrease in net losses on disposition and impairment of bank premises and equipment and an increase in equity method investment income during the six months ended June 30, 2021 compared to the same period in the prior year.

Noninterest expense increased $1 million and $47 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year. The increase for the three months ended June 30, 2021 compared to the same period in the prior year was primarily driven by an increase in equipment expense, a decrease in corporate overhead allocations from General Corporate and Other to the other business segments as well as an increase in technology and communications expense partially offset by a decrease in net occupancy expense. The increase for the six months ended June 30, 2021 compared to the same period in the prior year was primarily due to an increase in compensation and benefits, a decrease in corporate overhead allocations from General Corporate and Other to the other business segments and an increase in equipment expense partially offset by a decrease in net occupancy expense.

RISK MANAGEMENT – OVERVIEW

Effective risk management is critical to the Bancorp’s ongoing success and ensures that the Bancorp operates in a safe and sound manner, complies with applicable laws and regulations and safeguards the Bancorp’s brand and reputation. Risks are inherent in the Bancorp’s business and are influenced by both internal and external factors. The Bancorp is responsible for managing these risks effectively to deliver through-the-cycle value and performance for the Bancorp’s shareholders, customers, employees and communities.

Fifth Third’s Risk Management Framework, which is approved annually by the Capital Committee, ERMC, RCC and the Board of Directors, includes the following key elements:

- The Bancorp ensures transparency and escalation of risk through defined risk policies and a governance structure that includes the RCC, ERMC and other management-level risk committees and councils.
- The Bancorp establishes a risk appetite in alignment with its strategic, financial and capital plans. The Bancorp’s risk appetite is defined using quantitative metrics and qualitative measures to ensure prudent risk taking and drive balanced decision making. The Bancorp’s goal is to ensure that aggregate residual risks do not exceed the Bancorp’s risk appetite, and that risks taken are supportive of the Bancorp’s portfolio diversification and profitability objectives. The Board and executive management approve the risk appetite, which is considered in the development of business strategies and forms the basis for enterprise risk management.
- The core principles that define the Bancorp’s risk appetite are as follows:
  - Act with integrity in all activities.
  - Understand the risks taken and ensure that they are in alignment with the Bancorp’s business strategies and risk appetite.
  - Avoid risks that cannot be understood, managed or monitored.
  - Provide transparency of risk to the Bancorp’s management and Board by escalating risks and issues as necessary.
  - Ensure Fifth Third’s products and services are aligned to the Bancorp’s core customer base and are designed, delivered and maintained to provide value and benefit to the Bancorp’s customers and to Fifth Third.
  - Only offer products or services that are appropriate or suitable for the Bancorp’s customers.
  - Focus on providing operational excellence by providing reliable, accurate and efficient services to meet the Bancorp’s customers’ needs.
  - Maintain a strong financial position to ensure the Bancorp meets its strategic objectives through all economic cycles and is able to access the capital markets at all times, even under stressed conditions.
  - Protect the Bancorp’s reputation by thoroughly understanding the consequences of business strategies, products and processes.
  - Conduct the Bancorp’s business in compliance with all applicable laws, rules and regulations and in alignment with internal policies and procedures.
- Fifth Third’s core values and culture provide the foundation for sound risk management practices by establishing expectations for appropriate conduct and accountability across the organization. All employees are expected to conduct themselves in alignment with Fifth Third’s Code of Business Conduct and Ethics, which may be found on www.53.com, while carrying out their responsibilities. Fifth Third’s Corporate Responsibility and Reputation Committee provides oversight of business conduct policies, programs and strategies, and monitors reporting of potential misconduct, trends or themes across the enterprise. Prudent risk management is a responsibility that is expected from all employees and is a foundational element of Fifth Third’s culture.
- The Bancorp manages eight defined risk types to a prescribed appetite. The risk types are credit risk, liquidity risk, interest rate risk, price risk, legal and regulatory compliance risk, operational risk, reputational risk and strategic risk.
- The Bancorp identifies and monitors existing and potential risks that may impact the company’s risk profile, including emerging risks that create uncertainties and/or would have broad implications if materialized (e.g. global pandemic, etc.). Enhanced monitoring and action plans are implemented as necessary to proactively mitigate risk.
- Fifth Third’s Risk Management Process provides a consistent and integrated approach for managing risks. The five components of the Risk Management Process are: identify, assess, manage, monitor and report. The Bancorp has also established processes and programs to manage and report concentration risks, to ensure robust talent, compensation and performance management and to aggregate risks across the enterprise.

Fifth Third drives accountability for managing risk through its Three Lines of Defense structure:

- The first line of defense is comprised of front-line units that create risk and are accountable for managing risk. These groups are the Bancorp’s primary risk takers and are responsible for implementing effective internal controls and maintaining processes for identifying, assessing and managing the risks associated with their activities consistent with established risk appetite and limits. The first line of defense also includes enterprise-wide functions that provide information technology, operations, servicing, processing or other support.
- The second line of defense, or Independent Risk Management, consists of Risk Management, Compliance and Credit Review. The second line is responsible for developing frameworks and policies to govern risk-taking activities, overseeing risk-taking of the organization, advising on controlling that risk and providing input on key risk decisions. Risk Management complements the front line’s management of risk-taking activities through its monitoring and reporting responsibilities, including adherence to the risk appetite. Additionally, Risk Management is responsible for identifying, assessing, managing, monitoring and reporting on aggregate risks enterprise-wide.
- The third line of defense is Internal Audit, which provides oversight of the first and second lines of defense, and independent assurance to the Board on the effectiveness of governance, risk management and internal controls.

CREDIT RISK MANAGEMENT

The objective of the Bancorp's credit risk management strategy is to quantify and manage credit risk on an aggregate portfolio basis, as well as to limit the risk of loss resulting from the failure of a borrower or counterparty to honor its financial or contractual obligations to the Bancorp. The Bancorp's credit risk management strategy is based on three core principles: conservatism, diversification and monitoring. The Bancorp believes that effective credit risk management begins with conservative lending practices which are described below. These practices include the use of intentional risk-based limits for single name exposures and counterparty selection criteria designed to reduce or eliminate exposure to borrowers who have higher than average default risk and defined weaknesses in financial performance. The Bancorp carefully designed and monitors underwriting, documentation and collection standards. The Bancorp's credit risk management strategy also emphasizes diversification on a geographic, industry and customer level as well as ongoing portfolio monitoring and timely management reviews of large credit exposures and credits experiencing deterioration of credit quality. Credit officers with the authority to extend credit are delegated specific authority amounts, the utilization of which is closely monitored. Underwriting activities are centrally managed, and ERM manages the policy and the authority delegation process directly. The Credit Risk Review function provides independent and objective assessments of the quality of underwriting and documentation, the accuracy of risk grades and the charge-off, nonaccrual and reserve analysis process. The Bancorp's credit review process and overall assessment of the adequacy of the allowance for credit losses is based on quarterly assessments of the estimated losses expected in the loan and lease portfolio. The Bancorp uses these assessments to promptly identify potential problem loans or leases within the portfolio, maintain an adequate allowance for credit losses and record any necessary charge-offs. The Bancorp defines potential problem loans and leases as those rated substandard that do not meet the definition of a nonaccrual loan or a restructured loan. Refer to Note 6 of the Notes to Condensed Consolidated Financial Statements for further information on the Bancorp's credit grade categories, which are derived from standard regulatory rating definitions. In addition, stress testing is performed on various commercial and consumer portfolios utilizing various models. For certain portfolios, such as real estate and leveraged lending, stress testing is performed by Credit department personnel at the individual loan level during credit underwriting.

The following tables provide a summary of potential problem portfolio loans and leases:

TABLE 30: Potential Problem Portfolio Loans and Leases

As of June 30, 2021 ($ in millions)		Carrying Value	Unpaid Principal Balance	Exposure
Commercial and industrial loans	$	**2,071**	**2,077**	**3,436**
Commercial mortgage loans		**983**	**991**	**996**
Commercial construction loans		**462**	**463**	**500**
Commercial leases		**72**	**72**	**87**
Total potential problem portfolio loans and leases	$	**3,588**	**3,603**	**5,019**

TABLE 31: Potential Problem Portfolio Loans and Leases

As of December 31, 2020 ($ in millions)		Carrying Value	Unpaid Principal Balance	Exposure
Commercial and industrial loans	$	2,641	2,651	3,687
Commercial mortgage loans		784	798	792
Commercial construction loans		240	240	252
Commercial leases		72	72	72
Total potential problem portfolio loans and leases	$	3,737	3,761	4,803

In addition to the individual review of larger commercial loans that exhibit probable or observed credit weaknesses, the commercial credit review process includes the use of two risk grading systems. The first of these risk grading systems encompasses ten categories, which are based on regulatory guidance for credit risk systems. These ratings are used by the Bancorp to monitor and manage its credit risk. The Bancorp also maintains a dual risk rating system for credit approval and pricing, portfolio monitoring and capital allocation that includes a "through-the-cycle" rating philosophy for assessing a borrower's creditworthiness. A "through-the-cycle" rating philosophy uses a grading scale that assigns ratings based on average default rates through an entire business cycle for borrowers with similar financial performance. The dual risk rating system includes thirteen probabilities of default grade categories and an additional eleven grade categories for estimating losses given an event of default. The probability of default and loss given default evaluations are not separated in the ten-category regulatory risk rating system.

The Bancorp utilizes internally developed models to estimate expected credit losses for portfolio loans and leases. For loans and leases that are collectively evaluated, the Bancorp utilizes these models to forecast expected credit losses over a reasonable and supportable forecast period based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. Refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for additional information about the Bancorp's processes for developing these models, estimating credit losses for periods beyond the reasonable and supportable forecast period and for estimating credit losses for individually evaluated loans.

For the commercial portfolio segment, the estimated probabilities of default are primarily based on the probability of default ratings assigned under the through-the-cycle dual risk rating system and historical observations of how those ratings migrate to a default over time in the context of macroeconomic conditions. For loans with available credit, the estimate of the expected balance at the time of default considers expected utilization rates, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions.

For collectively evaluated loans in the consumer and residential mortgage portfolio segments, the Bancorp's expected credit loss models primarily utilize the borrower's FICO score and delinquency history in combination with macroeconomic conditions when estimating the probability of default. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. The expected balance at the estimated date of default is also especially impactful in the expected credit loss models for portfolio classes which generally have longer terms (such as residential mortgage loans and home equity) and portfolio classes containing a high concentration of loans with revolving privileges (such as credit card and home equity). The estimate of the expected balance at the time of default considers expected prepayment and utilization rates where applicable, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The Bancorp also utilizes various scoring systems, analytical tools and portfolio performance monitoring processes to assess the credit risk of the consumer and residential mortgage portfolios.

Overview

The consensus outlook for economic growth in 2021 continued to improve in the second quarter of 2021 as the reopening of the U.S. economy led to an upswing in demand for consumer goods and services. Although the rise of the Delta variant of COVID-19 and slower progress on vaccinations presents some downside risk to the economic outlook in the second half of 2021, the underlying fundamentals of the economy continue to strengthen as consumers and businesses return to more normal levels of activity. With the economy gaining momentum, nonfarm payrolls increased by 850,000 in June of 2021 while wages were up 3.6% year-over-year. The robust economic growth is leading to more persistent inflationary pressures throughout the economy as supply chain constraints limit production while labor supply remains constrained due to federal economic impact payments to individuals, COVID-19 health concerns and aging demographics.

In June 2021, the core Consumer Price Index rose 4.5% over the last 12-months, the largest 12-month increase since the period ending November 1991. At the June 2021 FOMC meeting, participants raised their 2021 core Personal Consumption Expenditures ("PCE") inflation forecast to 3.0% from 2.2% and their risk assessment for core PCE inflation was weighted to the upside. Despite the upside risk around inflation, most meeting participants saw the increase as transitory and expected core PCE to drop back to 2% in 2022 and 2023. The FOMC also retired the language around "not talking about tapering bond purchases" and discussions have begun on when to begin tapering the monthly purchases of $80 billion of treasury securities and $40 billion of agency mortgage-backed securities.

COVID-19 Hardship Relief Programs

In response to the COVID-19 pandemic, the Bancorp began providing financial hardship relief in March 2020 to borrowers that were negatively impacted by the pandemic and its related economic impacts. For retail borrowers, these relief programs included three-month payment deferrals for non-real estate secured and unsecured portfolios, six-month payment deferrals for home equity loans and lines of credit and six-month forbearances for residential mortgages. The Bancorp also temporarily waived fees for certain products and services, suspended initiating any new repossession actions on vehicles and suspended all residential foreclosure activity. The fee waiver, repossession suspension and payment deferral programs for non-real estate secured and unsecured and home equity loans and lines of credit were discontinued early in the third quarter of 2020. However, new programs to assist consumer customers are now being offered to meet the uniqueness of the current economic environment. These primarily include a short-term hardship program which allows for a reduced payment amount for six months with full payments resuming thereafter or placement into a loan modification program that could include permanent rate reductions or maturity extensions. In most cases, these offers were not classified as TDRs if qualified for the TDR relief provisions provided by the CARES Act. As of June 30, 2021, substantially all of these borrowers have resumed making payments except for certain residential mortgage loans which continue to be in forbearance.

The Bancorp currently plans to continue to offer a forbearance program for its residential mortgage borrowers in alignment with the forbearances offered for federally-backed mortgage loans under the provisions of the CARES Act and GSE servicing guidance. Under the provisions of the CARES Act, borrowers with federally-backed residential mortgage loans were able to request a six-month forbearance with an option to extend the forbearance period for an additional period of up to six months. The GSEs have also permitted certain forbearances to be extended for an additional six months for a total of up to 18 months. Additionally, the Bancorp will continue to follow the specific GSE guidance for other non-forbearance COVID-19 pandemic relief programs when servicing its residential mortgage portfolio. These programs include traditional loan modifications and/or deferral of past due payments to the maturity of the loan. The Bancorp has continued to suspend residential foreclosure activity in alignment with GSE practices and will also be responsive to any legislative changes related to foreclosure activity. The foreclosure moratorium expired on July 31, 2021 but some foreclosure activity will remain suspended for a longer period in certain circumstances. Also, borrowers that have not taken advantage of a forbearance to date will have until September 30, 2021 to enter into a COVID-19-related forbearance.

The Bancorp offered a variety of relief options to its commercial borrowers that had been impacted by the COVID-19 pandemic. While these offers were individually negotiated and tailored to each borrower's specific facts and circumstances, the most commonly offered relief measures included temporary covenant waivers and/or deferrals of principal and/or interest payments for up to 90 days. After the deferral program, a customer had the option to resume normal payments, enter into a formal loan modification program or restructure the loan arrangement. These relief options were discontinued in 2021.

The following table provides a summary of portfolio loans and leases as of June 30, 2021, by class, that have received payment deferrals or forbearances as part of the Bancorp's COVID-19 pandemic hardship relief programs:

TABLE 32: Residential Mortgage and Consumer Portfolio Loans Enrolled In Hardship Relief Programs

	Amortized Cost Basis of Loans and Leases				Past Due[c]		
June 30, 2021 ($ in millions)	Completed Relief Period	In Active Relief Period[a]	Total that Have Received Payment Relief[b]	Current[c]	30-89 Days	90 Days or More	Total Past Due
Residential mortgage loans[b]	$ 999	322	1,321	1,130	31	160	191
Consumer loans:							
Home equity	177	2	179	165	5	9	14
Indirect secured consumer loans[d]	806	85	891	855	32	4	36
Credit card	85	14	99	85	7	7	14
Other consumer loans	96	3	99	95	3	1	4
Total residential mortgage and consumer portfolio loans	$ 2,163	426	2,589	2,330	78	181	259

(a) Includes loans and leases that are still in the initial payment relief period (primarily residential mortgage and home equity loans) and loans that have requested additional relief.

(b) Excludes $803 of loans previously sold to GNMA that the Bancorp had the option to repurchase as a result of forbearance, all of which were repurchased and are classified as held for sale.

(c) For loans which are still in an active relief period, past due status is based on the borrower's status as of March 1, 2020, as adjusted based on the borrower's compliance with modified loan terms.

(d) Indirect secured consumer loans which are still in an active relief period as of June 30, 2021 are required to make payments but at a reduced amount from original contractual terms.

As of June 30, 2021, $1.3 billion of the Bancorp's residential mortgage loans had been enrolled in a COVID-19 forbearance program (either active or completed). These loans had a weighted-average FICO score of approximately 683 and a weighted-average origination LTV of approximately 81%. Approximately 72% of these borrowers made at least one payment since entering forbearance, and 85% of balances are reported as current as of June 30, 2021. The Bancorp had $322 million of these loans in an active relief period as of June 30, 2021 and these loans had a weighted-average FICO score of approximately 652 and a weighted-average origination LTV of approximately 83%. Approximately one third of borrowers in an active forbearance period have made at least one payment since entering forbearance and approximately 88% of the residential mortgage loans still in an active relief period have completed the initial six-month forbearance period and have requested an extended forbearance.

Commercial Portfolio

The Bancorp's credit risk management strategy seeks to minimize concentrations of risk through diversification. The Bancorp has commercial loan concentration limits based on industry, lines of business within the commercial segment, geography and credit product type. The risk within the commercial loan and lease portfolio is managed and monitored through an underwriting process utilizing detailed origination policies, continuous loan level reviews, monitoring of industry concentration and product type limits and continuous portfolio risk management reporting.

The Bancorp provides loans to a variety of customers ranging from large multinational firms to middle market businesses, sole proprietors and high net worth individuals. The origination policies for commercial and industrial loans outline the risks and underwriting requirements for loans to businesses in various industries. Included in the policies are maturity and amortization terms, collateral and leverage requirements, cash flow coverage measures and hold limits. The Bancorp aligns credit and sales teams with specific industry expertise to better monitor and manage different industry segments of the portfolio.

Certain industries have experienced increased stress due to the COVID-19 pandemic. These include consumer-driven industries that require gathering or congregation such as leisure and recreation (including casinos, restaurants, sports, fitness, hotels and other industries), non-essential retail and leisure travel (primarily including airlines and cruise lines). Certain segments of the healthcare industry (including skilled

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

nursing, physician offices and surgery/outpatient centers, among others) have also been impacted by the pandemic given delays and restrictions on in-person visits and elective procedures.

The following table presents industries impacted the most severely within the Bancorp's commercial and industrial and commercial real estate loan portfolios as of June 30, 2021:

TABLE 33: Industries Impacted the Most Severely by the COVID-19 Pandemic

($ in millions)		Balance	Exposure	Industry Classification[b]
Commercial and industrial loans:[a]				
Leisure and recreation[c]	$	3,260	7,084	Accommodation and food / Entertainment and recreation
Retail - non-essential		645	2,941	Retail trade
Healthcare		1,013	1,740	Healthcare
Leisure travel		393	594	Transportation and warehousing
Total commercial and industrial loans	$	5,311	12,359	
Commercial real estate owner-occupied loans:				
Leisure and recreation[c]		366	414	Accommodation and food / Entertainment and recreation
Retail - non-essential		70	70	Real estate
Healthcare		1,535	1,786	Healthcare
Total commercial real estate owner-occupied loans	$	1,971	2,270	
Commercial real estate nonowner-occupied loans:				
Leisure and recreation[c]		1,929	2,178	Accommodation and food / Entertainment and recreation
Retail - non-essential		983	1,011	Real estate
Healthcare		111	132	Healthcare
Total commercial real estate nonowner-occupied loans	$	3,023	3,321	
Total	$	10,305	17,950	

(a) Excludes PPP loans.
(b) As defined by the North American Industry Classification System.
(c) Balances include exposures to casinos, restaurants, sports, fitness, hotels and other.

Management's Discussion and Analysis of Financial Condition and Results of Operations (continued)

The following table provides detail on commercial loans and leases by industry classification (as defined by the North American Industry Classification System), by loan size and by state, illustrating the diversity and granularity of the Bancorp's commercial loans and leases as of:

TABLE 34: Commercial Loan and Lease Portfolio (excluding loans and leases held for sale)

	June 30, 2021			December 31, 2020		
($ in millions)	Outstanding	Exposure	Nonaccrual	Outstanding	Exposure	Nonaccrual
By Industry:						
Real estate	**$ 10,790**	**16,227**	**62**	11,416	16,865	143
Manufacturing	**10,517**	**21,588**	**59**	10,699	21,986	68
Financial services and insurance	**7,056**	**16,141**	**—**	6,868	15,113	—
Healthcare	**5,057**	**7,664**	**5**	5,168	7,874	41
Business services	**5,003**	**9,129**	**24**	5,344	9,114	66
Accommodation and food	**4,163**	**6,764**	**27**	4,166	6,600	35
Wholesale trade	**4,162**	**8,307**	**7**	4,204	7,990	25
Retail trade	**3,637**	**9,114**	**2**	3,651	8,871	6
Communication and information	**3,052**	**6,956**	**25**	3,128	5,802	39
Construction	**2,766**	**6,208**	**4**	2,631	6,053	4
Transportation and warehousing	**2,660**	**4,503**	**16**	2,846	4,596	13
Mining	**2,589**	**4,645**	**71**	2,626	4,171	94
Entertainment and recreation	**1,804**	**3,299**	**80**	2,248	3,537	84
Other services	**1,308**	**1,759**	**6**	1,362	1,770	7
Utilities	**1,177**	**2,986**	**—**	1,162	3,011	—
Public administration	**676**	**1,117**	**9**	880	1,428	—
Agribusiness	**429**	**599**	**10**	394	616	10
Other	**110**	**113**	**1**	127	129	2
Individuals	**64**	**112**	**1**	77	123	1
Total	**$ 67,020**	**127,231**	**409**	68,997	125,649	638
By Loan Size:						
Less than $1 million	**6 %**	**4**	**10**	7	5	10
$1 million to $5 million	**9**	**7**	**12**	9	7	18
$5 million to $10 million	**7**	**6**	**10**	7	6	14
$10 million to $25 million	**17**	**15**	**41**	18	16	27
$25 million to $50 million	**24**	**23**	**27**	24	23	31
Greater than $50 million	**37**	**45**	**—**	35	43	—
Total	**100 %**	**100**	**100**	100	100	100
By State:						
Illinois	**12 %**	**11**	**25**	14	12	28
Ohio	**10**	**12**	**3**	11	12	4
Florida	**8**	**7**	**1**	8	7	1
California	**8**	**7**	**1**	7	7	1
Texas	**7**	**7**	**13**	7	7	10
Michigan	**6**	**6**	**11**	6	6	7
Indiana	**4**	**4**	**2**	4	4	1
Georgia	**3**	**4**	**8**	3	4	7
North Carolina	**3**	**2**	**1**	3	2	3
Tennessee	**3**	**3**	**1**	2	3	1
Kentucky	**2**	**2**	**—**	2	2	4
South Carolina	**2**	**1**	**—**	2	1	—
Other	**32**	**34**	**34**	31	33	33
Total	**100 %**	**100**	**100**	100	100	100

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The origination policies for commercial real estate outline the risks and underwriting requirements for owner and nonowner-occupied and construction lending. Included in the policies are maturity and amortization terms, maximum LTVs, minimum debt service coverage ratios, construction loan monitoring procedures, appraisal requirements, pre-leasing requirements (as applicable), pro forma analysis requirements and interest rate sensitivity. The Bancorp requires a valuation of real estate collateral, which may include third-party appraisals, be performed at the time of origination and renewal in accordance with regulatory requirements and on an as-needed basis when market conditions justify. Although the Bancorp does not back test these collateral value assumptions, the Bancorp maintains an appraisal review department to order and review third-party appraisals in accordance with regulatory requirements. Collateral values on criticized assets with relationships exceeding $1 million are reviewed quarterly to assess the appropriateness of the value ascribed in the assessment of charge-offs and specific reserves.

The Bancorp assesses all real estate and non-real estate collateral securing a loan and considers all cross-collateralized loans in the calculation of the LTV ratio. The following tables provide detail on the most recent LTV ratios for commercial mortgage loans greater than $1 million, excluding commercial mortgage loans that are individually evaluated. The Bancorp does not typically aggregate the LTV ratios for commercial mortgage loans less than $1 million.

TABLE 35: Commercial Mortgage Loans Outstanding by LTV, Loans Greater Than $1 Million

As of June 30, 2021 ($ in millions)	LTV > 100%	LTV 80-100%	LTV < 80%
Commercial mortgage owner-occupied loans	$ 132	261	3,419
Commercial mortgage nonowner-occupied loans	17	109	4,397
Total	$ 149	370	7,816

TABLE 36: Commercial Mortgage Loans Outstanding by LTV, Loans Greater Than $1 Million

As of December 31, 2020 ($ in millions)	LTV > 100%	LTV 80-100%	LTV < 80%
Commercial mortgage owner-occupied loans	$ 121	310	3,209
Commercial mortgage nonowner-occupied loans	51	72	4,757
Total	$ 172	382	7,966

The Bancorp views non-owner-occupied commercial real estate as a higher credit risk product compared to some other commercial loan portfolios due to the higher volatility of the industry.

The following tables provide an analysis of nonowner-occupied commercial real estate loans by state (excluding loans held for sale):

TABLE 37: Nonowner-Occupied Commercial Real Estate (excluding loans held for sale)[(a)]

As of June 30, 2021 ($ in millions)					For the three months ended June 30, 2021	For the six months ended June 30, 2021
	Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net (Recoveries) Charge-offs	Net (Recoveries) Charge-offs
By State:						
Illinois	$ 2,376	2,763	—	21	—	—
Ohio	1,416	1,998	—	—	—	—
Florida	1,094	1,678	—	—	—	—
North Carolina	945	1,174	—	2	—	—
Michigan	771	886	—	—	—	—
Indiana	676	967	—	—	—	—
All other states	3,433	5,369	—	1	(1)	(1)
Total	$ 10,711	14,835	—	24	(1)	(1)

(a) Included in commercial mortgage loans and commercial construction loans in the Loans and Leases subsection of the Balance Sheet Analysis section of MD&A.

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TABLE 38: Nonowner-Occupied Commercial Real Estate (excluding loans held for sale)[(a)]

As of June 30, 2020 ($ in millions)					For the three months ended June 30, 2020	For the six months ended June 30, 2020
	Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net Charge-offs	Net Charge-offs
By State:						
Illinois	$ 3,073	3,680	10	5	1	1
Ohio	1,357	1,823	—	5	—	—
Florida	1,026	1,620	—	—	—	—
North Carolina	808	1,116	—	2	—	—
Michigan	805	961	—	1	—	—
Indiana	559	1,040	—	—	—	—
All other states	3,580	5,722	—	59	—	1
Total	$ 11,208	15,962	10	72	1	2

(a) Included in commercial mortgage loans and commercial construction loans in the Loans and Leases subsection of the Balance Sheet Analysis section of MD&A.

Consumer Portfolio

Consumer credit risk management utilizes a framework that encompasses consistent processes for identifying, assessing, managing, monitoring and reporting credit risk. These processes are supported by a credit risk governance structure that includes Board oversight, policies, risk limits and risk committees.

The Bancorp's consumer portfolio is materially comprised of five categories of loans: residential mortgage loans, home equity, indirect secured consumer loans, credit card and other consumer loans. The Bancorp has identified certain credit characteristics within these five categories of loans which it believes represent a higher level of risk compared to the rest of the consumer loan portfolio. The Bancorp does not update LTVs for the consumer portfolio subsequent to origination except as part of the charge-off process for real estate secured loans. Credit risk management continues to closely monitor the indirect secured consumer portfolio performance, which includes automobile loans. The automobile market has exhibited industry-wide gradual loosening of credit standards such as lower FICOs, longer terms and higher LTVs. The Bancorp has adjusted credit standards focused on improving risk-adjusted returns while maintaining credit risk tolerance. The Bancorp actively manages the automobile portfolio through concentration limits, which mitigate credit risk through limiting the exposure to lower FICO scores, higher advance rates and extended term originations.

The Bancorp enhanced its credit underwriting guidelines across the entire consumer portfolio in response to the economic stress created by the COVID-19 pandemic. As the economic environment stabilizes, the current set of credit guidelines have generally returned to pre-pandemic levels as the Bancorp continues to ensure that underwriting standards reflect forward-looking outlooks on both risks and market opportunities, support strategic objectives, provide value to consumers and ensure adherence to risk appetite.

Residential mortgage portfolio

The Bancorp manages credit risk in the residential mortgage portfolio through underwriting guidelines that limit exposure to higher LTVs and lower FICO scores. Additionally, the portfolio is governed by concentration limits that ensure geographic, product and channel diversification. The Bancorp may also package and sell loans in the portfolio.

The Bancorp does not originate residential mortgage loans that permit customers to defer principal payments or make payments that are less than the accruing interest. The Bancorp originates both fixed-rate and ARM loans. Within the ARM portfolio, approximately $529 million of ARM loans will have rate resets during the next twelve months. Of these resets, 4% are expected to experience an increase in rate, with an average increase of approximately 0.23%. Underlying characteristics of these borrowers are relatively strong with a weighted average origination DTI of 32% and weighted average origination LTV of 71%.

Certain residential mortgage products have contractual features that may increase credit exposure to the Bancorp in the event of a decline in housing values. These types of mortgage products offered by the Bancorp include loans with high LTVs, multiple loans secured by the same collateral that when combined result in an LTV greater than 80% and interest-only loans. The Bancorp has deemed residential mortgage loans with greater than 80% LTVs and no mortgage insurance as loans that represent a higher level of risk.

In response to the COVID-19 pandemic, the Bancorp is following GSE guidance regarding forbearance and foreclosure regulations which currently allow up to 18 months of forbearance. The foreclosure moratorium expired on July 31, 2021 but some foreclosure activity will remain suspended for a longer period in certain circumstances. Also, borrowers that have not taken advantage of a forbearance to date will have until September 30, 2021 to enter into a COVID-19-related forbearance.

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The following table provides an analysis of the residential mortgage portfolio loans outstanding by LTV at origination as of:

TABLE 39: Residential Mortgage Portfolio Loans by LTV at Origination

($ in millions)	June 30, 2021 Outstanding	June 30, 2021 Weighted-Average LTV	December 31, 2020 Outstanding	December 31, 2020 Weighted-Average LTV
LTV ≤ 80%	$ 11,882	63.8 %	$ 11,336	65.2%
LTV > 80%, with mortgage insurance[(a)]	2,259	95.4	2,535	95.5
LTV > 80%, no mortgage insurance	1,990	91.2	2,057	91.1
Total	$ 16,131	72.5 %	$ 15,928	73.9%

(a) Includes loans with both borrower and lender paid mortgage insurance.

The following tables provide an analysis of the residential mortgage portfolio loans outstanding by state with a greater than 80% LTV at origination and no mortgage insurance:

TABLE 40: Residential Mortgage Portfolio Loans, LTV Greater Than 80% at Origination, No Mortgage Insurance

As of June 30, 2021 ($ in millions)				For the three months ended June 30, 2021	For the six months ended June 30, 2021
	Outstanding	90 Days Past Due	Nonaccrual	Net Charge-offs	Net Charge-offs
By State:					
Ohio	$ 451	5	4	—	—
Illinois	412	4	1	—	—
Florida	301	1	2	—	—
Michigan	156	1	1	—	—
Indiana	140	1	—	—	—
North Carolina	136	1	—	—	—
Kentucky	93	1	—	—	—
All other states	301	2	2	—	—
Total	$ 1,990	16	10	—	—

TABLE 41: Residential Mortgage Portfolio Loans, LTV Greater Than 80% at Origination, No Mortgage Insurance

As of June 30, 2020 ($ in millions)				For the three months ended June 30, 2020	For the six months ended June 30, 2020
	Outstanding	90 Days Past Due	Nonaccrual	Net Charge-offs	Net Charge-offs
By State:					
Ohio	$ 493	3	4	—	—
Illinois	460	2	3	—	—
Florida	325	1	2	—	—
Michigan	210	2	1	—	—
Indiana	177	1	1	—	—
North Carolina	149	2	—	—	—
Kentucky	100	1	1	—	—
All other states	373	3	4	—	—
Total	$ 2,287	15	16	—	—

Home equity portfolio

The Bancorp's home equity portfolio is primarily comprised of home equity lines of credit. Beginning in the first quarter of 2013, the Bancorp's newly originated home equity lines of credit have a 10-year interest-only draw period followed by a 20-year amortization period. The home equity line of credit previously offered by the Bancorp was a revolving facility with a 20-year term, minimum payments of interest-only and a balloon payment of principal at maturity. Peak maturity years for the balloon home equity lines of credit are 2025 to 2028 and approximately 21% of the balances mature before 2025.

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The ALLL provides coverage for expected losses in the home equity portfolio. The allowance attributable to the portion of the home equity portfolio that has not been restructured in a TDR is determined on a pooled basis using a probability of default, loss given default and exposure at default model framework to generate expected losses. The expected losses for the home equity portfolio are dependent upon loan delinquency, FICO scores, LTV, loan age and their historical correlation with macroeconomic variables including unemployment and the home price index. The expected losses generated from models are adjusted by certain qualitative adjustment factors to reflect risks associated with current conditions and trends. The qualitative factors include adjustments for changes in policies or procedures in underwriting, monitoring or collections, economic conditions, portfolio mix, lending and risk management personnel, results of internal audit and quality control reviews, collateral values and geographic concentrations.

The home equity portfolio is managed in two primary groups: loans outstanding with a combined LTV greater than 80% and those loans with an LTV of 80% or less based upon appraisals at origination. For additional information on these loans, refer to Table 43 and Table 44. Of the total $4.5 billion of outstanding home equity loans:

- 81% reside within the Bancorp's Midwest footprint of Ohio, Michigan, Kentucky, Indiana and Illinois as of June 30, 2021;
- 40% are in senior lien positions and 60% are in junior lien positions at June 30, 2021;
- 79% of non-delinquent borrowers made at least one payment greater than the minimum payment during the three months ended June 30, 2021; and
- The portfolio had a weighted average refreshed FICO score of 748 at June 30, 2021.

The Bancorp actively manages lines of credit and makes adjustments in lending limits when it believes it is necessary based on FICO score deterioration and property devaluation. The Bancorp does not routinely obtain appraisals on performing loans to update LTVs after origination. However, the Bancorp monitors the local housing markets by reviewing various home price indices and incorporates the impact of the changing market conditions in its ongoing credit monitoring processes. For junior lien home equity loans which become 60 days or more past due, the Bancorp tracks the performance of the senior lien loans in which the Bancorp is the servicer and utilizes consumer credit bureau attributes to monitor the status of the senior lien loans that the Bancorp does not service. If the senior lien loan is found to be 120 days or more past due, the junior lien home equity loan is placed on nonaccrual status unless both loans are well-secured and in the process of collection. Additionally, if the junior lien home equity loan becomes 120 days or more past due and the senior lien loan is also 120 days or more past due, the junior lien home equity loan is assessed for charge-off. Refer to the Analysis of Nonperforming Assets subsection of the Risk Management section of MD&A for more information.

The following table provides an analysis of home equity portfolio loans outstanding disaggregated based upon refreshed FICO score as of:

TABLE 42: Home Equity Portfolio Loans Outstanding by Refreshed FICO Score

	June 30, 2021		December 31, 2020	
($ in millions)	Outstanding	% of Total	Outstanding	% of Total
Senior Liens:				
FICO ≤ 659	**$ 151**	**3 %**	$ 174	3 %
FICO 660-719	**264**	**6**	284	6
FICO ≥ 720	**1,416**	**31**	1,546	30
Total senior liens	**$ 1,831**	**40**	2,004	39
Junior Liens:				
FICO ≤ 659	**290**	**7**	339	6
FICO 660-719	**506**	**11**	610	12
FICO ≥ 720	**1,918**	**42**	2,230	43
Total junior liens	**$ 2,714**	**60**	3,179	61
Total	**$ 4,545**	**100 %**	$ 5,183	100 %

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The Bancorp believes that home equity portfolio loans with a greater than 80% combined LTV present a higher level of risk. The following table provides an analysis of the home equity portfolio loans outstanding in a senior and junior lien position by LTV at origination as of:

TABLE 43: Home Equity Portfolio Loans Outstanding by LTV at Origination

	June 30, 2021		December 31, 2020	
($ in millions)	Outstanding	Weighted-Average LTV	Outstanding	Weighted-Average LTV
Senior Liens:				
LTV ≤ 80%	**$ 1,588**	**53.7 %**	$ 1,728	53.8 %
LTV > 80%	**243**	**89.1**	276	89.1
Total senior liens	**$ 1,831**	**58.7**	2,004	58.8
Junior Liens:				
LTV ≤ 80%	**1,623**	**66.5**	1,864	66.5
LTV > 80%	**1,091**	**89.7**	1,315	89.8
Total junior liens	**$ 2,714**	**76.7**	3,179	77.1
Total	**$ 4,545**	**69.2 %**	$ 5,183	69.8 %

The following tables provide an analysis of home equity portfolio loans outstanding by state with a combined LTV greater than 80% at origination:

TABLE 44: Home Equity Portfolio Loans Outstanding with an LTV Greater than 80% at Origination

As of June 30, 2021 ($ in millions)					**For the three months ended June 30, 2021**	**For the six months ended June 30, 2021**
	Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net (Recoveries) Charge-offs	Net (Recoveries) Charge-offs
By State:						
Ohio	**$ 417**	**993**	—	**8**	—	—
Michigan	**235**	**524**	—	**4**	—	—
Illinois	**215**	**420**	**1**	**6**	**(1)**	**(1)**
Indiana	**126**	**286**	—	**3**	—	—
Kentucky	**105**	**250**	—	**2**	—	—
Florida	**91**	**190**	—	**2**	—	—
All other states	**145**	**306**	—	**4**	—	—
Total	**$ 1,334**	**2,969**	**1**	**29**	**(1)**	**(1)**

TABLE 45: Home Equity Portfolio Loans Outstanding with an LTV Greater than 80% at Origination

As of June 30, 2020 ($ in millions)					For the three months ended June 30, 2020	For the six months ended June 30, 2020
	Outstanding	Exposure	90 Days Past Due	Nonaccrual	Net Charge-offs	Net Charge-offs
By State:						
Ohio	$ 564	1,231	—	9	—	1
Michigan	328	656	—	6	—	—
Illinois	249	483	—	6	—	—
Indiana	166	355	—	3	—	—
Kentucky	141	311	—	1	—	—
Florida	128	245	—	3	—	—
All other states	199	387	—	4	—	—
Total	$ 1,775	3,668	—	32	—	1

Indirect secured consumer portfolio

The indirect secured consumer portfolio is comprised of \$14.1 billion of automobile loans and \$1.1 billion of indirect motorcycle, powersport, recreational vehicle and marine loans as of June 30, 2021. The concentration of lower FICO (≤659) origination balances remained within targeted credit risk tolerance during the six months ended June 30, 2021. All concentration and guideline changes are monitored monthly to ensure alignment with original credit performance and return projections.

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The following table provides an analysis of indirect secured consumer portfolio loans outstanding disaggregated based upon FICO score at origination as of:

TABLE 46: Indirect Secured Consumer Portfolio Loans Outstanding by FICO Score at Origination

	June 30, 2021		December 31, 2020	
($ in millions)	Outstanding	% of Total	Outstanding	% of Total
FICO ≤ 659	**$ 360**	**2 %**	$ 417	3 %
FICO 660-719	**3,653**	**24**	3,568	26
FICO ≥ 720	**11,179**	**74**	9,668	71
Total	**$ 15,192**	**100 %**	$ 13,653	100 %

As of June 30, 2021, 94% of the indirect secured consumer loan portfolio is comprised of automobile loans, powersport loans and motorcycle loans. It is a common industry practice to advance on these types of loans an amount in excess of the collateral value due to the inclusion of negative equity trade-in, maintenance/warranty products, taxes, title and other fees paid at closing. The Bancorp monitors its exposure to these higher risk loans. The remainder of the indirect secured consumer loan portfolio is comprised of marine and recreational vehicle loans. The Bancorp’s credit policies limit the maximum advance rate on these to 100% of collateral value.

The following table provides an analysis of indirect secured consumer portfolio loans outstanding by LTV at origination as of:

TABLE 47: Indirect Secured Consumer Portfolio Loans Outstanding by LTV at Origination

	June 30, 2021		December 31, 2020	
($ in millions)	Outstanding	Weighted-Average LTV	Outstanding	Weighted-Average LTV
LTV ≤ 100%	**$ 10,945**	**79.8 %**	$ 9,371	80.3 %
LTV > 100%	**4,247**	**111.9**	4,282	112.7
Total	**$ 15,192**	**89.0 %**	$ 13,653	90.8 %

The following table provides an analysis of the Bancorp’s indirect secured consumer portfolio loans outstanding with an LTV greater than 100% at origination:

TABLE 48: Indirect Secured Consumer Portfolio Loans Outstanding with an LTV Greater than 100% at Origination

As of ($ in millions)	Outstanding	90 Days Past Due and Accruing	Nonaccrual	Net Charge-offs for the Three Months Ended	Net Charge-offs for the Six Months Ended
June 30, 2021	**$ 4,247**	**3**	**30**	**1**	**7**
June 30, 2020	4,410	7	7	6	15

Credit card portfolio

The credit card portfolio consists of predominantly prime accounts with 98% and 97% of balances existing within the Bancorp’s footprint at June 30, 2021 and December 31, 2020, respectively. At June 30, 2021 and December 31, 2020, 71% and 69%, respectively, of the outstanding balances were originated through branch-based relationships with the remainder coming from direct mail campaigns and online acquisitions.

The following table provides an analysis of credit card portfolio loans outstanding disaggregated based upon FICO score at origination as of:

TABLE 49: Credit Card Portfolio Loans Outstanding by FICO Score at Origination

	June 30, 2021		December 31, 2020	
($ in millions)	Outstanding	% of Total	Outstanding	% of Total
FICO ≤ 659	**$ 82**	**5 %**	$ 94	5 %
FICO 660-719	**544**	**30**	654	32
FICO ≥ 720	**1,167**	**65**	1,259	63
Total	**$ 1,793**	**100 %**	$ 2,007	100 %

Other consumer portfolio loans

Other consumer portfolio loans are comprised of secured and unsecured loans originated through the Bancorp’s branch network as well as point-of-sale loans originated or purchased in connection with third-party financial technology companies. The Bancorp had $269 million in unfunded commitments associated with loans originated in connection with third-party financial technology companies as of June 30, 2021. The Bancorp closely monitors the credit performance of point-of-sale loans. Loans originated in connection with third-party financial technology companies are impacted by certain credit loss protection coverage provided by those companies.

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The following table provides an analysis of other consumer portfolio loans outstanding by product type as of:

TABLE 50: Other Consumer Portfolio Loans Outstanding by Product Type

	June 30, 2021		December 31, 2020	
($ in millions)	Outstanding	% of Total	Outstanding	% of Total
Unsecured	**$ 629**	**21 %**	$ 683	23 %
Other secured	**817**	**27**	774	26
Point-of-sale	**1,606**	**52**	1,557	51
Total	**$ 3,052**	**100 %**	$ 3,014	100 %

Analysis of Nonperforming Assets

Nonperforming assets include nonaccrual loans and leases for which ultimate collectability of the full amount of the principal and/or interest is uncertain; restructured commercial, credit card and certain consumer loans which have not yet met the requirements to be classified as a performing asset; restructured consumer loans which are 90 days past due based on the restructured terms unless the loan is both well-secured and in the process of collection; and certain other assets, including OREO and other repossessed property. A summary of nonperforming assets is included in Table 51. For further information on the Bancorp's policies related to accounting for delinquent and nonperforming loans and leases, refer to the Nonaccrual Loans and Leases section of Note 1 of the Notes to the Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

Nonperforming assets were $697 million at June 30, 2021 compared to $870 million at December 31, 2020. At June 30, 2021, $40 million of nonaccrual loans were held for sale, compared to $6 million at December 31, 2020.

Nonperforming portfolio assets as a percent of portfolio loans and leases and OREO were 0.61% as of June 30, 2021 compared to 0.79% as of December 31, 2020. Nonaccrual loans and leases secured by real estate were 32% of nonaccrual loans and leases as of June 30, 2021 compared to 36% as of December 31, 2020.

Portfolio commercial nonaccrual loans and leases were $409 million at June 30, 2021, a decrease of $229 million from December 31, 2020. Portfolio consumer nonaccrual loans were $212 million at June 30, 2021, an increase of $16 million from December 31, 2020. Refer to Table 52 for a rollforward of the portfolio nonaccrual loans and leases.

OREO and other repossessed property was $36 million and $30 million at June 30, 2021 and December 31, 2020, respectively. The Bancorp recognized an immaterial amount and $1 million in losses on the transfer, sale or write-down of OREO properties for the three months ended June 30, 2021 and 2020, respectively, and $6 million in losses on the transfer, sale or write-down of OREO properties for both the six months ended June 30, 2021 and 2020.

For the three and six months ended June 30, 2021, approximately $8 million and $18 million, respectively, of interest income would have been recognized if the nonaccrual and renegotiated loans and leases on nonaccrual status had been current in accordance with their original terms compared to $9 million and $17 million in the same periods in the prior year. Although these values help demonstrate the costs of carrying nonaccrual credits, the Bancorp does not expect to recover the full amount of interest as nonaccrual loans and leases are generally carried below their principal balance.

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TABLE 51: Summary of Nonperforming Assets and Delinquent Loans and Leases

As of ($ in millions)		June 30, 2021	December 31, 2020
Nonaccrual portfolio loans and leases:			
Commercial and industrial loans	$	**193**	230
Commercial mortgage loans		**43**	82
Commercial leases		**9**	7
Residential mortgage loans[(a)]		**17**	25
Home equity		**53**	52
Indirect secured consumer loans		**6**	9
Other consumer loans		**1**	2
Nonaccrual portfolio restructured loans and leases:			
Commercial and industrial loans		**155**	243
Commercial mortgage loans		**9**	75
Commercial construction loans		**—**	1
Residential mortgage loans[(a)]		**32**	35
Home equity		**32**	34
Indirect secured consumer loans		**43**	7
Credit card		**27**	32
Other consumer loans		**1**	—
Total nonaccrual portfolio loans and leases[(b)]	$	**621**	834
OREO and other repossessed property		**36**	30
Total nonperforming portfolio loans and leases and OREO	$	**657**	864
Nonaccrual loans held for sale		**13**	5
Nonaccrual restructured loans held for sale		**27**	1
Total nonperforming assets	$	**697**	870
Total portfolio loans and leases 90 days past due and still accruing:			
Commercial and industrial loans	$	**2**	39
Commercial mortgage loans		**4**	8
Commercial leases		**—**	1
Residential mortgage loans[(a)]		**57**	70
Home equity		**1**	2
Indirect secured consumer loans		**4**	10
Credit card		**14**	31
Other consumer loans		**1**	2
Total portfolio loans and leases 90 days past due and still accruing	$	**83**	163
Nonperforming portfolio assets as a percent of portfolio loans and leases and OREO		**0.61%**	0.79
ALLL as a percent of nonperforming portfolio assets		**310**	284
ACL as a percent of nonperforming portfolio assets		**338**	304

(a) *Information for all periods presented excludes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. These advances were $316 as of June 30, 2021 and $317 as of December 31, 2020. The Bancorp recognized losses of an immaterial amount and $1 for the three months ended June 30, 2021 and 2020, respectively, and $1 and $2 for the six months ended June 30, 2021 and 2020, respectively, due to claim denials and curtailments associated with these insured or guaranteed loans.*

(b) *Includes $26 and $29 of nonaccrual government insured commercial loans whose repayments are insured by the SBA as of June 30, 2021 and December 31, 2020, respectively, of which $13 and $17 are restructured nonaccrual government insured commercial loans as of June 30, 2021 and December 31, 2020, respectively.*

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The following tables provide a rollforward of portfolio nonaccrual loans and leases, by portfolio segment:

TABLE 52: Rollforward of Portfolio Nonaccrual Loans and Leases

For the six months ended June 30, 2021 ($ in millions)		Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	$	**638**	**60**	**136**	**834**
Transfers to nonaccrual status		**130**	**26**	**117**	**273**
Transfers to accrual status		**(1)**	**(36)**	**(45)**	**(82)**
Transfers to held for sale		**(87)**	**—**	**—**	**(87)**
Loan paydowns/payoffs		**(215)**	**—**	**(28)**	**(243)**
Transfers to OREO		**(1)**	**(2)**	**—**	**(3)**
Charge-offs		**(81)**	**—**	**(18)**	**(99)**
Draws/other extensions of credit		**26**	**1**	**1**	**28**
Balance, end of period	$	**409**	**49**	**163**	**621**

TABLE 53: Rollforward of Portfolio Nonaccrual Loans and Leases

For the six months ended June 30, 2020 ($ in millions)		Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	$	397	91	130	618
Transfers to nonaccrual status		349	73	82	504
Transfers to accrual status		(31)	(72)	(45)	(148)
Transfers to held for sale		(10)	—	—	(10)
Loan paydowns/payoffs		(81)	(6)	(19)	(106)
Transfers to OREO		—	(7)	—	(7)
Charge-offs		(142)	—	(15)	(157)
Draws/other extensions of credit		5	—	1	6
Balance, end of period	$	487	79	134	700

Troubled Debt Restructurings

A loan is accounted for as a TDR if the Bancorp, for economic or legal reasons related to the borrower's financial difficulties, grants a concession to the borrower that it would not otherwise consider. TDRs include concessions granted under reorganization, arrangement or other provisions of the Federal Bankruptcy Act. A TDR typically involves a modification of terms such as a reduction of the stated interest rate or remaining principal amount of the loan, a reduction of accrued interest or an extension of the maturity date at a stated interest rate lower than the current market rate for a new loan with similar risk.

At the time of modification, the Bancorp maintains certain consumer loan TDRs (including certain residential mortgage loans, home equity loans and other consumer loans) on accrual status, provided there is reasonable assurance of repayment and performance according to the modified terms based upon a current, well-documented credit evaluation. Loans discharged in a Chapter 7 bankruptcy and not reaffirmed by the borrower are classified as collateral-dependent TDRs and placed on nonaccrual status regardless of the borrower's payment history or capacity to repay in the future. These loans are returned to accrual status provided there is a sustained payment history of twelve months after bankruptcy and collectability is reasonably assured for all remaining contractual payments. Commercial loans modified as part of a TDR are maintained on accrual status provided there is a sustained payment history of six months or greater prior to the modification in accordance with the modified terms and all remaining contractual payments under the modified terms are reasonably assured of collection. TDRs of commercial loans and credit card loans that do not have a sustained payment history of six months or greater in accordance with the modified terms remain on nonaccrual status until a six-month payment history is sustained. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section of Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for additional information on loans that were modified related to the COVID-19 pandemic but not classified as TDRs.

Consumer restructured loans on accrual status totaled $699 million and $796 million at June 30, 2021 and December 31, 2020, respectively. As of June 30, 2021, the percentages of restructured residential mortgage loans, home equity loans and credit card loans that were past due 30 days or more from their modified terms were 28%, 19% and 24%, respectively.

The following tables summarize portfolio TDRs by loan type and delinquency status:

TABLE 54: Accruing and Nonaccruing Portfolio TDRs

	Accruing				
As of June 30, 2021 ($ in millions)	Current	30-89 Days Past Due	90 Days or More Past Due	Nonaccruing	Total
Commercial loans[(a)]	**$ 80**	**—**	**—**	**164**	**244**
Residential mortgage loans[(b)]	**387**	**26**	**94**	**32**	**539**
Home equity	**157**	**5**	**—**	**32**	**194**
Indirect secured consumer loans	**9**	**—**	**—**	**43**	**52**
Credit card	**19**	**2**	**—**	**27**	**48**
Other consumer	**—**	**—**	**—**	**1**	**1**
Total	**$ 652**	**33**	**94**	**299**	**1,078**

(a) *Excludes restructured nonaccrual loans held for sale.*
(b) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of June 30, 2021, these advances represented $188 of current loans, $21 of 30-89 days past due loans and $85 of 90 days or more past due loans.*

TABLE 55: Accruing and Nonaccruing Portfolio TDRs

	Accruing				
As of December 31, 2020 ($ in millions)	Current	30-89 Days Past Due	90 Days or More Past Due	Nonaccruing	Total
Commercial loans[(a)]	$ 92	—	—	319	411
Residential mortgage loans[(b)]	462	32	102	35	631
Home equity	171	7	—	34	212
Indirect secured consumer loans	5	—	—	7	12
Credit card	15	2	—	32	49
Total	$ 745	41	102	427	1,315

(a) *Excludes restructured nonaccrual loans held for sale.*
(b) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of December 31, 2020, these advances represented $276 of current loans, $28 of 30-89 days past due loans and $78 of 90 days or more past due loans.*

Analysis of Net Loan Charge-offs

Net charge-offs were 16 bps and 44 bps of average portfolio loans and leases for the three months ended June 30, 2021 and 2020, respectively, and were 21 bps and 44 bps of average portfolio loans and leases for the six months ended June 30, 2021 and 2020, respectively. Table 56 provides a summary of credit loss experience and net charge-offs as a percent of average portfolio loans and leases outstanding by loan category.

The ratio of commercial loan and lease net charge-offs as a percent of average portfolio commercial loans and leases decreased to 10 bps and 14 bps during the three and six months ended June 30, 2021, respectively, compared to 40 bps and 36 bps during the three and six months ended June 30, 2020, respectively. The decrease was primarily due to decreases in net charge-offs on commercial and industrial loans of $52 million and $75 million for the three and six months ended June 30, 2021, respectively. Additionally, there were net recoveries on commercial leases of $2 million for both the three and six months ended June 30, 2021 compared to net charge-offs on commercial leases of $11 million and $16 million for the three and six months ended June 30, 2020, respectively.

The ratio of consumer loan net charge-offs as a percent of average portfolio consumer loans decreased to 26 bps and 34 bps during the three and six months ended June 30, 2021, respectively, compared to 52 bps and 59 bps during the three and six months ended June 30, 2020, respectively. The decrease was primarily due to decreases in net charge-offs on credit card loans of $14 million and $26 million for the three and six months ended June 30, 2021, respectively, and decreases in net charge-offs on indirect secured consumer loans of $7 million and $11 million for the three and six months ended June 30, 2021, respectively, compared to the same periods in the prior year. The decrease for both the three and six months ended June 30, 2021 included the impact of government stimulus programs and the Bancorp's hardship programs. Additionally, the Bancorp continued to see increased used car values through the second quarter of 2021 which has directly impacted loss severity.

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TABLE 56: Summary of Credit Loss Experience

($ in millions)	For the three months ended June 30, 2021	For the three months ended June 30, 2020	For the six months ended June 30, 2021	For the six months ended June 30, 2020
Losses charged-off:				
Commercial and industrial loans	$ **(36)**	(68)	**(68)**	(122)
Commercial mortgage loans	**(8)**	(2)	**(12)**	(4)
Commercial leases	**(1)**	(11)	**(1)**	(16)
Residential mortgage loans	**(1)**	(2)	**(2)**	(4)
Home equity	**(2)**	(3)	**(4)**	(8)
Indirect secured consumer loans	**(11)**	(15)	**(30)**	(37)
Credit card	**(26)**	(40)	**(57)**	(82)
Other consumer loans[(a)]	**(18)**	(22)	**(37)**	(49)
Total losses charged-off	$ **(103)**	(163)	**(211)**	(322)
Recoveries of losses previously charged-off:				
Commercial and industrial loans	$ **23**	3	**28**	7
Commercial mortgage loans	**2**	—	**4**	—
Commercial leases	**3**	—	**3**	—
Residential mortgage loans	**1**	1	**3**	2
Home equity	**3**	2	**5**	4
Indirect secured consumer loans	**11**	8	**21**	17
Credit card	**6**	6	**12**	11
Other consumer loans[(a)]	**10**	13	**20**	29
Total recoveries of losses previously charged-off	$ **59**	33	**96**	70
Net losses charged-off:				
Commercial and industrial loans	$ **(13)**	(65)	**(40)**	(115)
Commercial mortgage loans	**(6)**	(2)	**(8)**	(4)
Commercial leases	**2**	(11)	**2**	(16)
Residential mortgage loans	**—**	(1)	**1**	(2)
Home equity	**1**	(1)	**1**	(4)
Indirect secured consumer loans	**—**	(7)	**(9)**	(20)
Credit card	**(20)**	(34)	**(45)**	(71)
Other consumer loans	**(8)**	(9)	**(17)**	(20)
Total net losses charged-off	$ **(44)**	(130)	**(115)**	(252)
Net losses charged-off as a percent of average portfolio loans and leases:				
Commercial and industrial loans	**0.11 %**	0.45	**0.16**	0.42
Commercial mortgage loans	**0.22**	0.07	**0.16**	0.07
Commercial leases	**(0.21)**	1.47	**(0.15)**	1.02
Total commercial loans and leases	**0.10 %**	0.40	**0.14**	0.36
Residential mortgage loans	**(0.01)**	0.02	**(0.01)**	0.02
Home equity	**(0.09)**	0.07	**(0.04)**	0.12
Indirect secured consumer loans	**0.01**	0.24	**0.12**	0.33
Credit card	**4.52**	6.17	**5.02**	6.01
Other consumer loans	**0.91**	1.17	**1.03**	1.51
Total consumer loans	**0.26 %**	0.52	**0.34**	0.59
Total net losses charged-off as a percent of average portfolio loans and leases	**0.16 %**	0.44	**0.21**	0.44

(a) *For the three and six months ended June 30, 2021, the Bancorp recorded $8 and $18, respectively, in both losses charged-off and recoveries of losses previously charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements. For the three and six months ended June 30, 2020, the Bancorp recorded $9 and $22, respectively, in both losses charged-off and recoveries of losses previously charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.*

Allowance for Credit Losses

The allowance for credit losses is comprised of the ALLL and the reserve for unfunded commitments. As described in Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020, the Bancorp maintains the ALLL to absorb the amount of credit losses that are expected to be incurred over the remaining contractual terms of the related loans and leases (as adjusted for prepayments and reasonably expected TDRs). The Bancorp's methodology for determining the ALLL includes an estimate of expected credit losses on a collective basis for groups of loans and leases with similar risk characteristics and specific allowances for loans and leases which are individually evaluated. For collectively evaluated loans and leases, the Bancorp uses quantitative models to forecast expected credit losses based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. The Bancorp's expected credit loss models consider historical credit loss experience, current market and economic conditions, and forecasted changes in market and economic conditions if such forecasts are considered reasonable and supportable.

The Bancorp also considers qualitative factors in determining the ALLL. Qualitative adjustments are used to capture characteristics in the portfolio that impact expected credit losses which are not fully captured within the Bancorp's expected credit loss models. These factors include adjustments for changes in policies or procedures in underwriting, monitoring or collections, lending and risk management personnel and results of internal audit and quality control reviews. In addition, the qualitative adjustment framework can be utilized to address specific idiosyncratic risks such as geopolitical events, natural disasters or changes in current economic conditions that are not reflected in the quantitative credit loss models, and their effects on regional borrowers and changes in product structures. Qualitative factors may also be used to address the impacts of unforeseen events on key inputs and assumptions within the Bancorp's expected credit loss models, such as the reasonable and supportable forecast period, changes to historical loss information or changes to the reversion period or methodology.

In addition to the ALLL, the Bancorp maintains a reserve for unfunded commitments recorded in other liabilities in the Condensed Consolidated Balance Sheets. The methodology used to determine the adequacy of this reserve is similar to the Bancorp's methodology for determining the ALLL. The provision for unfunded commitments is included in the provision for credit losses in the Condensed Consolidated Statements of Income.

For the commercial portfolio segment, the estimates for probability of default are primarily based on internal ratings assigned to each commercial borrower on a 13-point scale and historical observations of how those ratings migrate to a default over time in the context of macroeconomic conditions. For loans with available credit, the estimate of the expected balance at the time of default considers expected utilization rates, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions.

For collectively evaluated loans in the consumer and residential mortgage portfolio segments, the Bancorp's expected credit loss models primarily utilize the borrower's FICO score and delinquency history in combination with macroeconomic conditions when estimating the probability of default. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. The expected balance at the estimated date of default is also especially impactful in the expected credit loss models for portfolio classes which generally have longer terms (such as residential mortgage loans and home equity) and portfolio classes containing a high concentration of loans with revolving privileges (such as credit card and home equity). The estimate of the expected balance at the time of default considers expected prepayment and utilization rates where applicable, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions.

Day 1 Adoption Impact

Upon adoption of ASU 2016-13 on January 1, 2020, the Bancorp used three forward-looking economic scenarios during the reasonable and supportable forecast period in its expected credit loss models to address the inherent imprecision in macroeconomic forecasting. Each of the three scenarios was developed by a third party that is subject to the Bancorp's Third-Party Risk Management program including oversight by the Bancorp's independent model risk management group. The scenarios included a most likely outcome (Baseline) and two less probable scenarios with one being more favorable than the Baseline and the other being less favorable. The more favorable alternative scenario (Upside) depicted a stronger near-term growth outlook while the less favorable outlook (Downside) depicted a moderate recession. The Baseline scenario was assigned a probability weighting of 80% with each of the Upside and Downside scenarios being assigned a 10% weighting.

The Baseline scenario was developed such that the expectation is that the economy will perform better than the projection 50% of the time and worse than the projection 50% of the time. The Upside scenario was developed such that there is a 10% probability that the economy will perform better than the projection and a 90% probability that it will perform worse. The Downside scenario was developed such that there is a 90% probability that the economy will perform better than the projection and a 10% probability that it will perform worse.

June 30, 2021 ACL

The ACL as of June 30, 2021 was impacted by several factors, including improvement in both the economic outlook and credit quality. As a result of these factors, the Bancorp incorporated a combination of quantitative model-based estimates and qualitative adjustments. For the quantitative estimates, the Bancorp incorporated three scenarios developed by the third party in May 2021 that included estimates of the expected impacts of the changes in economic conditions caused by the COVID-19 pandemic. The Baseline scenario was assigned a probability weighting of 60%, with a more favorable scenario (Upside) assigned a probability weighting of 20% and a less favorable scenario (Downside) assigned a probability of 20%. The Baseline scenario assumed that a "Build Back Better" program will be passed in late 2021, with implementation early next year. In 2021, real GDP is expected to rise 6.8%, while real consumer spending is forecast to increase 10.7% at an annualized rate. The Baseline scenario also assumes an average unemployment rate of 4.5% in the fourth quarter of 2021, decreasing to

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3.7% in 2022. The Upside scenario assumes a faster than expected boost in consumer sentiment and spending as a result of the government stimulus programs. On an average annual basis, the change in real GDP is 7.3% in 2021 and 6.5% in 2022, and a full-employment rate is expected to be achieved by the third quarter of 2021. The Downside scenario excludes any additional stimulus package beyond the American Rescue Plan passed in March 2021. Real GDP declines through the first quarter of 2022, and the unemployment rate peaks at 9.2% in the third quarter of 2022 with full-employment not reached until the third quarter of 2026.

The Bancorp's quantitative credit loss models are sensitive to changes in economic forecast assumptions over the reasonable and supportable forecast period. Applying a 100% probability weighting to the Downside scenario rather than using the probability-weighted three scenario approach would result in an increase in the quantitative ACL of approximately $763 million. This sensitivity calculation only reflects the impact of changing the probability weighting of the scenarios in the quantitative credit loss models and excludes any additional considerations associated with the qualitative component of the ACL that might be warranted if probability weights were adjusted.

At June 30, 2021, the qualitative component of the ACL included consideration of certain factors that represent emerging risks specifically associated with the current economic environment and the COVID-19 pandemic. These considerations resulted in qualitative adjustments to increase the ACL, primarily related to volatility in short-term unemployment rates, commercial borrowers experiencing prolonged distress, commercial borrowers in certain industries which have been severely impacted by the COVID-19 pandemic and consumer borrowers that deferred contractual payments under COVID-19 forbearance or hardship programs.

The following table provides a rollforward of the Bancorp's ACL:

TABLE 57: Changes in Allowance for Credit Losses

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
ALLL:				
Balance, beginning of period	$ **2,208**	2,348	**2,453**	1,202
Losses charged-off[(a)]	**(103)**	(163)	**(211)**	(322)
Recoveries of losses previously charged-off[(a)]	**59**	33	**96**	70
(Benefit from) provision for loan and lease losses	**(131)**	478	**(305)**	1,103
Impact of adoption of ASU 2016-13	—	—	—	643
Balance, end of period	$ **2,033**	2,696	**2,033**	2,696
Reserve for unfunded commitments:				
Balance, beginning of period	$ **173**	169	**172**	144
Provision for the reserve for unfunded commitments	**16**	7	**17**	22
Impact of adoption of ASU 2016-13	—	—	—	10
Balance, end of period	$ **189**	176	**189**	176

(a) For the three and six months ended June 30, 2021, the Bancorp recorded $8 and $18, respectively, in both losses charged-off and recoveries of losses previously charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements. For the three and six months ended June 30, 2020, the Bancorp recorded $9 and $22, respectively, in both losses charged-off and recoveries of losses previously charged-off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.

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The following table provides an attribution of the Bancorp's ALLL to portfolio loans and leases:

TABLE 58: Attribution of Allowance for Loan and Lease Losses to Portfolio Loans and Leases

As of ($ in millions)	**June 30, 2021**	December 31, 2020
Attributed ALLL:		
Commercial and industrial loans	**$ 744**	901
Commercial mortgage loans	**371**	402
Commercial construction loans	**85**	124
Commercial leases	**24**	29
Residential mortgage loans	**235**	294
Home equity	**152**	201
Indirect secured consumer loans	**109**	131
Credit card	**198**	252
Other consumer loans	**115**	119
Total ALLL	**$ 2,033**	2,453
Portfolio loans and leases:		
Commercial and industrial loans	**$ 47,564**	49,665
Commercial mortgage loans	**10,347**	10,602
Commercial construction loans	**5,871**	5,815
Commercial leases	**3,238**	2,915
Residential mortgage loans	**16,131**	15,928
Home equity	**4,545**	5,183
Indirect secured consumer loans	**15,192**	13,653
Credit card	**1,793**	2,007
Other consumer loans	**3,052**	3,014
Total portfolio loans and leases	**$ 107,733**	108,782
Attributed ALLL as a percent of respective portfolio loans and leases:		
Commercial and industrial loans	**1.56 %**	1.81
Commercial mortgage loans	**3.59**	3.79
Commercial construction loans	**1.45**	2.13
Commercial leases	**0.74**	0.99
Residential mortgage loans	**1.46**	1.85
Home equity	**3.34**	3.88
Indirect secured consumer loans	**0.72**	0.96
Credit card	**11.04**	12.56
Other consumer loans	**3.77**	3.95
Total ALLL as a percent of portfolio loans and leases	**1.89 %**	2.25
Total ACL as a percent of portfolio loans and leases	**2.06**	2.41

The Bancorp's ALLL may vary significantly from period to period based on changes in economic conditions, economic forecasts and the composition and credit quality of the Bancorp's loan and lease portfolio. For additional information on the Bancorp's methodology for measuring the ACL, refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

INTEREST RATE AND PRICE RISK MANAGEMENT

Interest rate risk is the risk to earnings or capital arising from movement of interest rates. This risk primarily impacts the Bancorp's income categories through changes in interest income on earning assets and the cost of interest-bearing liabilities, and through fee items that are related to interest sensitive activities such as mortgage origination and servicing income and through earnings credits earned on commercial deposits that offset commercial deposit fees. Price risk is the risk to earnings or capital arising from changes in the value of financial instruments and portfolios due to movements in interest rates, volatilities, foreign exchange rates, equity prices and commodity prices. Management considers interest rate risk a prominent market risk in terms of its potential impact on earnings. Interest rate risk may occur for any one or more of the following reasons:

- Assets and liabilities mature or reprice at different times;
- Short-term and long-term market interest rates change by different amounts; or
- The expected maturities of various assets or liabilities shorten or lengthen as interest rates change.

In addition to the direct impact of interest rate changes on NII and interest-sensitive fees, interest rates can impact earnings through their effect on loan and deposit demand, credit losses, mortgage origination volumes, the value of servicing rights and other sources of the Bancorp's earnings. Changes in interest rates and other market factors can impact earnings through changes in the value of portfolios, if not appropriately hedged. Stability of the Bancorp's net income is largely dependent upon the effective management of interest rate risk and to a lesser extent price risk. Management continually reviews the Bancorp's on- and off-balance sheet composition, earnings flows, and hedging strategies and models interest rate risk and price risk exposures, and possible actions to manage these risks, given numerous possible future interest rate and market factor scenarios. A series of Policy Limits and Key Risk Indicators are employed to ensure that risks are managed within the Bancorp's risk tolerance for interest rate risk and price risk.

In addition to the traditional forms of interest rate risk discussed in this section, the Bancorp is exposed to interest rate risk associated with the retirement and replacement of LIBOR. For more information on the LIBOR transition, refer to the Overview section of MD&A.

The Commercial and Wealth and Asset Management lines of business manage price risk for capital markets sales and trading activities related to their respective businesses. The Mortgage line of business manages price risk for the origination and sale of conforming residential mortgage loans to government agencies and government-sponsored enterprises. The Bancorp's Treasury department manages interest rate risk and price risk for all other activities. Independent oversight is provided by ERM, and key risk indicators and Board-approved policy limits are used to ensure risks are managed within the Bancorp's risk tolerance.

The Bancorp's Market Risk Management Committee, which includes senior management representatives, is accountable to the ERMC, provides oversight and monitors price risk for the capital markets sales and trading activities. The Bancorp's ALCO, which includes senior management representatives and is accountable to the ERMC, provides oversight and monitors interest rate and price risks for Mortgage and Treasury activities.

Net Interest Income Sensitivity

The Bancorp employs a variety of measurement techniques to identify and manage its interest rate risk, including the use of an NII simulation model to analyze the sensitivity of NII to changes in interest rates. The model is based on contractual and estimated cash flows and repricing characteristics for all of the Bancorp's assets, liabilities and off-balance sheet exposures and incorporates market-based assumptions regarding the effect of changing interest rates on the prepayment rates of certain assets and attrition rates of certain liabilities. The model also includes senior management's projections of the future volume and pricing of each of the product lines offered by the Bancorp as well as other pertinent assumptions. Actual results may differ from simulated results due to timing, magnitude and frequency of interest rate changes, deviations from projected assumptions as well as from changes in market conditions and management strategies.

As of June 30, 2021, the Bancorp's interest rate risk exposure is governed by a risk framework that utilizes the change in NII over 12-month and 24-month horizons assuming a 200 bps parallel ramped increase in interest rates. Given the unlikely probability associated with a potential negative rate environment, the Bancorp does not have a policy limit for scenarios that include negative rates. Therefore, the Bancorp has no policy limit for a scenario with a decrease in interest rates currently in effect as the Federal Funds target range is currently between zero and 25 basis points. However, the Bancorp routinely analyzes various potential and extreme scenarios, including parallel ramps and shocks as well as steepening and other non-parallel shifts in rates, including negative rate scenarios, to assess where risks to net interest income persist or develop as changes in the balance sheet and market rates evolve. Additionally, the Bancorp routinely evaluates its exposures to changes in the bases between interest rates. The ongoing COVID-19 pandemic has caused significant changes to interest rates, volatilities and the composition of the Bancorp's balance sheet, including significant increases in deposit funding related to stimulus programs, which has resulted in an excess liquidity position. The excess liquidity is likely to continue negatively impacting net interest margin if short-term interest rates hold steady or move lower but may be partially offset by the amortization of fees related to PPP loans and investment opportunities should the yield curve steepen.

In order to recognize the risk of noninterest-bearing demand deposit balance run-off in a rising interest rate environment, the Bancorp's NII sensitivity modeling assumes that approximately $5 billion of additional demand deposit balances run-off over 24 months above what is included in senior management's baseline projections for each 100 bps increase in short-term market interest rates. Similarly, the Bancorp's NII sensitivity modeling incorporates approximately $5 billion of incremental growth in noninterest-bearing deposit balances over 24 months above senior management's baseline projections for each 100 bps decrease in short-term market interest rates. The incremental balance run-off and growth are modeled to flow into and out of funding products that reprice in conjunction with short-term market rate changes and reflect the Bank's excess liquidity position.

Another important deposit modeling assumption is the amount by which interest-bearing deposit rates will increase or decrease when market interest rates increase or decrease. This deposit repricing sensitivity is known as the beta, and it represents the expected amount by which Bancorp deposit rates will change for a given change in short-term market rates. At June 30, 2021, the modeling assumed a weighted-average rising-rate interest-bearing deposit beta of 37%, which is aligned with the portfolio's experience in the last rate hike cycle. In the event of further rate cuts by the FRB into negative territory, the Bancorp's NII sensitivity modeling assumes a weighted-average falling-rate interest-bearing deposit beta of 32% at June 30, 2021, while maintaining that deposit rates themselves will not become negative. In addition, the modeling assumes there is no lag between the timing of changes in market rates and the timing of deposit repricing despite such timing lags having occurred in prior rate cycles.

The Bancorp continually evaluates the sensitivity of its interest rate risk measures to these important deposit modeling assumptions. The Bancorp also regularly monitors the sensitivity of other important modeling assumptions, such as loan and security prepayments and early withdrawals on fixed-rate customer liabilities.

The following table shows the Bancorp's estimated NII sensitivity profile and ALCO policy limits as of:

TABLE 59: Estimated NII Sensitivity Profile and ALCO Policy Limits

	June 30, 2021				June 30, 2020			
	% Change in NII (FTE)		ALCO Policy Limit		% Change in NII (FTE)		ALCO Policy Limit	
Change in Interest Rates (bps)	12 Months	13-24 Months	12 Months	13-24 Months	12 Months	13-24 Months	12 Months	13-24 Months
+200 Ramp over 12 months	**10.79 %**	**22.38**	**(4.00)**	**(6.00)**	1.98	7.26	(4.00)	(6.00)
+100 Ramp over 12 months	**5.64**	**12.37**	**N/A**	**N/A**	1.02	3.88	N/A	N/A
-25 Ramp over 3 months	**(2.06)**	**(3.15)**	**N/A**	**N/A**	(1.64)	(2.53)	N/A	N/A

At June 30, 2021, the Bancorp's NII would benefit significantly in both year one and year two under the parallel rate ramp increases. The Bancorp maintains an asymmetric NII sensitivity profile, which is attributable to the level of floating-rate assets, including the predominantly floating-rate commercial loan portfolio, exceeding the level of floating-rate liabilities due to the increased amount of deposit rates near zero in this low interest rate environment and other fixed-rate borrowings. Reductions in the yield of the commercial loan portfolio would be expected to be only partially offset by a decline in the cost of interest-bearing deposits in a falling-rate scenario. However, proactive management of the securities and derivatives portfolios has reduced the ongoing near-term risk to declining market rates and provided significant protection from the decline in rates experienced as the COVID-19 pandemic unfolded. The changes in the estimated NII sensitivity profile compared to June 30, 2020 were primarily attributable to the revision of the deposit beta assumptions in the first quarter of 2021 and the significant increase in noninterest-bearing and low-cost interest-bearing deposits. The falling-rate scenario was also impacted by the higher composition of low-cost deposits hitting their floor rates more quickly in the current-year scenario due to the low-rate environment.

Tables 60 and 61 provide the sensitivity of the Bancorp's estimated NII profile at June 30, 2021 to changes to certain deposit balance and deposit repricing sensitivity (betas) assumptions.

The following table includes the Bancorp's estimated NII sensitivity profile at June 30, 2021 with an immediate $5 billion decrease and an immediate $5 billion increase in demand deposit balances:

TABLE 60: Estimated NII Sensitivity Profile at June 30, 2021 with a $5 Billion Change in Demand Deposit Assumption

	% Change in NII (FTE)			
	Immediate $5 Billion Balance Decrease		Immediate $5 Billion Balance Increase	
Change in Interest Rates (bps)	12 Months	13-24 Months	12 Months	13-24 Months
+200 Ramp over 12 months	9.72 %	20.22	11.86	24.53
+100 Ramp over 12 months	5.11	11.29	6.18	13.45
-25 Ramp over 3 months	(2.31)	(3.42)	(1.82)	(2.88)

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The following table includes the Bancorp's estimated NII sensitivity profile with a 25% increase and a 25% decrease to the corresponding deposit beta assumptions as of June 30, 2021:

TABLE 61: Estimated NII Sensitivity Profile at June 30, 2021 with Deposit Beta Assumptions Changes

	% Change in NII (FTE)			
	Betas 25% Higher[(a)]		Betas 25% Lower[(b)]	
Change in Interest Rates (bps)	12 Months	13-24 Months	12 Months	13-24 Months
+200 Ramp over 12 months	8.65 %	18.49	12.93	26.27
+100 Ramp over 12 months	4.59	10.49	6.70	14.26
-25 Ramp over 3 months	(2.04)	(3.12)	(2.15)	(3.23)

(a) Includes weighted-average rising-rate and falling-rate interest-bearing deposit betas of 46% and 40%, respectively.
(b) Includes weighted-average rising-rate and falling-rate interest-bearing deposit betas of 28% and 24%, respectively.

Economic Value of Equity Sensitivity

The Bancorp also uses EVE as a measurement tool in managing interest rate risk. Whereas the NII sensitivity analysis highlights the impact on forecasted NII on an FTE basis (non-GAAP) over one- and two-year time horizons, EVE is a point-in-time analysis of the economic sensitivity of current positions that incorporates all cash flows over their estimated remaining lives. The EVE of the balance sheet is defined as the discounted present value of all asset and net derivative cash flows less the discounted value of all liability cash flows. Due to this longer horizon, the sensitivity of EVE to changes in the level of interest rates is a measure of longer-term interest rate risk. EVE values only the current balance sheet and does not incorporate the balance growth assumptions used in the NII sensitivity analysis. As with the NII simulation model, assumptions about the timing and variability of existing balance sheet cash flows are critical in the EVE analysis. Particularly important are assumptions driving loan and security prepayments and the expected balance attrition and pricing of indeterminate-lived deposits.

The following table shows the Bancorp's estimated EVE sensitivity profile as of:

TABLE 62: Estimated EVE Sensitivity Profile

	June 30, 2021		June 30, 2020	
Change in Interest Rates (bps)	% Change in EVE	ALCO Policy Limit	% Change in EVE	ALCO Policy Limit
+200 Shock	**6.25 %**	**(12.00)**	(2.86)	(12.00)
+100 Shock	**3.63**	**N/A**	(0.82)	N/A
-25 Shock	**(1.18)**	**N/A**	N/A	N/A

The EVE sensitivity is significantly positive in a +200 bps rising-rate scenario at June 30, 2021. The changes in the estimated EVE sensitivity profile from June 30, 2020 were primarily related to the revision of the deposit beta assumptions in the first quarter of 2021, growth in noninterest-bearing and low-cost interest-bearing deposits and the shorter expected lives of prepayable, fixed-rate assets due to the decrease in market interest rates. These items were partially offset by continued repositioning of the investment portfolio into securities with less principal cash flows in the near term.

While an instantaneous shift in interest rates is used in this analysis to provide an estimate of exposure, the Bancorp believes that a gradual shift in interest rates would have a much more modest impact. Since EVE measures the discounted present value of cash flows over the estimated lives of instruments, the change in EVE does not directly correlate to the degree that earnings would be impacted over a shorter time horizon (e.g., the current fiscal year). Further, EVE does not account for factors such as future balance sheet growth, changes in product mix, changes in yield curve relationships and changing product spreads that could mitigate or exacerbate the impact of changes in interest rates. The NII simulations and EVE analyses do not necessarily include certain actions that management may undertake to manage risk in response to actual changes in interest rates.

The Bancorp regularly evaluates its exposures to a static balance sheet forecast, LIBOR, Prime Rate and other basis risks, yield curve twist risks and embedded options risks. In addition, the impacts on NII on an FTE basis and EVE of extreme changes in interest rates are modeled, wherein the Bancorp employs the use of yield curve shocks and environment-specific scenarios.

Use of Derivatives to Manage Interest Rate Risk

An integral component of the Bancorp's interest rate risk management strategy is its use of derivative instruments to minimize significant fluctuations in earnings caused by changes in market interest rates. Examples of derivative instruments that the Bancorp may use as part of its interest rate risk management strategy include interest rate swaps, interest rate floors, interest rate caps, forward contracts, forward starting interest rate swaps, options, swaptions and TBA securities.

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Tables 63 and 64 show all swap and floor positions that are utilized for purposes of managing the Bancorp's exposures to the variability of interest rates. These positions are used to convert the contractual interest rate index of agreed-upon amounts of assets and liabilities (i.e., notional amounts) to another interest rate index or to hedge forecasted transactions for the variability in cash flows attributable to the contractually specified interest rate. The volume, maturity and mix of portfolio swaps change frequently as the Bancorp adjusts its broader interest rate risk management objectives and the balance sheet positions to be hedged. For further information, including the notional amount and fair values of these derivatives, refer to Note 13 of the Notes to Condensed Consolidated Financial Statements.

The following tables present additional information about the interest rate swaps and floors used in Fifth Third's asset and liability management activities:

TABLE 63: Weighted-Average Maturity, Receive Rate and Pay Rate on Qualifying Hedging Instruments

As of June 30, 2021 ($ in millions)		Notional Amount	Fair Value	Remaining (years)	Receive/ Strike Rate	Index
Interest rate swaps – cash flow – receive-fixed	$	**8,000**	**(1)**	**2.5**	**3.02 %**	**1 ML**
Interest rate swaps – fair value – receive-fixed		**1,455**	**429**	**10.2**	**6.03**	**1 ML / 3 ML**
Total interest rate swaps	$	**9,455**	**428**			
Interest rate floors – cash flow – receive-fixed	$	**3,000**	**183**	**3.5**	**2.25**	**1 ML**

TABLE 64: Weighted-Average Maturity, Receive Rate and Pay Rate on Qualifying Hedging Instruments

As of December 31, 2020 ($ in millions)		Notional Amount	Fair Value	Remaining (years)	Receive/ Strike Rate	Index
Interest rate swaps – cash flow – receive-fixed	$	8,000	14	3.0	3.02 %	1 ML
Interest rate swaps – fair value – receive-fixed		1,955	528	8.1	5.35	1 ML / 3 ML
Total interest rate swaps	$	9,955	542			
Interest rate floors – cash flow – receive-fixed	$	3,000	244	4.0	2.25	1 ML

Additionally, as part of its overall risk management strategy relative to its residential mortgage banking activities, the Bancorp enters into forward contracts accounted for as free-standing derivatives to economically hedge IRLCs that are also considered free-standing derivatives. The Bancorp economically hedges its exposure to residential mortgage loans held for sale through the use of forward contracts and mortgage options as well. See the Residential Mortgage Servicing Rights and Price Risk section for the discussion of the use of derivatives to economically hedge this exposure.

The Bancorp also enters into derivative contracts with major financial institutions to economically hedge market risks assumed in interest rate derivative contracts with commercial customers. Generally, these contracts have similar terms in order to protect the Bancorp from market volatility. Credit risk arises from the possible inability of the counterparties to meet the terms of their contracts, which the Bancorp minimizes through collateral arrangements, approvals, limits and monitoring procedures. The Bancorp has risk limits and internal controls in place to help ensure excessive risk is not being taken in providing this service to customers. These controls include an independent determination of interest rate volatility and credit equivalent exposure on these contracts and counterparty credit approvals performed by independent risk management. For further information, including the notional amount and fair values of these derivatives, refer to Note 13 of the Notes to Condensed Consolidated Financial Statements.

Residential Mortgage Servicing Rights and Price Risk

The fair value of the residential MSR portfolio was $818 million and $656 million at June 30, 2021 and December 31, 2020, respectively. The value of servicing rights can fluctuate sharply depending on changes in interest rates and other factors. Generally, as interest rates decline and loans are prepaid to take advantage of refinancing, the total value of existing servicing rights declines because no further servicing fees are collected on repaid loans. The Bancorp maintains a non-qualifying hedging strategy relative to its mortgage banking activity in order to manage a portion of the risk associated with changes in the value of its MSR portfolio as a result of changing interest rates.

For the three and six months ended June 30, 2021, the Bancorp recognized losses of $122 million and $50 million, respectively, in mortgage banking net revenue for valuation adjustments on the MSR portfolio. The valuation adjustments on the MSR portfolio included a decrease of $49 million for the three months ended June 30, 2021 and an increase of $103 million for the six months ended June 30, 2021 due to changes to inputs in the valuation model, including future prepayment speeds and OAS assumptions. Assumptions were updated as a result of market rate changes during the three and six months ended June 30, 2021. For the three months ended June 30, 2021, a decrease in mortgage rates caused modeled prepayment speeds to rise. For the six months ended June 30, 2021, an increase in mortgage rates resulted in a reduction to modeled prepayment speeds, and a tightening of the spread between mortgage rates and swap rates resulted in a decrease in the modeled OAS assumptions. The fair value of the MSR portfolio also decreased $73 million and $153 million as a result of contractual principal payments and actual prepayment activity for the three and six months ended June 30, 2021, respectively.

Mortgage rates decreased during both the three and six months ended June 30, 2020, which caused modeled prepayment speeds to rise. The fair value of the MSR portfolio decreased $12 million and $343 million for the three and six months ended June 30, 2020, respectively, due to changes to inputs to the valuation model including prepayment speeds and OAS assumptions and decreased $58 million and $105 million for the three and six months ended June 30, 2020, respectively, due to the impact of contractual principal payments and actual prepayment activity.

The Bancorp recognized net gains of $47 million and net losses of $89 million on its non-qualifying hedging strategy for the three and six months ended June 30, 2021, respectively, compared to net gains of $11 million and $364 million during the three and six months ended June 30, 2020, respectively. These amounts included net gains of $1 million and net losses of $1 million for the three and six months ended June 30, 2021, respectively, compared to net gains of an immaterial amount and $3 million for the three and six months ended June 30, 2020, respectively, on securities related to the Bancorp's non-qualifying hedging strategy. The Bancorp may adjust its hedging strategy to reflect its assessment of the composition of its MSR portfolio, the cost of hedging and the anticipated effectiveness of the hedges given the economic environment. Refer to Note 12 of the Notes to Condensed Consolidated Financial Statements for further discussion on servicing rights and the instruments used to hedge price risk on MSRs.

Foreign Currency Risk

The Bancorp may enter into foreign exchange derivative contracts to economically hedge certain foreign denominated loans. The derivatives are classified as free-standing instruments with the revaluation gain or loss being recorded in other noninterest income in the Condensed Consolidated Statements of Income. The balance of the Bancorp's foreign denominated loans at June 30, 2021 and December 31, 2020 was $841 million and $655 million, respectively. The Bancorp also enters into foreign exchange contracts for the benefit of commercial customers to hedge their exposure to foreign currency fluctuations. Similar to the hedging of price risk from interest rate derivative contracts entered into with commercial customers, the Bancorp also enters into foreign exchange contracts with major financial institutions to economically hedge a substantial portion of the exposure from client-driven foreign exchange activity. The Bancorp has risk limits and internal controls in place to help ensure excessive risk is not being taken in providing this service to customers. These controls include an independent determination of currency volatility and credit equivalent exposure on these contracts, counterparty credit approvals and country limits performed by independent risk management.

Commodity Risk

The Bancorp also enters into commodity contracts for the benefit of commercial customers to hedge their exposure to commodity price fluctuations. Similar to the hedging of foreign exchange and price risk from interest rate derivative contracts, the Bancorp also enters into commodity contracts with major financial institutions to economically hedge a substantial portion of the exposure from client-driven commodity activity. The Bancorp may also offset this risk with exchange-traded commodity contracts. The Bancorp has risk limits and internal controls in place to help ensure excessive risk is not taken in providing this service to customers. These controls include an independent determination of commodity volatility and credit equivalent exposure on these contracts and counterparty credit approvals performed by independent risk management.

LIQUIDITY RISK MANAGEMENT

The goal of liquidity management is to provide adequate funds to meet changes in loan and lease demand, unexpected levels of deposit withdrawals and other contractual obligations. Mitigating liquidity risk is accomplished by maintaining liquid assets in the form of cash and investment securities, maintaining sufficient unused borrowing capacity in the debt markets and delivering consistent growth in core deposits. A summary of certain obligations and commitments to make future payments under contracts is included in Note 16 of the Notes to Condensed Consolidated Financial Statements.

The Bancorp's Treasury department manages funding and liquidity based on point-in-time metrics as well as forward-looking projections, which incorporate different sources and uses of funds under base and stress scenarios. Liquidity risk is monitored and managed by the Treasury department with independent oversight provided by ERM, and a series of Policy Limits and Key Risk Indicators are established to ensure risks are managed within the Bancorp's risk tolerance. The Bancorp maintains a contingency funding plan that provides for liquidity stress testing, which assesses the liquidity needs under varying market conditions, time horizons, asset growth rates and other events. The contingency plan provides for ongoing monitoring of unused borrowing capacity and available sources of contingent liquidity to prepare for unexpected liquidity needs and to cover unanticipated events that could affect liquidity. The contingency plan also outlines the Bancorp's response to various levels of liquidity stress and actions that should be taken during various scenarios.

Liquidity risk is monitored and managed for both Fifth Third Bancorp and its subsidiaries. The Bancorp receives substantially all of its liquidity from dividends from its subsidiaries, primarily Fifth Third Bank, National Association. Subsidiary dividends are supplemented with term debt to enable the Bancorp to maintain sufficient liquidity to meet its cash obligations, including debt service and scheduled maturities, common and preferred dividends, unfunded commitments to subsidiaries and other planned capital actions in the form of share repurchases. Liquidity resources are more limited at the Bancorp, making its liquidity position more susceptible to market disruptions. Bancorp liquidity is assessed using a cash coverage horizon, ensuring the entity maintains sufficient liquidity to withstand a period of sustained market disruption while meeting its anticipated obligations over an extended stressed horizon.

The Bancorp's ALCO, which includes senior management representatives and is accountable to the ERMC, monitors and manages liquidity and funding risk within Board-approved policy limits. In addition to the risk management activities of ALCO, the Bancorp has a liquidity risk management function as part of ERM that provides independent oversight of liquidity risk management.

Sources of Funds

The Bancorp's primary sources of funds relate to cash flows from loan and lease repayments, payments from securities related to sales and maturities, the sale or securitization of loans and leases and funds generated by core deposits, in addition to the use of public and private debt offerings.

Refer to the Interest Rate and Price Risk Management subsection of the Risk Management section of MD&A included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for information about the expected cash flows from loan and lease repayments. Of the $38.0 billion of securities in the Bancorp's available-for-sale debt and other securities portfolio at June 30, 2021, $4.7 billion in principal and interest is expected to be received in the next 12 months and an additional $4.2 billion is expected to be received in the next 13 to 24 months. For further information on the Bancorp's securities portfolio, refer to the Investment Securities subsection of the Balance Sheet Analysis section of MD&A.

Asset-driven liquidity is provided by the Bancorp's ability to sell or securitize loans and leases. In order to reduce the exposure to interest rate fluctuations and to manage liquidity, the Bancorp has developed securitization and sale procedures for several types of interest-sensitive assets. A majority of the long-term, fixed-rate single-family residential mortgage loans underwritten according to FHLMC or FNMA guidelines are sold for cash upon origination. Additional assets such as certain other residential mortgage loans, certain commercial loans and leases, home equity loans, automobile loans and other consumer loans are also capable of being securitized or sold. For the three and six months ended June 30, 2021, the Bancorp sold or securitized loans and leases totaling $4.5 billion and $8.1 billion, respectively, compared to $3.1 billion and $6.2 billion during the three and six months ended June 30, 2020, respectively. For further information, refer to Note 12 of the Notes to Condensed Consolidated Financial Statements.

Core deposits have historically provided the Bancorp with a sizeable source of relatively stable and low-cost funds. The Bancorp's average core deposits and average shareholders' equity funded 89% of its average total assets for both the three and six months ended June 30, 2021, compared to 85% for both the three and six months ended June 30, 2020. In addition to core deposit funding, the Bancorp also accesses a variety of other short-term and long-term funding sources, which include the use of the FHLB system. Certificates $100,000 and over and certain deposits in the Bancorp's foreign branch located in the Cayman Islands are wholesale funding tools utilized to fund asset growth. Management does not rely on any one source of liquidity and manages availability in response to changing balance sheet needs.

As of June 30, 2021, $4.7 billion of debt or other securities were available for issuance under the current Bancorp's Board of Directors' authorizations and the Bancorp is authorized to file any necessary registration statements with the SEC to permit ready access to the public securities markets; however, access to these markets may depend on market conditions.

As of June 30, 2021, the Bank’s global bank note program had a borrowing capacity of $25.0 billion, of which $21.1 billion was available for issuance. Additionally, at June 30, 2021, the Bank had approximately $47.3 billion of borrowing capacity available through secured borrowing sources, including the FRB and FHLB.

Current Liquidity Position

The COVID-19 pandemic has significantly impacted the economic environment, although financial markets, initially supported by Federal Reserve programs, have been stable and well-functioning following the onset of the crisis, aided by significant monetary and fiscal response. The Bancorp maintains a strong liquidity profile driven by strong core deposit funding and over $100 billion in current available liquidity. The Bancorp is managing liquidity prudently in the current environment and maintains a liquidity profile focused on core deposit and stable long-term funding sources which allows for the effective management of concentration and rollover risk.

As of June 30, 2021, the Bancorp has sufficient liquidity to meet contractual obligations and all preferred and common dividends without accessing the capital markets or receiving upstream dividends from the Bank subsidiary for 30 months.

Credit Ratings

The cost and availability of financing to the Bancorp and Bank are impacted by its credit ratings. A downgrade to the Bancorp’s or Bank’s credit ratings could affect its ability to access the credit markets and increase its borrowing costs, thereby adversely impacting the Bancorp’s or Bank’s financial condition and liquidity. Key factors in maintaining high credit ratings include a stable and diverse earnings stream, strong credit quality, strong capital ratios and diverse funding sources, in addition to disciplined liquidity monitoring procedures.

The Bancorp’s and Bank’s credit ratings are summarized in Table 65. The ratings reflect the ratings agency’s view on the Bancorp’s and Bank’s capacity to meet financial commitments.*

**As an investor, you should be aware that a security rating is not a recommendation to buy, sell or hold securities, that it may be subject to revision or withdrawal at any time by the assigning rating organization and that each rating should be evaluated independently of any other rating. Additional information on the credit rating ranking within the overall classification system is located on the website of each credit rating agency.*

TABLE 65: Agency Ratings

As of August 6, 2021	Moody’s	Standard and Poor’s	Fitch	DBRS Morningstar
Fifth Third Bancorp:				
Short-term borrowings	No rating	A-2	F1	R-1L
Senior debt	Baa1	BBB+	A-	A
Subordinated debt	Baa1	BBB	BBB+	AL
Fifth Third Bank, National Association:				
Short-term borrowings	P-2	A-2	F1	R-1M
Short-term deposit	P-1	No rating	F1	No rating
Long-term deposit	A1	No rating	A	AH
Senior debt	A3	A-	A-	AH
Subordinated debt	A3	BBB+	BBB+	A
Rating Agency Outlook for Fifth Third Bancorp and Fifth Third Bank, National Association	Stable	Stable	Stable	Negative

OPERATIONAL RISK MANAGEMENT

Operational risk is the risk to current or projected financial condition and resilience arising from inadequate or failed internal processes or systems, human errors or misconduct or adverse external events that are neither market- nor credit-related. Operational risk is inherent in the Bancorp's activities and can manifest itself in various ways, including fraudulent acts, business interruptions, inappropriate behavior of employees, unintentional failure to comply with applicable laws and regulations, poor design or delivery of products and services, cyber-security or physical security incidents and privacy breaches or failure of third parties to perform in accordance with their arrangements. These events could result in financial losses, litigation and regulatory fines, as well as other damage to the Bancorp. The Bancorp's risk management goal is to keep operational risk at appropriate levels consistent with the Bancorp's risk appetite, financial strength, the characteristics of its businesses, the markets in which it operates and the competitive and regulatory environment to which it is subject.

To control, monitor and govern operational risk, the Bancorp maintains an overall Risk Management Framework which comprises governance oversight, risk assessment, capital measurement, monitoring and reporting as well as a formal three lines of defense approach. ERM is responsible for prescribing the framework to the lines of business and corporate functions and providing independent oversight of its implementation (second line of defense). Business Controls groups are in place in each of the lines of business to ensure consistent implementation and execution of managing day-to-day operational risk (first line of defense).

The Bancorp's risk management framework consists of five integrated components, including identifying, assessing, managing, monitoring and independent governance reporting of risk. The corporate Operational Risk Management function within Enterprise Risk is responsible for developing and overseeing the implementation of the Bancorp's approach to managing operational risk. This includes providing governance, awareness and training, tools, guidance and oversight to support implementation of key risk programs and systems as they relate to operational risk management, such as risk and control self-assessments, product delivery risk assessment, scenario analysis, new product/initiative risk reviews, key risk indicators, Third-Party Risk Management, cyber-security risk management and review of operational losses. The function is also responsible for developing reports that support the proactive management of operational risk across the enterprise. The lines of business and corporate functions are responsible for managing the operational risks associated with their areas in accordance with the risk management framework. The framework is intended to enable the Bancorp to function with a sound and well-controlled operational environment. These processes support the Bancorp's goals to minimize future operational losses and strengthen the Bancorp's performance by maintaining sufficient capital to absorb operational losses that are incurred.

The Bancorp also maintains a robust information security program to support the management of cyber-security risk within the organization with a focus on prevention, detection and recovery processes. Fifth Third utilizes a wide array of techniques to secure its operations and proprietary information such as Board-approved policies and programs, network monitoring and testing, access controls and dedicated security personnel. Fifth Third has adopted the National Institute of Standards and Technology Cybersecurity Framework for the management and deployment of cyber-security controls and is an active participant in the financial sector information sharing organization structure, known as the Financial Services Information Sharing and Analysis Center. To ensure resiliency of key Bancorp functions, Fifth Third also employs redundancy protocols that include a robust business continuity function that works to mitigate any potential impacts to Fifth Third customers and its systems.

Fifth Third also focuses on the reporting and escalation of operational control issues to senior management and the Board of Directors. The Operational Risk Committee is the key committee that oversees and supports Fifth Third in the management of operational risk across the enterprise. The Information Security Governance Committee and Model Risk Committee report to the Operational Risk Committee and are responsible for governance of information security and model risks. The Operational Risk Committee reports to the ERMC, which reports to the Risk and Compliance Joint Committee of the Board of Directors of Fifth Third Bancorp and Fifth Third Bank, National Association.

The COVID-19 pandemic continues to put pressure on operational risk including cyber, fraud and third-party risks driven by factors such as remote work strategies, relief programs and outsourced service providers. Additionally, increased external threats have elevated fraud and cyber-security risks. These risks continue to be carefully managed and monitored to ensure effective controls are in place, with appropriate oversight and governance by the second line of defense. Fifth Third has a defined pandemic plan and a robust business continuity management process, which have been leveraged to support the continuity of processes across the Bank.

LEGAL AND REGULATORY COMPLIANCE RISK MANAGEMENT

Legal and regulatory compliance risk is the risk of legal or regulatory sanctions, financial loss or damage to reputation as a result of noncompliance with (i) applicable laws, regulations, rules and other regulatory requirements (including but not limited to the risk of consumers experiencing economic loss or other legal harm as a result of noncompliance with consumer protection laws, regulations and requirements); (ii) internal policies and procedures, standards of best practice or codes of conduct; and (iii) principles of integrity and fair dealing applicable to Fifth Third's activities and functions. Legal risks include the risk of actions against the institution that result in unenforceable contracts, lawsuits, legal sanctions, or adverse judgments, which disrupt or otherwise negatively affect the operations or condition of the institution. Failure to effectively manage such risks can elevate the risk level or manifest itself as other types of key risks, including reputational or operational risk. Fifth Third focuses on managing legal and regulatory compliance risk in accordance with the Bancorp's integrated risk management framework, which ensures consistent processes for identifying, assessing, managing, monitoring and reporting risks. The Bancorp's risk management goal is to keep compliance risk at appropriate levels, consistent with the Bancorp's risk appetite.

To mitigate such risks, Compliance Risk Management provides independent oversight to foster consistency and sufficiency in the execution of the program, and ensures that lines of business and support functions are adequately identifying, assessing and monitoring legal and regulatory compliance risks and adopting proper mitigation strategies. Moreover, such strategies are modified from time to time to respond to new or emerging risks in the environment. Compliance Risk Management and the Legal Division provide guidance to the lines of business and enterprise functions, which are ultimately responsible for managing such risks associated with their areas. The Chief Compliance Officer and Director of Financial Crimes is responsible for formulating and directing the strategy, development, implementation, communication and maintenance of the Compliance Risk Management program, which implements key compliance processes, including but not limited to, executive- and board-level governance and reporting routines, compliance-related policies, risk assessments, key risk indicators, issues tracking, regulatory change management and regulatory compliance testing and monitoring. As part of Compliance Risk Management, the Financial Crimes Division conducts and oversees anti-money laundering and economic sanctions processes. Compliance Risk Management partners with the Community and Economic Development team to oversee the Bancorp's compliance with the Community Reinvestment Act.

Fifth Third also reports and escalates legal and regulatory compliance issues to senior management and the Board of Directors. The Management Compliance Committee, which is chaired by the Chief Compliance Officer and Director of Financial Crimes, is the key committee that oversees and supports Fifth Third in the management of compliance risk across the enterprise. The Management Compliance Committee oversees Bancorp-wide compliance issues, industry best practices, legislative developments, regulatory concerns and other leading indicators of legal and regulatory compliance risk. The Management Compliance Committee reports to the ERMC, which reports to the RCC of the Board of Directors of Fifth Third Bancorp and Fifth Third Bank, National Association.

CAPITAL MANAGEMENT

Management regularly reviews the Bancorp's capital levels to help ensure it is appropriately positioned under various operating environments. The Bancorp has established a Capital Committee which is responsible for making capital plan recommendations to management. These recommendations are reviewed by the ERMC and the annual capital plan is approved by the Board of Directors. The Capital Committee is responsible for execution and oversight of the capital actions of the capital plan.

Regulatory Capital Ratios

The Basel III Final Rule sets minimum regulatory capital ratios as well as defines the measure of "well-capitalized" for insured depository institutions.

TABLE 66: Prescribed Capital Ratios

	Minimum	Well-Capitalized
CET1 capital:		
Fifth Third Bancorp	4.50 %	N/A
Fifth Third Bank, National Association	4.50	6.50
Tier I risk-based capital:		
Fifth Third Bancorp	6.00	6.00
Fifth Third Bank, National Association	6.00	8.00
Total risk-based capital:		
Fifth Third Bancorp	8.00	10.00
Fifth Third Bank, National Association	8.00	10.00
Tier I leverage:		
Fifth Third Bancorp	4.00	N/A
Fifth Third Bank, National Association	4.00	5.00

The Bancorp is subject to the stress capital buffer requirement, which replaced the capital conservation buffer on October 1, 2020. Institutions subject to the stress capital buffer requirement must maintain capital ratios above their respective buffered minimum (regulatory minimum plus stress capital buffer) in order to avoid certain limitations on capital distributions and discretionary bonuses to executive officers. The FRB uses the supervisory stress test to determine the Bancorp's stress capital buffer, subject to a floor of 2.5%. The Bancorp's stress capital buffer requirement has been 2.5% since the introduction of this framework and was most recently affirmed on June 24, 2021. The Bancorp's capital ratios have exceeded the stress capital buffer requirement for all periods presented.

In April 2018, the federal banking regulators proposed transitional arrangements to permit banking organizations to phase in the day-one impact of the adoption of ASU 2016-13, referred to as CECL, on regulatory capital over a period of three years. The proposed rule was adopted as final effective July 1, 2019. The phase-in provisions of the final rule are optional for a banking organization that experiences a reduction in retained earnings due to CECL adoption as of the beginning of the fiscal year in which the banking organization adopts CECL. A banking organization that elects the phase-in provisions of the final rule for regulatory capital purposes must phase in 25% of the transitional amounts impacting regulatory capital in the first year of adoption of CECL, 50% in the second year, 75% in the third year, with full impact beginning in the fourth year.

In March 2020, the banking agencies issued an interim final rule for additional transitional relief to regulatory capital related to the impact of the adoption of CECL given the disruption in economic activity caused by the COVID-19 pandemic. The interim final rule provides banking organizations that adopt CECL in the 2020 calendar year with the option to delay for two years the estimated impact of CECL on regulatory capital, followed by the aforementioned three-year transition period to phase out the aggregate amount of benefit during the initial two-year delay for a total five-year transition. The estimated impact of CECL on regulatory capital (modified CECL transitional amount) is calculated as the sum of the day-one impact on retained earnings upon adoption of CECL (CECL transitional amount) and the calculated change in the ACL relative to the day-one ACL upon adoption of CECL multiplied by a scaling factor of 25%. The scaling factor is used to approximate the difference in the ACL under CECL relative to the incurred loss methodology. The modified CECL transitional amount will be calculated each quarter for the first two years of the five-year transition. The amount of the modified CECL transition amount will be fixed as of December 31, 2021 and that amount will be subject to the three-year phase out.

The Bancorp adopted ASU 2016-13 on January 1, 2020 and elected the five-year transition phase-in option for the impact of CECL on regulatory capital with its regulatory filings as of March 31, 2020. The impact of the modified CECL transition amount on the Bancorp's regulatory capital at June 30, 2021 was an increase in capital of approximately $535 million. On a fully phased-in basis, the Bancorp's CET1 ratio would be reduced by 34 basis points as of June 30, 2021. The CECL transition amount will begin to phase in during the fiscal year starting January 1, 2022 and will be fully phased in by January 1, 2025.

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The following table summarizes the Bancorp's capital ratios as of:

TABLE 67: Capital Ratios

($ in millions)	June 30, 2021	December 31, 2020
Quarterly average total Bancorp shareholders' equity as a percent of average assets	**11.11 %**	11.34
Tangible equity as a percent of tangible assets[(a)(b)]	**8.35**	8.18
Tangible common equity as a percent of tangible assets[(a)(b)]	**7.28**	7.11
Regulatory capital:[(c)]		
CET1 capital	**$ 15,050**	14,682
Tier I capital	**17,166**	16,797
Total regulatory capital	**21,184**	21,412
Risk-weighted assets	**145,084**	141,974
Regulatory capital ratios:[(c)]		
CET1 capital	**10.37 %**	10.34
Tier I risk-based capital	**11.83**	11.83
Total risk-based capital	**14.60**	15.08
Tier I leverage	**8.55**	8.49

(a) *These are non-GAAP measures. For further information, refer to the Non-GAAP Financial Measures section of MD&A.*
(b) *Excludes AOCI.*
(c) *Regulatory capital ratios as of June 30, 2021 are calculated pursuant to the five-year transition provision option to phase in the effects of CECL on regulatory capital.*

Capital Planning

In 2011, the FRB adopted the capital plan rule, which requires BHCs with consolidated assets of $50 billion or more to submit annual capital plans to the FRB for review. Under the rule, these capital plans must include detailed descriptions of the following: the BHC's internal processes for assessing capital adequacy; the policies governing capital actions such as common stock issuances, dividends and share repurchases; and all planned capital actions over a nine-quarter planning horizon. Furthermore, each BHC must report to the FRB the results of stress tests conducted by the BHC under a number of scenarios that assess the sources and uses of capital under baseline and stressed economic conditions.

On October 10, 2019, the Federal Reserve Board adopted final rules to tailor certain prudential standards for large domestic and foreign banking organizations. As a result of the EPS Tailoring Rule, the Bancorp is subject to Category IV standards, under which the Bancorp is no longer required to file semi-annual, company-run stress tests with the FRB and publicly disclose the results. However, the Bancorp is required to develop and maintain a capital plan approved by the Board of Directors on an annual basis. As an institution subject to Category IV standards, the Bancorp is subject to the FRB's supervisory stress tests every two years, the Board capital plan rule and certain FR Y-14 reporting requirements. The supervisory stress tests are forward-looking quantitative evaluations of the impact of stressful economic and financial market conditions on the Bancorp's capital. The Bancorp became subject to Category IV standards on December 31, 2019, and the requirements outlined above apply to the stress test cycle that started on January 1, 2020. The Bancorp is not subject to the 2021 supervisory stress test conducted by the FRB but has submitted its Board-approved capital plan as required.

In June 2020, the FRB took several actions in connection with its announcement of stress test results in light of the uncertainty caused by the COVID-19 pandemic. Specifically, for the third quarter of 2020, the FRB required large banking organizations, including the Bancorp, to suspend share repurchases, cap dividend payments to the amount paid during the second quarter of 2020, and further limit dividends according to a formula based on recent income. These restrictions were extended, quarterly, with certain modifications, throughout the remainder of 2020.

The FRB extended these restrictions into the first and second quarters of 2021, with certain modifications to permit a limited amount of share repurchases. During the first and second quarters of 2021, the Bancorp was authorized to pay dividends and execute share repurchases according to a formula based on recent income provided the Bancorp did not increase the amount of its common dividend.

In June 2021, the FRB lifted the COVID-19 pandemic induced capital distribution limitations, which prohibited increases to the common dividend and placed limitations on share repurchases, and authorized the Bancorp, beginning July 1, 2021, to make capital distributions that are consistent with the requirements in the Board's capital plan rule, inclusive of the Bancorp's stress capital buffer requirement. The Bancorp maintains a comprehensive process for managing capital and expects the stress capital buffer framework to provide greater flexibility for the Bancorp to assess and deploy capital.

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Dividend Policy and Stock Repurchase Program

The Bancorp's common stock dividend policy and stock repurchase program reflect its earnings outlook, desired payout ratios, the need to maintain adequate capital levels, the ability of its subsidiaries to pay dividends and the need to comply with safe and sound banking practices as well as meet regulatory requirements and expectations. The Bancorp declared dividends per common share of $0.27 for both the three months ended June 30, 2021 and 2020, and $0.54 for both the six months ended June 30, 2021 and 2020. Pursuant to the Bancorp's Board-approved capital plan, during the second quarter of 2021, the Bancorp entered into and settled an accelerated share repurchase transaction in the amount of $347 million. Refer to Note 15 and Note 23 of the Notes to Condensed Consolidated Financial Statements for additional information on share repurchase activity.

The following table summarizes the monthly share repurchase activity for the three months ended June 30, 2021:

TABLE 68: Share Repurchases

Period	Total Number of Shares Purchased[(a)]	Average Price Paid per Share	Total Number of Shares Purchased as a Part of Publicly Announced Plans or Programs	Maximum Number of Shares that May Yet Be Purchased under the Plans or Programs[(b)]
April 1 - April 30, 2021	8,022,822	$ 40.46	7,894,807	63,224,146
May 1 - May 31, 2021	126,867	41.73	—	63,224,146
June 1 - June 30, 2021	713,157	40.53	675,295	62,548,851
Total	8,862,846	$ 40.48	8,570,102	62,548,851

(a) Includes 292,744 shares repurchased during the second quarter of 2021 in connection with various employee compensation plans. These purchases do not count against the maximum number of shares that may yet be purchased under the Board of Directors' authorization.

(b) In June 2019, the Bancorp announced that its Board of Directors had authorized management to purchase 100 million shares of the Bancorp's common stock through the open market or in any private party transactions. This authorization did not include specific targets or an expiration date.

Quantitative and Qualitative Disclosures about Market Risk (Item 3)

Information presented in the Interest Rate and Price Risk Management section of Management's Discussion and Analysis of Financial Condition and Results of Operations is incorporated herein by reference. This information contains certain statements that we believe are forward-looking statements. Refer to page 1 for cautionary information regarding forward-looking statements.

Controls and Procedures (Item 4)

The Bancorp conducted an evaluation, under the supervision and with the participation of the Bancorp's management, including the Bancorp's Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of the Bancorp's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934). Based on the foregoing, as of the end of the period covered by this report, the Bancorp's Chief Executive Officer and Chief Financial Officer concluded that the Bancorp's disclosure controls and procedures were effective, in all material respects, to ensure that information required to be disclosed in the reports the Bancorp files and submits under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported as and when required and information is accumulated and communicated to the Bancorp's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

The Bancorp's management also conducted an evaluation of internal control over financial reporting to determine whether any changes occurred during the period covered by this report that have materially affected, or are reasonably likely to materially affect, the Bancorp's internal control over financial reporting. Based on this evaluation there has been no such change during the period covered by this report.

Fifth Third Bancorp and Subsidiaries
Condensed Consolidated Financial Statements and Notes (Item 1)

CONDENSED CONSOLIDATED BALANCE SHEETS (unaudited)

($ in millions, except share data)		As of June 30, 2021	December 31, 2020
Assets			
Cash and due from banks	$	**3,285**	3,147
Other short-term investments[(a)]		**32,409**	33,399
Available-for-sale debt and other securities[(b)]		**38,012**	37,513
Held-to-maturity securities[(c)]		**10**	11
Trading debt securities		**711**	560
Equity securities		**341**	313
Loans and leases held for sale[(d)]		**5,730**	4,741
Portfolio loans and leases[(a)(e)]		**107,733**	108,782
Allowance for loan and lease losses[(a)]		**(2,033)**	(2,453)
Portfolio loans and leases, net		**105,700**	106,329
Bank premises and equipment[(f)]		**2,073**	2,088
Operating lease equipment		**715**	777
Goodwill		**4,259**	4,258
Intangible assets		**117**	139
Servicing rights		**818**	656
Other assets[(a)]		**11,210**	10,749
Total Assets	$	**205,390**	204,680
Liabilities			
Deposits:			
Noninterest-bearing deposits	$	**62,760**	57,711
Interest-bearing deposits[(g)]		**99,523**	101,370
Total deposits		**162,283**	159,081
Federal funds purchased		**338**	300
Other short-term borrowings		**1,130**	1,192
Accrued taxes, interest and expenses		**2,045**	2,614
Other liabilities[(a)]		**4,304**	3,409
Long-term debt[(a)]		**12,364**	14,973
Total Liabilities	$	**182,464**	181,569
Equity			
Common stock[(h)]	$	**2,051**	2,051
Preferred stock[(i)]		**2,116**	2,116
Capital surplus		**3,602**	3,635
Retained earnings		**19,343**	18,384
Accumulated other comprehensive income		**1,974**	2,601
Treasury stock[(h)]		**(6,160)**	(5,676)
Total Equity	$	**22,926**	23,111
Total Liabilities and Equity	$	**205,390**	204,680

(a) Includes $33 and $55 of other short-term investments, $455 and $756 of portfolio loans and leases, $(3) and $(7) of ALLL, $3 and $5 of other assets, $1 and $2 of other liabilities, and $400 and $656 of long-term debt from consolidated VIEs that are included in their respective captions above at June 30, 2021 and December 31, 2020, respectively. For further information, refer to Note 11.

(b) Amortized cost of $36,081 and $34,982 at June 30, 2021 and December 31, 2020, respectively.

(c) Fair value of $10 and $11 at June 30, 2021 and December 31, 2020, respectively.

(d) Includes $1,633 and $1,481 of residential mortgage loans held for sale measured at fair value at June 30, 2021 and December 31, 2020, respectively.

(e) Includes $151 and $161 of residential mortgage loans measured at fair value at June 30, 2021 and December 31, 2020, respectively.

(f) Includes $25 and $35 of bank premises and equipment held for sale at June 30, 2021 and December 31, 2020, respectively.

(g) Includes $341 and $351 of interest checking deposits held for sale at June 30, 2021 and December 31, 2020, respectively.

(h) Common shares: Stated value $2.22 per share; authorized 2,000,000,000; outstanding at June 30, 2021 – 703,739,634 (excludes 220,152,947 treasury shares), December 31, 2020 – 712,760,325 (excludes 211,132,256 treasury shares).

(i) 500,000 shares of no par value preferred stock were authorized at both June 30, 2021 and December 31, 2020. There were 422,000 unissued shares of undesignated no par value preferred stock at both June 30, 2021 and December 31, 2020. Each issued share of no par value preferred stock has a liquidation preference of $25,000. 500,000 shares of no par value Class B preferred stock were authorized at both June 30, 2021 and December 31, 2020. There were 300,000 unissued shares of undesignated no par value Class B preferred stock at both June 30, 2021 and December 31, 2020. Each issued share of no par value Class B preferred stock has a liquidation preference of $1,000.

Refer to the Notes to Condensed Consolidated Financial Statements.

Fifth Third Bancorp and Subsidiaries
Condensed Consolidated Financial Statements and Notes (continued)

CONDENSED CONSOLIDATED STATEMENTS OF INCOME (unaudited)

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions, except share data)	**2021**	2020	**2021**	2020
Interest Income				
Interest and fees on loans and leases	$ **1,035**	1,115	**2,064**	2,350
Interest on securities	**279**	283	**543**	566
Interest on other short-term investments	**9**	5	**17**	12
Total interest income	**1,323**	1,403	**2,624**	2,928
Interest Expense				
Interest on deposits	**15**	83	**36**	248
Interest on federal funds purchased	**—**	—	**—**	2
Interest on other short-term borrowings	**—**	2	**1**	8
Interest on long-term debt	**100**	118	**202**	241
Total interest expense	**115**	203	**239**	499
Net Interest Income	**1,208**	1,200	**2,385**	2,429
(Benefit from) provision for credit losses	**(115)**	485	**(288)**	1,125
Net Interest Income After (Benefit from) Provision for Credit Losses	**1,323**	715	**2,673**	1,304
Noninterest Income				
Commercial banking revenue	**160**	137	**313**	261
Service charges on deposits	**149**	122	**292**	270
Wealth and asset management revenue	**145**	120	**288**	255
Card and processing revenue	**102**	82	**196**	167
Mortgage banking net revenue	**64**	99	**149**	219
Leasing business revenue	**61**	57	**148**	131
Other noninterest income	**49**	12	**92**	18
Securities gains (losses), net	**10**	21	**13**	(3)
Securities (losses) gains, net – non-qualifying hedges on mortgage servicing rights	**1**	—	**(1)**	3
Total noninterest income	**741**	650	**1,490**	1,321
Noninterest Expense				
Compensation and benefits	**638**	627	**1,343**	1,274
Technology and communications	**94**	90	**187**	183
Net occupancy expense	**77**	82	**156**	164
Equipment expense	**34**	32	**68**	64
Leasing business expense	**33**	33	**68**	68
Card and processing expense	**20**	29	**50**	60
Marketing expense	**20**	20	**43**	51
Other noninterest expense	**237**	208	**454**	457
Total noninterest expense	**1,153**	1,121	**2,369**	2,321
Income Before Income Taxes	**911**	244	**1,794**	304
Applicable income tax expense	**202**	49	**391**	61
Net Income	**709**	195	**1,403**	243
Dividends on preferred stock	**35**	32	**55**	50
Net Income Available to Common Shareholders	$ **674**	163	**1,348**	193
Earnings per share - basic	$ **0.95**	0.23	**1.89**	0.27
Earnings per share - diluted	$ **0.94**	0.23	**1.87**	0.27
Average common shares outstanding - basic	**708,832,787**	714,766,570	**711,617,331**	714,161,131
Average common shares outstanding - diluted	**718,084,745**	717,571,890	**720,740,176**	718,967,293

Refer to the Notes to Condensed Consolidated Financial Statements.

Fifth Third Bancorp and Subsidiaries
Condensed Consolidated Financial Statements and Notes (continued)

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (unaudited)

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
Net Income	**$ 709**	195	**1,403**	243
Other Comprehensive (Loss) Income, Net of Tax:				
Unrealized gains on available-for-sale debt securities:				
Unrealized holding (losses) gains arising during period	**235**	456	**(466)**	1,338
Reclassification adjustment for net losses (gains) included in net income	**(5)**	—	**7**	—
Unrealized gains on cash flow hedge derivatives:				
Unrealized holding (losses) gains arising during period	**9**	66	**(55)**	493
Reclassification adjustment for net gains included in net income	**(58)**	(49)	**(115)**	(74)
Defined benefit pension plans, net:				
Net actuarial loss arising during the year	**(1)**	—	**(1)**	—
Reclassification of amounts to net periodic benefit costs	**2**	1	**3**	2
Other comprehensive (loss) income, net of tax	**182**	474	**(627)**	1,759
Comprehensive Income	**$ 891**	669	**776**	2,002

Refer to the Notes to Condensed Consolidated Financial Statements.

Fifth Third Bancorp and Subsidiaries
Condensed Consolidated Financial Statements and Notes (continued)

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (unaudited)

($ in millions, except per share data)	Common Stock	Preferred Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income	Treasury Stock	Total Equity
Balance at March 31, 2020	$ 2,051	1,770	3,597	17,677	2,477	(5,699)	21,873
Net income				195			195
Other comprehensive income, net of tax					474		474
Cash dividends declared:							
Common stock ($0.27 per share)				(195)			(195)
Preferred stock:							
Series H ($637.50 per share)				(15)			(15)
Series I ($414.06 per share)				(7)			(7)
Series J ($289.38 per share)				(4)			(4)
Series K ($309.38 per share)				(3)			(3)
Class B, Series A ($15.00 per share)				(3)			(3)
Impact of stock transactions under stock compensation plans, net			6			14	20
Other				(2)		2	—
Balance at June 30, 2020	$ 2,051	1,770	3,603	17,643	2,951	(5,683)	22,335
Balance at March 31, 2021	**$ 2,051**	**2,116**	**3,592**	**18,863**	**1,792**	**(5,819)**	**22,595**
Net income				**709**			**709**
Other comprehensive income, net of tax					**182**		**182**
Cash dividends declared:							
Common stock ($0.27 per share)				**(192)**			**(192)**
Preferred stock:							
Series H ($637.50 per share)				**(15)**			**(15)**
Series I ($414.06 per share)				**(7)**			**(7)**
Series J ($210.44 per share)				**(3)**			**(3)**
Series K ($309.38 per share)				**(3)**			**(3)**
Series L ($281.25 per share)				**(4)**			**(4)**
Class B, Series A ($15.00 per share)				**(3)**			**(3)**
Shares acquired for treasury						**(347)**	**(347)**
Impact of stock transactions under stock compensation plans, net			**10**			**5**	**15**
Other				**(2)**		**1**	**(1)**
Balance at June 30, 2021	**$ 2,051**	**2,116**	**3,602**	**19,343**	**1,974**	**(6,160)**	**22,926**

Fifth Third Bancorp and Subsidiaries
Condensed Consolidated Financial Statements and Notes (continued)

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (unaudited)

($ in millions, except per share data)	Common Stock	Preferred Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income	Treasury Stock	Total Equity
Balance at December 31, 2019	$ 2,051	1,770	3,599	18,315	1,192	(5,724)	21,203
Impact of cumulative effect of change in accounting principle				(472)			(472)
Balance at January 1, 2020	$ 2,051	1,770	3,599	17,843	1,192	(5,724)	20,731
Net income				243			243
Other comprehensive income, net of tax					1,759		1,759
Cash dividends declared:							
Common stock ($0.54 per share)				(390)			(390)
Preferred stock:							
Series H ($637.50 per share)				(15)			(15)
Series I ($828.12 per share)				(15)			(15)
Series J ($609.93 per share)				(8)			(8)
Series K ($618.76 per share)				(6)			(6)
Class B, Series A ($30.00 per share)				(6)			(6)
Impact of stock transactions under stock compensation plans, net			4			39	43
Other				(3)		2	(1)
Balance at June 30, 2020	$ 2,051	1,770	3,603	17,643	2,951	(5,683)	22,335
Balance at December 31, 2020	**$ 2,051**	**2,116**	**3,635**	**18,384**	**2,601**	**(5,676)**	**23,111**
Net income				**1,403**			**1,403**
Other comprehensive loss, net of tax					**(627)**		**(627)**
Cash dividends declared:							
Common stock ($0.54 per share)				**(387)**			**(387)**
Preferred stock:							
Series H ($637.50 per share)				**(15)**			**(15)**
Series I ($828.12 per share)				**(15)**			**(15)**
Series J ($421.94 per share)				**(5)**			**(5)**
Series K ($618.75 per share)				**(6)**			**(6)**
Series L ($562.50 per share)				**(8)**			**(8)**
Class B, Series A ($30.00 per share)				**(6)**			**(6)**
Shares acquired for treasury						**(527)**	**(527)**
Impact of stock transactions under stock compensation plans, net			**(33)**			**42**	**9**
Other				**(2)**		**1**	**(1)**
Balance at June 30, 2021	**$ 2,051**	**2,116**	**3,602**	**19,343**	**1,974**	**(6,160)**	**22,926**

Refer to the Notes to Condensed Consolidated Financial Statements.

Fifth Third Bancorp and Subsidiaries
Condensed Consolidated Financial Statements and Notes (continued)

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (unaudited)

($ in millions)	For the six months ended June 30, 2021	2020
Operating Activities		
Net income	$ **1,403**	243
Adjustments to reconcile net income to net cash provided by operating activities:		
(Benefit from) provision for credit losses	**(288)**	1,125
Depreciation, amortization and accretion	**243**	231
Stock-based compensation expense	**79**	77
Benefit from deferred income taxes	**(239)**	(48)
Securities gains, net	**(9)**	(6)
MSR fair value adjustment	**50**	448
Net gains on sales of loans and fair value adjustments on loans held for sale	**(176)**	(88)
Net losses on disposition and impairment of bank premises and equipment	**1**	15
Net losses (gains) on disposition and impairment of operating lease equipment	**20**	(5)
Proceeds from sales of loans held for sale	**7,974**	6,234
Loans originated or purchased for sale, net of repayments	**(8,899)**	(5,706)
Dividends representing return on equity investments	**20**	6
Net change in:		
Equity and trading debt securities	**(163)**	68
Other assets	**232**	(529)
Accrued taxes, interest and expenses and other liabilities	**(125)**	(113)
Net Cash Provided by Operating Activities	**123**	1,952
Investing Activities		
Proceeds from sales:		
AFS securities and other investments	**1,454**	868
Loans and leases	**436**	57
Bank premises and equipment	**17**	12
Proceeds from repayments / maturities of AFS and HTM securities and other investments	**2,948**	1,252
Purchases:		
AFS securities and other investments	**(5,825)**	(2,815)
Bank premises and equipment	**(126)**	(133)
MSRs	**(109)**	(30)
Proceeds from settlement of BOLI	**15**	8
Proceeds from sales and dividends representing return of equity investments	**29**	8
Net change in:		
Other short-term investments	**990**	(26,293)
Portfolio loans and leases	**582**	(5,605)
Operating lease equipment	**(23)**	(20)
Net Cash Provided by (Used in) Investing Activities	**388**	(32,691)
Financing Activities		
Net change in deposits	**3,202**	29,884
Net change in other short-term borrowings and federal funds purchased	**14**	195
Dividends paid on common and preferred stock	**(444)**	(417)
Proceeds from issuance of long-term debt	**44**	2,511
Repayment of long-term debt	**(2,585)**	(1,450)
Repurchases of treasury stock and related forward contract	**(527)**	—
Other	**(77)**	(41)
Net Cash (Used in) Provided by Financing Activities	**(373)**	30,682
Increase (Decrease) in Cash and Due from Banks	**138**	(57)
Cash and Due from Banks at Beginning of Period	**3,147**	3,278
Cash and Due from Banks at End of Period	$ **3,285**	3,221

Refer to the Notes to Condensed Consolidated Financial Statements. Note 2 contains cash payments related to interest and income taxes in addition to non-cash investing and financing activities.

Fifth Third Bancorp and Subsidiaries
Notes to Condensed Consolidated Financial Statements (unaudited)

1. Basis of Presentation

The Condensed Consolidated Financial Statements include the accounts of the Bancorp and its majority-owned subsidiaries and VIEs in which the Bancorp has been determined to be the primary beneficiary. Other entities, including certain joint ventures in which the Bancorp has the ability to exercise significant influence over operating and financial policies of the investee, but upon which the Bancorp does not possess control, are accounted for by the equity method and not consolidated. The investments in those entities in which the Bancorp does not have the ability to exercise significant influence are generally carried at fair value unless the investment does not have a readily determinable fair value. The Bancorp accounts for equity investments without a readily determinable fair value using the measurement alternative to fair value, representing the cost of the investment minus impairment recorded, if any, plus or minus changes resulting from observable price changes in orderly transactions for an identical or a similar investment of the same issuer. Intercompany transactions and balances among consolidated entities have been eliminated.

In the opinion of management, the unaudited Condensed Consolidated Financial Statements include all adjustments, which consist of normal recurring accruals, necessary to present fairly the results for the periods presented. In accordance with U.S. GAAP and the rules and regulations of the SEC for interim financial information, these statements do not include certain information and footnote disclosures required for complete annual financial statements and it is suggested that these Condensed Consolidated Financial Statements be read in conjunction with the Bancorp's Annual Report on Form 10-K. The results of operations, comprehensive income and changes in equity for the three and six months ended June 30, 2021 and 2020 and the cash flows for the six months ended June 30, 2021 and 2020 are not necessarily indicative of the results to be expected for the full year. Financial information as of December 31, 2020 has been derived from the Bancorp's Annual Report on Form 10-K.

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

2. Supplemental Cash Flow Information

Cash payments related to interest and income taxes in addition to non-cash investing and financing activities are presented in the following table for the six months ended June 30:

($ in millions)		2021	2020
Cash Payments:			
Interest	$	**256**	528
Income taxes		**336**	268
Transfers:			
Portfolio loans and leases to loans and leases held for sale[(a)]	$	**337**	31
Loans and leases held for sale to portfolio loans and leases		**20**	29
Portfolio loans and leases to OREO		**9**	6
Loans and leases held for sale to OREO		**—**	2
Bank premises and equipment to OREO		**17**	—
Supplemental Disclosures:			
Net additions to lease liabilities under operating leases	$	**31**	27
Net additions to lease liabilities under finance leases		**25**	76

(a) Includes $139 of residential mortgage loans previously sold to GNMA which the Bancorp was initially deemed to have regained effective control over under ASC Topic 860 and which were recorded as portfolio loans. The Bancorp subsequently repurchased these loans and classified them as held for sale.

3. Accounting and Reporting Developments

Standards Adopted in 2021

The Bancorp adopted the following new accounting standard during the six months ended June 30, 2021:

ASU 2019-12 – Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes

In December 2019, the FASB issued ASU 2019-12, which simplifies the accounting for income taxes by removing certain exceptions to the general principles in Topic 740. The amendments also clarify and amend existing guidance for other areas of Topic 740. The Bancorp adopted the amended guidance on January 1, 2021 on a modified retrospective basis, except for certain provisions of the amended guidance which were required to be adopted prospectively. The adoption of the amended guidance did not have a material impact on the Condensed Consolidated Financial Statements.

Reference Rate Reform and LIBOR Transition

In March 2020, the FASB issued ASU 2020-04, which provides optional expedients and exceptions for applying U.S. GAAP to contracts, hedging relationships and other transactions affected by reference rate reform if certain criteria are met. The amendments in the ASU apply only to contracts, hedging relationships and other transactions that reference LIBOR or another reference rate expected to be discontinued because of reference rate reform. Subsequently, in January 2021, the FASB issued ASU 2021-01, which clarified that the optional expedients and exceptions in Topic 848 for contract modifications and hedge accounting also apply to derivatives that are affected by the discounting transition. The expedients and exceptions provided by the amendments do not apply to contract modifications made and hedging relationships entered into or evaluated after December 31, 2022, except for hedging relationships existing as of December 31, 2022 for which an entity has elected certain optional expedients and that are retained through the end of the hedging relationship. The amendments in this ASU are effective for the Bancorp as of March 12, 2020 through December 31, 2022. The Bancorp is in the process of evaluating and applying, as applicable, the optional expedients and exceptions in accounting for eligible contract modifications, eligible existing hedging relationships and new hedging relationships available through December 31, 2022.

Fifth Third Bancorp and Subsidiaries
Notes to Condensed Consolidated Financial Statements (unaudited)

4. Investment Securities

The following tables provide the amortized cost, unrealized gains and losses and fair value for the major categories of the available-for-sale debt and other securities and held-to-maturity securities portfolios as of:

June 30, 2021 ($ in millions)		Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
Available-for-sale debt and other securities:					
U.S. Treasury and federal agencies securities	**$**	**105**	**2**	**—**	**107**
Obligations of states and political subdivisions securities		**18**	**—**	**—**	**18**
Mortgage-backed securities:					
Agency residential mortgage-backed securities		**10,256**	**573**	**(20)**	**10,809**
Agency commercial mortgage-backed securities		**18,142**	**1,188**	**(36)**	**19,294**
Non-agency commercial mortgage-backed securities		**3,276**	**203**	**—**	**3,479**
Asset-backed securities and other debt securities		**3,764**	**48**	**(27)**	**3,785**
Other securities[(a)]		**520**	**—**	**—**	**520**
Total available-for-sale debt and other securities	**$**	**36,081**	**2,014**	**(83)**	**38,012**
Held-to-maturity securities:					
Obligations of states and political subdivisions securities	**$**	**9**	**—**	**—**	**9**
Asset-backed securities and other debt securities		**1**	**—**	**—**	**1**
Total held-to-maturity securities	**$**	**10**	**—**	**—**	**10**

(a) Other securities consist of FHLB, FRB and DTCC restricted stock holdings of $33, $485 and $2, respectively, at June 30, 2021, that are carried at cost.

December 31, 2020 ($ in millions)		Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
Available-for-sale debt and other securities:					
U.S. Treasury and federal agencies securities	$	74	4	—	78
Obligations of states and political subdivisions securities		17	—	—	17
Mortgage-backed securities:					
Agency residential mortgage-backed securities		11,147	768	(8)	11,907
Agency commercial mortgage-backed securities		16,745	1,481	(5)	18,221
Non-agency commercial mortgage-backed securities		3,323	267	—	3,590
Asset-backed securities and other debt securities		3,152	48	(24)	3,176
Other securities[(a)]		524	—	—	524
Total available-for-sale debt and other securities	$	34,982	2,568	(37)	37,513
Held-to-maturity securities:					
Obligations of states and political subdivisions securities	$	9	—	—	9
Asset-backed securities and other debt securities		2	—	—	2
Total held-to-maturity securities	$	11	—	—	11

(a) Other securities consist of FHLB, FRB and DTCC restricted stock holdings of $40, $482 and $2, respectively, at December 31, 2020, that are carried at cost.

The following table provides the fair value of trading debt securities and equity securities as of:

($ in millions)		**June 30, 2021**	December 31, 2020
Trading debt securities	**$**	**711**	560
Equity securities		**341**	313

The amounts reported in the preceding tables exclude accrued interest receivable on investment securities of $86 million and $87 million at June 30, 2021 and December 31, 2020, respectively, which are presented as a component of other assets in the Condensed Consolidated Balance Sheets.

The Bancorp uses investment securities as a means of managing interest rate risk, providing collateral for pledging purposes and for liquidity to satisfy regulatory requirements. As part of managing interest rate risk, the Bancorp acquires securities as a component of its MSR non-qualifying hedging strategy, with net gains or losses recorded in securities (losses) gains, net – non-qualifying hedges on mortgage servicing rights in the Condensed Consolidated Statements of Income.

Fifth Third Bancorp and Subsidiaries
Notes to Condensed Consolidated Financial Statements (unaudited)

The following table presents securities gains (losses) recognized in the Condensed Consolidated Statements of Income:

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
Available-for-sale debt and other securities:				
Realized gains	**$ 7**	—	**8**	1
Realized losses	**—**	—	**(10)**	(1)
Impairment losses	**—**	—	**(7)**	—
Net (losses) gains on available-for sale debt and other securities	**$ 7**	—	**(9)**	—
Total trading debt securities (losses) gains	**$ (7)**	—	**—**	3
Total equity securities gains (losses)[(a)]	**$ 11**	21	**21**	(3)
Total gains recognized in income from available-for-sale debt and other securities, trading debt securities and equity securities[(b)]	**$ 11**	21	**12**	—

(a) *Includes net unrealized gains of $10 and $17 for the three and six months ended June 30, 2021, respectively, and net unrealized gains of $21 and net unrealized losses of $2 for the three and six months ended June 30, 2020, respectively.*
(b) *Excludes $1 and $3 of net securities losses for the three and six months ended June 30, 2021, respectively, and $8 and $6 of net securities gains for the three and six months ended June 30, 2020, respectively, related to securities held by FTS to facilitate the timely execution of customer transactions. These losses and gains are included in commercial banking revenue and wealth and asset management revenue in the Condensed Consolidated Statements of Income.*

In the first quarter of 2021, the Bancorp recognized impairment losses on available-for-sale debt and other securities of $7 million. These losses related to certain securities in unrealized loss positions that the Bancorp intended to sell prior to recovery of their amortized cost bases. The Bancorp did not consider these losses to be credit-related.

At both June 30, 2021 and December 31, 2020, the Bancorp completed its evaluation of the available-for-sale debt and other securities in an unrealized loss position and did not recognize an allowance for credit losses. The Bancorp did not recognize provision expense related to available-for-sale debt and other securities in an unrealized loss position during both the three and six months ended June 30, 2021 and 2020.

At both June 30, 2021 and December 31, 2020, investment securities with a fair value of $11.0 billion were pledged to secure borrowings, public deposits, trust funds, derivative contracts and for other purposes as required or permitted by law.

The expected maturity distribution of the Bancorp's mortgage-backed securities and the contractual maturity distribution of the remainder of the Bancorp's available-for-sale debt and other securities and held-to-maturity securities as of June 30, 2021 are shown in the following table:

	Available-for-Sale Debt and Other		Held-to-Maturity	
($ in millions)	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Debt securities:[(a)]				
Less than 1 year	$ 886	907	4	4
1-5 years	14,074	14,825	4	4
5-10 years	11,482	12,349	—	—
Over 10 years	9,119	9,411	2	2
Other securities	520	520	—	—
Total	$ 36,081	38,012	10	10

(a) *Actual maturities may differ from contractual maturities when a right to call or prepay obligations exists with or without call or prepayment penalties.*

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The following table provides the fair value and gross unrealized losses on available-for-sale debt and other securities in an unrealized loss position, aggregated by investment category and length of time the individual securities have been in a continuous unrealized loss position as of:

	Less than 12 months		12 months or more		Total	
($ in millions)	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
June 30, 2021						
Agency residential mortgage-backed securities	**$ 701**	**(20)**	**1**	**—**	**702**	**(20)**
Agency commercial mortgage-backed securities	**1,632**	**(36)**	**—**	**—**	**1,632**	**(36)**
Non-agency commercial mortgage-backed securities	**1**	**—**	**—**	**—**	**1**	**—**
Asset-backed securities and other debt securities	**435**	**(7)**	**843**	**(20)**	**1,278**	**(27)**
Total	**$ 2,769**	**(63)**	**844**	**(20)**	**3,613**	**(83)**
December 31, 2020						
Agency residential mortgage-backed securities	$ 426	(8)	1	—	427	(8)
Agency commercial mortgage-backed securities	388	(5)	—	—	388	(5)
Non-agency commercial mortgage-backed securities	2	—	—	—	2	—
Asset-backed securities and other debt securities	520	(7)	603	(17)	1,123	(24)
Total	$ 1,336	(20)	604	(17)	1,940	(37)

At both June 30, 2021 and December 31, 2020, $1 million of unrealized losses in the available-for-sale debt and other securities portfolio were represented by non-rated securities.

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5. Loans and Leases

The Bancorp diversifies its loan and lease portfolio by offering a variety of loan and lease products with various payment terms and rate structures. The Bancorp's commercial loan and lease portfolio consists of lending to various industry types. Management periodically reviews the performance of its loan and lease products to evaluate whether they are performing within acceptable interest rate and credit risk levels and changes are made to underwriting policies and procedures as needed. The Bancorp maintains an allowance to absorb loan and lease losses that are expected to be incurred over the remaining contractual terms of the related loans and leases. For further information on credit quality and the ALLL, refer to Note 6.

The following table provides a summary of commercial loans and leases classified by primary purpose and consumer loans classified based upon product or collateral as of:

($ in millions)		**June 30, 2021**	December 31, 2020
Loans and leases held for sale:			
Commercial and industrial loans	$	**11**	230
Commercial mortgage loans		**33**	7
Commercial construction loans		**2**	—
Commercial leases		**—**	39
Residential mortgage loans		**5,684**	4,465
Total loans and leases held for sale	$	**5,730**	4,741
Portfolio loans and leases:			
Commercial and industrial loans[(a)]	$	**47,564**	49,665
Commercial mortgage loans		**10,347**	10,602
Commercial construction loans		**5,871**	5,815
Commercial leases		**3,238**	2,915
Total commercial loans and leases	$	**67,020**	68,997
Residential mortgage loans[(b)]	$	**16,131**	15,928
Home equity		**4,545**	5,183
Indirect secured consumer loans		**15,192**	13,653
Credit card		**1,793**	2,007
Other consumer loans		**3,052**	3,014
Total consumer loans	$	**40,713**	39,785
Total portfolio loans and leases	$	**107,733**	108,782

(a) Includes $3.7 billion and $4.8 billion as of June 30, 2021 and December 31, 2020, respectively, related to the SBA's Paycheck Protection Program.

(b) Includes $39 as of December 31, 2020 of residential mortgage loans previously sold to GNMA for which the Bancorp was deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase. Refer to Note 14 for further information.

Portfolio loans and leases are recorded net of unearned income, which totaled $274 million as of June 30, 2021 and $280 million as of December 31, 2020. Additionally, portfolio loans and leases are recorded net of unamortized premiums and discounts, deferred direct loan origination fees and costs and fair value adjustments (associated with acquired loans or loans designated as fair value upon origination), which totaled a net premium of $356 million and $251 million as of June 30, 2021 and December 31, 2020, respectively. The amortized cost basis of loans and leases excludes accrued interest receivable of $372 million and $350 million at June 30, 2021 and December 31, 2020, respectively, which is presented as a component of other assets in the Condensed Consolidated Balance Sheets.

The Bancorp's FHLB and FRB borrowings are primarily secured by loans. The Bancorp had loans of $15.2 billion and $15.5 billion at June 30, 2021 and December 31, 2020, respectively, pledged at the FHLB, and loans of $42.0 billion and $37.8 billion at June 30, 2021 and December 31, 2020, respectively, pledged at the FRB.

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Notes to Condensed Consolidated Financial Statements (unaudited)

The following table presents a summary of the total loans and leases owned by the Bancorp as of:

	Carrying Value			90 Days Past Due and Still Accruing	
($ in millions)		**June 30, 2021**	December 31, 2020	**June 30, 2021**	December 31, 2020
Commercial and industrial loans	$	**47,575**	49,895	**2**	39
Commercial mortgage loans		**10,380**	10,609	**4**	8
Commercial construction loans		**5,873**	5,815	**—**	—
Commercial leases		**3,238**	2,954	**—**	1
Residential mortgage loans		**21,815**	20,393	**57**	70
Home equity		**4,545**	5,183	**1**	2
Indirect secured consumer loans		**15,192**	13,653	**4**	10
Credit card		**1,793**	2,007	**14**	31
Other consumer loans		**3,052**	3,014	**1**	2
Total loans and leases	$	**113,463**	113,523	**83**	163
Less: Loans and leases held for sale	$	**5,730**	4,741		
Total portfolio loans and leases	$	**107,733**	108,782		

The following table presents a summary of net charge-offs (recoveries):

	For the three months ended June 30,			For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Commercial and industrial loans	$	**13**	65	**40**	115
Commercial mortgage loans		**6**	2	**8**	4
Commercial leases		**(2)**	11	**(2)**	16
Residential mortgage loans		**—**	1	**(1)**	2
Home equity		**(1)**	1	**(1)**	4
Indirect secured consumer loans		**—**	7	**9**	20
Credit card		**20**	34	**45**	71
Other consumer loans		**8**	9	**17**	20
Total net charge-offs	$	**44**	130	**115**	252

The Bancorp engages in commercial lease products primarily related to the financing of commercial equipment. Leases are classified as sales-type if the Bancorp transfers control of the underlying asset to the lessee. The Bancorp classifies leases that do not meet any of the criteria for a sales-type lease as a direct financing lease if the present value of the sum of the lease payments and any residual value guaranteed by the lessee and/or any other third party equals or exceeds substantially all of the fair value of the underlying asset and the collection of the lease payments and residual value guarantee is probable.

The following table presents the components of the net investment in leases as of:

($ in millions)[(a)]		**June 30, 2021**	December 31, 2020
Net investment in direct financing leases:			
Lease payment receivable (present value)	$	**1,161**	1,400
Unguaranteed residual assets (present value)		**167**	181
Net discount on acquired leases		**—**	(1)
Net investment in sales-type leases:			
Lease payment receivable (present value)		**1,551**	976
Unguaranteed residual assets (present value)		**48**	36

(a) Excludes $311 and $323 of leveraged leases at June 30, 2021 and December 31, 2020, respectively.

Interest income recognized in the Condensed Consolidated Statements of Income for the three and six months ended June 30, 2021 was $11 million and $23 million, respectively, for direct financing leases and $10 million and $20 million, respectively, for sales-type leases. For the three and six months ended June 30, 2020, interest income recognized was $17 million and $35 million, respectively, for direct financing leases and $6 million and $13 million, respectively, for sales-type leases.

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The following table presents undiscounted cash flows for both direct financing and sales-type leases for the remainder of 2021 through 2026 and thereafter as well as a reconciliation of the undiscounted cash flows to the total lease receivables as follows:

As of June 30, 2021 ($ in millions)	Direct Financing Leases	Sales-Type Leases
Remainder of 2021	$ 216	278
2022	350	479
2023	224	288
2024	160	216
2025	114	150
2026	69	82
Thereafter	105	165
Total undiscounted cash flows	$ 1,238	1,658
Less: Difference between undiscounted cash flows and discounted cash flows	77	107
Present value of lease payments (recognized as lease receivables)	$ 1,161	1,551

The lease residual value represents the present value of the estimated fair value of the leased equipment at the end of the lease. The Bancorp performs quarterly reviews of residual values associated with its leasing portfolio considering factors such as the subject equipment, structure of the transaction, industry, prior experience with the lessee and other factors that impact the residual value to assess for impairment. The Bancorp maintained an allowance of $24 million and $29 million at June 30, 2021 and December 31, 2020, respectively, to cover the losses that are expected to be incurred over the remaining contractual terms of the related leases, including the potential losses related to the residual value, in the net investment in leases. Refer to Note 6 for additional information on credit quality and the ALLL.

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6. Credit Quality and the Allowance for Loan and Lease Losses

The Bancorp disaggregates ALLL balances and transactions in the ALLL by portfolio segment. Credit quality related disclosures for loans and leases are further disaggregated by class.

Allowance for Loan and Lease Losses

The following tables summarize transactions in the ALLL by portfolio segment:

For the three months ended June 30, 2021 ($ in millions)	Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	**$ 1,329**	**247**	**632**	**2,208**
Losses charged off[(a)]	**(45)**	**(1)**	**(57)**	**(103)**
Recoveries of losses previously charged off[(a)]	**28**	**1**	**30**	**59**
Benefit from loan and lease losses	**(88)**	**(12)**	**(31)**	**(131)**
Balance, end of period	**$ 1,224**	**235**	**574**	**2,033**

(a) *The Bancorp recorded $8 in both losses charged off and recoveries of losses previously charged off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.*

For the three months ended June 30, 2020 ($ in millions)	Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	$ 1,313	260	775	2,348
Losses charged off[(a)]	(81)	(2)	(80)	(163)
Recoveries of losses previously charged off[(a)]	3	1	29	33
Provision for loan and lease losses[(b)]	267	68	143	478
Balance, end of period	$ 1,502	327	867	2,696

(a) *The Bancorp recorded $9 in both losses charged off and recoveries of losses previously charged off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.*
(b) *Includes $1 in Residential Mortgage related to the initial recognition of an ALLL on PCD loans.*

For the six months ended June 30, 2021 ($ in millions)	Commercial	Residential Mortgage	Consumer	Total
Balance, beginning of period	**$ 1,456**	**294**	**703**	**2,453**
Losses charged off[(a)]	**(81)**	**(2)**	**(128)**	**(211)**
Recoveries of losses previously charged off[(a)]	**35**	**3**	**58**	**96**
Benefit from loan and lease losses	**(186)**	**(60)**	**(59)**	**(305)**
Balance, end of period	**$ 1,224**	**235**	**574**	**2,033**

(a) *The Bancorp recorded $18 in both losses charged off and recoveries of losses previously charged off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.*

For the six months ended June 30, 2020 ($ in millions)	Commercial	Residential Mortgage	Consumer	Unallocated	Total
Balance, beginning of period	$ 710	73	298	121	1,202
Impact of adoption of ASU 2016-13[(a)]	160	196	408	(121)	643
Losses charged off[(b)]	(142)	(4)	(176)	—	(322)
Recoveries of losses previously charged off[(b)]	7	2	61	—	70
Provision for loan and lease losses	767	60	276	—	1,103
Balance, end of period	$ 1,502	327	867	—	2,696

(a) *Includes $31, $2 and $1 in Commercial, Residential Mortgage and Consumer, respectively, related to the initial recognition of an ALLL on PCD loans.*
(b) *The Bancorp recorded $22 in both losses charged off and recoveries of losses previously charged off related to customer defaults on point-of-sale consumer loans for which the Bancorp obtained recoveries under third-party credit enhancements.*

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The following tables provide a summary of the ALLL and related loans and leases classified by portfolio segment:

As of June 30, 2021 ($ in millions)		Commercial	Residential Mortgage	Consumer	Total
ALLL:[(a)]					
Individually evaluated	$	**101**	**55**	**38**	**194**
Collectively evaluated		**1,123**	**180**	**536**	**1,839**
Total ALLL	$	**1,224**	**235**	**574**	**2,033**
Portfolio loans and leases:[(b)]					
Individually evaluated	$	**629**	**539**	**295**	**1,463**
Collectively evaluated		**66,391**	**15,441**	**24,287**	**106,119**
Total portfolio loans and leases	$	**67,020**	**15,980**	**24,582**	**107,582**

(a) Includes $3 related to commercial leveraged leases at June 30, 2021.
(b) Excludes $151 of residential mortgage loans measured at fair value and includes $311 of commercial leveraged leases, net of unearned income at June 30, 2021.

As of December 31, 2020 ($ in millions)		Commercial	Residential Mortgage	Consumer	Total
ALLL:[(a)]					
Individually evaluated	$	114	68	43	225
Collectively evaluated		1,342	226	660	2,228
Total ALLL	$	1,456	294	703	2,453
Portfolio loans and leases:[(b)]					
Individually evaluated	$	962	628	273	1,863
Collectively evaluated		67,701	15,073	23,569	106,343
Purchased credit deteriorated[(c)]		334	66	15	415
Total portfolio loans and leases	$	68,997	15,767	23,857	108,621

(a) Includes $3 related to commercial leveraged leases at December 31, 2020.
(b) Excludes $161 of residential mortgage loans measured at fair value and includes $323 of commercial leveraged leases, net of unearned income at December 31, 2020.
(c) Includes $39, as of December 31, 2020, of residential mortgage loans previously sold to GNMA for which the Bancorp was deemed to have regained effective control over under ASC Topic 860, but did not exercise its option to repurchase. Refer to Note 14 for further information.

CREDIT RISK PROFILE

Commercial Portfolio Segment

For purposes of monitoring the credit quality and risk characteristics of its commercial portfolio segment, the Bancorp disaggregates the segment into the following classes: commercial and industrial, commercial mortgage owner-occupied, commercial mortgage nonowner-occupied, commercial construction and commercial leases.

To facilitate the monitoring of credit quality within the commercial portfolio segment, the Bancorp utilizes the following categories of credit grades: pass, special mention, substandard, doubtful and loss. The five categories, which are derived from standard regulatory rating definitions, are assigned upon initial approval of credit to borrowers and updated periodically thereafter.

Pass ratings, which are assigned to those borrowers that do not have identified potential or well-defined weaknesses and for which there is a high likelihood of orderly repayment, are updated at least annually based on the size and credit characteristics of the borrower. All other categories are updated on a quarterly basis during the month preceding the end of the calendar quarter.

The Bancorp assigns a special mention rating to loans and leases that have potential weaknesses that deserve management's close attention. If left uncorrected, these potential weaknesses may, at some future date, result in the deterioration of the repayment prospects for the loan or lease or the Bancorp's credit position.

The Bancorp assigns a substandard rating to loans and leases that are inadequately protected by the current sound worth and paying capacity of the borrower or of the collateral pledged. Substandard loans and leases have well-defined weaknesses or weaknesses that could jeopardize the orderly repayment of the debt. Loans and leases in this grade also are characterized by the distinct possibility that the Bancorp will sustain some loss if the deficiencies noted are not addressed and corrected.

The Bancorp assigns a doubtful rating to loans and leases that have all the attributes of a substandard rating with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions and values, highly questionable and improbable. The possibility of loss is extremely high, but because of certain important and reasonable specific pending factors that may work to the advantage of and strengthen the credit quality of the loan or lease, its classification as an estimated loss is deferred until its more exact status may be determined. Pending factors may include a proposed merger or acquisition, liquidation proceeding, capital injection, perfecting liens on additional collateral or refinancing plans.

Loans and leases classified as loss are considered uncollectible and are charged off in the period in which they are determined to be uncollectible. Because loans and leases in this category are fully charged off, they are not included in the following tables.

For loans and leases that are collectively evaluated, the Bancorp utilizes models to forecast expected credit losses over a reasonable and supportable forecast period based on the probability of a loan or lease defaulting, the expected balance at the estimated date of default and the expected loss percentage given a default. For the commercial portfolio segment, the estimates for probability of default are primarily based on internal ratings assigned to each commercial borrower on a 13-point scale and historical observations of how those ratings migrate to a default over time in the context of macroeconomic conditions. For loans with available credit, the estimate of the expected balance at the time of default considers expected utilization rates, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. For more information about the Bancorp's processes for developing these models, estimating credit losses for periods beyond the reasonable and supportable forecast period and for estimating credit losses for individually evaluated loans, refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

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The following tables present the amortized cost basis of the Bancorp's commercial portfolio segment, by class and vintage, disaggregated by credit risk grade:

As of June 30, 2021 ($ in millions)	Term Loans and Leases by Origination Year 2021	2020	2019	2018	2017	Prior	Revolving Loans	Revolving Loans Converted to Term Loans	Total
Commercial and industrial loans:									
Pass	$ 3,164	4,183	1,733	743	466	928	32,500	—	43,717
Special mention	17	33	35	26	30	21	1,210	—	1,372
Substandard	26	92	59	119	70	109	2,000	—	2,475
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial and industrial loans	$ 3,207	4,308	1,827	888	566	1,058	35,710	—	47,564
Commercial mortgage owner-occupied loans:									
Pass	$ 517	927	596	358	246	513	1,140	—	4,297
Special mention	4	30	40	2	—	22	85	—	183
Substandard	38	67	11	25	2	27	107	—	277
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial mortgage owner-occupied loans	$ 559	1,024	647	385	248	562	1,332	—	4,757
Commercial mortgage nonowner-occupied loans:									
Pass	$ 205	736	627	381	207	459	1,598	—	4,213
Special mention	31	120	57	61	8	—	338	—	615
Substandard	31	195	26	64	3	11	432	—	762
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial mortgage nonowner-occupied loans	$ 267	1,051	710	506	218	470	2,368	—	5,590
Commercial construction loans:									
Pass	$ 28	73	47	27	—	11	4,715	—	4,901
Special mention	—	66	—	—	—	—	442	—	508
Substandard	15	—	—	—	—	—	447	—	462
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial construction loans	$ 43	139	47	27	—	11	5,604	—	5,871
Commercial leases:									
Pass	$ 732	511	350	276	297	989	—	—	3,155
Special mention	1	7	7	5	—	4	—	—	24
Substandard	10	3	7	12	16	11	—	—	59
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial leases	$ 743	521	364	293	313	1,004	—	—	3,238
Total commercial loans and leases:									
Pass	$ 4,646	6,430	3,353	1,785	1,216	2,900	39,953	—	60,283
Special mention	53	256	139	94	38	47	2,075	—	2,702
Substandard	120	357	103	220	91	158	2,986	—	4,035
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial loans and leases	$ 4,819	7,043	3,595	2,099	1,345	3,105	45,014	—	67,020

Fifth Third Bancorp and Subsidiaries
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As of December 31, 2020 ($ in millions)	Term Loans and Leases by Origination Year 2020	2019	2018	2017	2016	Prior	Revolving Loans	Revolving Loans Converted to Term Loans	Total
Commercial and industrial loans:									
Pass	$ 7,042	2,144	1,114	700	471	703	31,657	—	43,831
Special mention	66	46	167	46	5	21	2,317	—	2,668
Substandard	119	80	107	60	39	104	2,639	—	3,148
Doubtful	—	2	9	—	—	—	7	—	18
Total commercial and industrial loans	$ 7,227	2,272	1,397	806	515	828	36,620	—	49,665
Commercial mortgage owner-occupied loans:									
Pass	$ 1,047	655	416	288	249	420	1,025	—	4,100
Special mention	58	12	16	7	2	17	64	—	176
Substandard	211	17	33	7	13	30	88	—	399
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial mortgage owner-occupied loans	$ 1,316	684	465	302	264	467	1,177	—	4,675
Commercial mortgage nonowner-occupied loans:									
Pass	$ 902	679	548	247	223	341	1,626	—	4,566
Special mention	252	68	17	8	36	9	416	—	806
Substandard	149	3	49	14	2	25	301	—	543
Doubtful	12	—	—	—	—	—	—	—	12
Total commercial mortgage nonowner-occupied loans	$ 1,315	750	614	269	261	375	2,343	—	5,927
Commercial construction loans:									
Pass	$ 98	49	27	—	9	12	4,721	—	4,916
Special mention	67	—	—	—	—	—	591	—	658
Substandard	8	—	—	—	—	—	233	—	241
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial construction loans	$ 173	49	27	—	9	12	5,545	—	5,815
Commercial leases:									
Pass	$ 622	374	315	369	314	824	—	—	2,818
Special mention	5	16	5	—	—	—	—	—	26
Substandard	7	4	16	21	6	17	—	—	71
Doubtful	—	—	—	—	—	—	—	—	—
Total commercial leases	$ 634	394	336	390	320	841	—	—	2,915
Total commercial loans and leases:									
Pass	$ 9,711	3,901	2,420	1,604	1,266	2,300	39,029	—	60,231
Special mention	448	142	205	61	43	47	3,388	—	4,334
Substandard	494	104	205	102	60	176	3,261	—	4,402
Doubtful	12	2	9	—	—	—	7	—	30
Total commercial loans and leases	$ 10,665	4,149	2,839	1,767	1,369	2,523	45,685	—	68,997

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Age Analysis of Past Due Commercial Loans and Leases

The following tables summarize the Bancorp's amortized cost basis in portfolio commercial loans and leases, by age and class:

As of June 30, 2021 ($ in millions)	Current Loans and Leases[(a)]	Past Due 30-89 Days[(a)]	Past Due 90 Days or More[(a)]	Past Due Total Past Due	Total Loans and Leases	90 Days Past Due and Still Accruing
Commercial loans and leases:						
Commercial and industrial loans	$ **47,398**	**111**	**55**	**166**	**47,564**	**2**
Commercial mortgage owner-occupied loans	**4,706**	**35**	**16**	**51**	**4,757**	**4**
Commercial mortgage nonowner-occupied loans	**5,587**	**1**	**2**	**3**	**5,590**	**—**
Commercial construction loans	**5,871**	**—**	**—**	**—**	**5,871**	**—**
Commercial leases	**3,224**	**13**	**1**	**14**	**3,238**	**—**
Total portfolio commercial loans and leases	$ **66,786**	**160**	**74**	**234**	**67,020**	**6**

(a) Includes accrual and nonaccrual loans and leases.

As of December 31, 2020 ($ in millions)	Current Loans and Leases[(a)]	Past Due 30-89 Days[(a)]	Past Due 90 Days or More[(a)]	Past Due Total Past Due	Total Loans and Leases	90 Days Past Due and Still Accruing
Commercial loans and leases:						
Commercial and industrial loans	$ 49,421	119	125	244	49,665	39
Commercial mortgage owner-occupied loans	4,645	7	23	30	4,675	7
Commercial mortgage nonowner-occupied loans	5,860	31	36	67	5,927	1
Commercial construction loans	5,808	7	—	7	5,815	—
Commercial leases	2,906	7	2	9	2,915	1
Total portfolio commercial loans and leases	$ 68,640	171	186	357	68,997	48

(a) Includes accrual and nonaccrual loans and leases.

Residential Mortgage and Consumer Portfolio Segments

For purposes of monitoring the credit quality and risk characteristics of its consumer portfolio segment, the Bancorp disaggregates the segment into the following classes: home equity, indirect secured consumer loans, credit card and other consumer loans. The Bancorp's residential mortgage portfolio segment is also a separate class.

The Bancorp considers repayment performance as the best indicator of credit quality for residential mortgage and consumer loans, which includes both the delinquency status and performing versus nonperforming status of the loans. The delinquency status of all residential mortgage and consumer loans and the performing versus nonperforming status is presented in the following table. Refer to the nonaccrual loans and leases section of Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for additional delinquency and nonperforming information. Loans and leases which received payment deferrals or forbearances as part of the Bancorp's COVID-19 customer relief programs are generally not reported as delinquent during the forbearance or deferral period if the loan or lease was less than 30 days past due at March 1, 2020 (the effective date of the COVID-19 national emergency declaration) unless the loan or lease subsequently becomes delinquent according to its modified terms. Refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for additional information.

For collectively evaluated loans in the consumer and residential mortgage portfolio segments, the Bancorp's expected credit loss models primarily utilize the borrower's FICO score and delinquency history in combination with macroeconomic conditions when estimating the probability of default. The estimates for loss severity are primarily based on collateral type and coverage levels and the susceptibility of those characteristics to changes in macroeconomic conditions. The expected balance at the estimated date of default is also particularly significant for portfolio classes which generally have longer terms (such as residential mortgage loans and home equity) and portfolio classes containing a high concentration of loans with revolving privileges (such as credit card and home equity). The estimate of the expected balance at the time of default considers expected prepayment and utilization rates where applicable, which are primarily based on macroeconomic conditions and the utilization history of similar borrowers under those economic conditions. Refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for additional information about the Bancorp's process for developing these models and its process for estimating credit losses for periods beyond the reasonable and supportable forecast period.

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The following tables present the amortized cost basis of the Bancorp's residential mortgage and consumer portfolio segments, by class and vintage, disaggregated by both age and performing versus nonperforming status:

	Term Loans by Origination Year								
As of June 30, 2021 ($ in millions)	2021	2020	2019	2018	2017	Prior	Revolving Loans	Revolving Loans Converted to Term Loans	Total
Residential mortgage loans:									
Performing:									
Current[(a)]	**$ 3,080**	**3,840**	**1,696**	**574**	**1,226**	**5,439**	**—**	**—**	**15,855**
30-89 days past due	**1**	**2**	**1**	**—**	**2**	**13**	**—**	**—**	**19**
90 days or more past due	**—**	**3**	**4**	**2**	**5**	**43**	**—**	**—**	**57**
Total performing	**3,081**	**3,845**	**1,701**	**576**	**1,233**	**5,495**	**—**	**—**	**15,931**
Nonperforming	**—**	**—**	**—**	**1**	**3**	**45**	**—**	**—**	**49**
Total residential mortgage loans[(b)]	**$ 3,081**	**3,845**	**1,701**	**577**	**1,236**	**5,540**	**—**	**—**	**15,980**
Home equity:									
Performing:									
Current	**$ 1**	**9**	**18**	**23**	**3**	**134**	**4,243**	**8**	**4,439**
30-89 days past due	**—**	**—**	**—**	**—**	**—**	**3**	**17**	**—**	**20**
90 days or more past due	**—**	**—**	**—**	**—**	**—**	**1**	**—**	**—**	**1**
Total performing	**1**	**9**	**18**	**23**	**3**	**138**	**4,260**	**8**	**4,460**
Nonperforming	**—**	**—**	**—**	**—**	**—**	**10**	**74**	**1**	**85**
Total home equity	**$ 1**	**9**	**18**	**23**	**3**	**148**	**4,334**	**9**	**4,545**
Indirect secured consumer loans:									
Performing:									
Current	**$ 4,691**	**5,268**	**2,930**	**1,252**	**593**	**337**	**—**	**—**	**15,071**
30-89 days past due	**5**	**17**	**20**	**15**	**7**	**4**	**—**	**—**	**68**
90 days or more past due	**—**	**1**	**1**	**1**	**1**	**—**	**—**	**—**	**4**
Total performing	**4,696**	**5,286**	**2,951**	**1,268**	**601**	**341**	**—**	**—**	**15,143**
Nonperforming	**—**	**29**	**6**	**7**	**4**	**3**	**—**	**—**	**49**
Total indirect secured consumer loans	**$ 4,696**	**5,315**	**2,957**	**1,275**	**605**	**344**	**—**	**—**	**15,192**
Credit card:									
Performing:									
Current	**$ —**	**—**	**—**	**—**	**—**	**—**	**1,737**	**—**	**1,737**
30-89 days past due	**—**	**—**	**—**	**—**	**—**	**—**	**15**	**—**	**15**
90 days or more past due	**—**	**—**	**—**	**—**	**—**	**—**	**14**	**—**	**14**
Total performing	**—**	**—**	**—**	**—**	**—**	**—**	**1,766**	**—**	**1,766**
Nonperforming	**—**	**—**	**—**	**—**	**—**	**—**	**27**	**—**	**27**
Total credit card	**$ —**	**—**	**—**	**—**	**—**	**—**	**1,793**	**—**	**1,793**
Other consumer loans:									
Performing:									
Current	**$ 451**	**702**	**382**	**371**	**138**	**57**	**936**	**1**	**3,038**
30-89 days past due	**1**	**2**	**3**	**2**	**1**	**—**	**2**	**—**	**11**
90 days or more past due	**—**	**—**	**1**	**—**	**—**	**—**	**—**	**—**	**1**
Total performing	**452**	**704**	**386**	**373**	**139**	**57**	**938**	**1**	**3,050**
Nonperforming	**—**	**1**	**—**	**—**	**—**	**—**	**1**	**—**	**2**
Total other consumer loans	**$ 452**	**705**	**386**	**373**	**139**	**57**	**939**	**1**	**3,052**
Total residential mortgage and consumer loans:									
Performing:									
Current	**$ 8,223**	**9,819**	**5,026**	**2,220**	**1,960**	**5,967**	**6,916**	**9**	**40,140**
30-89 days past due	**7**	**21**	**24**	**17**	**10**	**20**	**34**	**—**	**133**
90 days or more past due	**—**	**4**	**6**	**3**	**6**	**44**	**14**	**—**	**77**
Total performing	**8,230**	**9,844**	**5,056**	**2,240**	**1,976**	**6,031**	**6,964**	**9**	**40,350**
Nonperforming	**—**	**30**	**6**	**8**	**7**	**58**	**102**	**1**	**212**
Total residential mortgage and consumer loans[(b)]	**$ 8,230**	**9,874**	**5,062**	**2,248**	**1,983**	**6,089**	**7,066**	**10**	**40,562**

(a) *Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of June 30, 2021, $65 of these loans were 30-89 days past due and $163 were 90 days or more past due. The Bancorp recognized an immaterial amount and $1 of losses during the three and six months ended June 30, 2021, respectively, due to claim denials and curtailments associated with these insured or guaranteed loans.*

(b) *Excludes $151 of residential mortgage loans measured at fair value at June 30, 2021.*

	Term Loans by Origination Year								
As of December 31, 2020 ($ in millions)	2020	2019	2018	2017	2016	Prior	Revolving Loans	Revolving Loans Converted to Term Loans	Total
Residential mortgage loans:									
Performing:									
Current[(a)]	$ 4,006	2,128	827	1,635	2,301	4,719	—	—	15,616
30-89 days past due	1	1	3	3	1	12	—	—	21
90 days or more past due	—	6	2	7	7	48	—	—	70
Total performing	4,007	2,135	832	1,645	2,309	4,779	—	—	15,707
Nonperforming	1	—	2	2	3	52	—	—	60
Total residential mortgage loans[(b)]	$ 4,008	2,135	834	1,647	2,312	4,831	—	—	15,767
Home equity:									
Performing:									
Current	$ 11	24	30	4	2	153	4,825	10	5,059
30-89 days past due	—	—	—	—	—	3	33	—	36
90 days or more past due	—	—	—	—	—	2	—	—	2
Total performing	11	24	30	4	2	158	4,858	10	5,097
Nonperforming	—	—	—	—	—	10	75	1	86
Total home equity	$ 11	24	30	4	2	168	4,933	11	5,183
Indirect secured consumer loans:									
Performing:									
Current	$ 6,626	3,752	1,678	860	372	214	—	—	13,502
30-89 days past due	25	41	31	17	7	4	—	—	125
90 days or more past due	1	2	3	2	1	1	—	—	10
Total performing	6,652	3,795	1,712	879	380	219	—	—	13,637
Nonperforming	1	5	4	3	2	1	—	—	16
Total indirect secured consumer loans	$ 6,653	3,800	1,716	882	382	220	—	—	13,653
Credit card:									
Performing:									
Current	$ —	—	—	—	—	—	1,914	—	1,914
30-89 days past due	—	—	—	—	—	—	30	—	30
90 days or more past due	—	—	—	—	—	—	31	—	31
Total performing	—	—	—	—	—	—	1,975	—	1,975
Nonperforming	—	—	—	—	—	—	32	—	32
Total credit card	$ —	—	—	—	—	—	2,007	—	2,007
Other consumer loans:									
Performing:									
Current	$ 883	546	437	178	32	40	878	1	2,995
30-89 days past due	2	5	4	2	—	—	2	—	15
90 days or more past due	—	2	—	—	—	—	—	—	2
Total performing	885	553	441	180	32	40	880	1	3,012
Nonperforming	—	—	—	—	—	1	1	—	2
Total other consumer loans	$ 885	553	441	180	32	41	881	1	3,014
Total residential mortgage and consumer loans:									
Performing:									
Current	$11,526	6,450	2,972	2,677	2,707	5,126	7,617	11	39,086
30-89 days past due	28	47	38	22	8	19	65	—	227
90 days or more past due	1	10	5	9	8	51	31	—	115
Total performing	11,555	6,507	3,015	2,708	2,723	5,196	7,713	11	39,428
Nonperforming	2	5	6	5	5	64	108	1	196
Total residential mortgage and consumer loans[(b)]	$11,557	6,512	3,021	2,713	2,728	5,260	7,821	12	39,624

(a) Information includes advances made pursuant to servicing agreements for GNMA mortgage pools whose repayments are insured by the FHA or guaranteed by the VA. As of December 31, 2020, $103 of these loans were 30-89 days past due and $242 were 90 days or more past due. The Bancorp recognized $1 and $2 of losses during the three and six months ended June 30, 2020, respectively, due to claim denials and curtailments associated with these insured or guaranteed loans.

(b) Excludes $161 of residential mortgage loans measured at fair value at December 31, 2020.

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Collateral-Dependent Loans and Leases

The Bancorp considers a loan or lease to be collateral-dependent when the borrower is experiencing financial difficulty and repayment is expected to be provided substantially through the operation or sale of the collateral. When a loan or lease is collateral-dependent, its fair value is generally based on the fair value less cost to sell of the underlying collateral.

The following table presents the amortized cost basis of the Bancorp's collateral-dependent loans and leases, by portfolio class, as of:

($ in millions)		June 30, 2021	December 31, 2020
Commercial loans and leases:			
Commercial and industrial loans	$	**539**	810
Commercial mortgage owner-occupied loans		**35**	101
Commercial mortgage nonowner-occupied loans		**29**	82
Commercial construction loans		**18**	19
Commercial leases		**8**	6
Total commercial loans and leases	$	**629**	1,018
Residential mortgage loans		**67**	80
Consumer loans:			
Home equity		**65**	71
Indirect secured consumer loans		**9**	9
Total consumer loans	$	**74**	80
Total portfolio loans and leases	$	**770**	1,178

Nonperforming Assets

Nonperforming assets include nonaccrual loans and leases for which ultimate collectability of the full amount of the principal and/or interest is uncertain; restructured loans which have not yet met the requirements to be returned to accrual status; certain restructured consumer and residential mortgage loans which are 90 days past due based on the restructured terms unless the loan is both well-secured and in the process of collection; and certain other assets, including OREO and other repossessed property.

The following table presents the amortized cost basis of the Bancorp's nonaccrual loans and leases, by class, and OREO and other repossessed property as of:

		June 30, 2021			December 31, 2020		
($ in millions)		With an ALLL	No Related ALLL	Total	With an ALLL	No Related ALLL	Total
Commercial loans and leases:							
Commercial and industrial loans	$	**181**	**167**	**348**	213	260	473
Commercial mortgage owner-occupied loans		**11**	**17**	**28**	20	60	80
Commercial mortgage nonowner-occupied loans		**23**	**1**	**24**	34	43	77
Commercial construction loans		**—**	**—**	**—**	1	—	1
Commercial leases		**6**	**3**	**9**	6	1	7
Total nonaccrual portfolio commercial loans and leases	$	**221**	**188**	**409**	274	364	638
Residential mortgage loans		**3**	**46**	**49**	11	49	60
Consumer loans:							
Home equity		**56**	**29**	**85**	55	31	86
Indirect secured consumer loans		**42**	**7**	**49**	8	8	16
Credit card		**27**	**—**	**27**	32	—	32
Other consumer loans		**2**	**—**	**2**	2	—	2
Total nonaccrual portfolio consumer loans	$	**127**	**36**	**163**	97	39	136
Total nonaccrual portfolio loans and leases(a)(b)	$	**351**	**270**	**621**	382	452	834
OREO and other repossessed property		**—**	**36**	**36**	—	30	30
Total nonperforming portfolio assets(a)(b)	$	**351**	**306**	**657**	382	482	864

(a) *Excludes $13 and $5 of nonaccrual loans held for sale as of June 30, 2021 and December 31, 2020, respectively, and $27 and $1 of nonaccrual restructured loans held for sale as of June 30, 2021 and December 31, 2020, respectively.*

(b) *Includes $26 and $29 of nonaccrual government insured commercial loans whose repayments are insured by the SBA as of June 30, 2021 and December 31, 2020, respectively, of which $13 and $17 are restructured nonaccrual government insured commercial loans as of June 30, 2021 and December 31, 2020, respectively.*

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The following table presents the interest income recognized on the Bancorp's nonaccrual loans and leases, by class:

($ in millions)		For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Commercial loans and leases:					
Commercial and industrial loans	$	**4**	3	**9**	4
Commercial mortgage owner-occupied loans		**2**	—	**7**	—
Commercial mortgage nonowner-occupied loans		**2**	—	**2**	—
Commercial leases		**—**	—	**—**	1
Total nonaccrual portfolio commercial loans and leases	$	**8**	3	**18**	5
Residential mortgage loans		**6**	7	**13**	15
Consumer loans:					
Home equity		**2**	2	**4**	5
Indirect secured consumer loans		**—**	—	**1**	—
Credit card		**1**	1	**2**	2
Total nonaccrual portfolio consumer loans	$	**3**	3	**7**	7
Total nonaccrual portfolio loans and leases	$	**17**	13	**38**	27

The Bancorp's amortized cost basis of consumer mortgage loans secured by residential real estate properties for which formal foreclosure proceedings are in process according to local requirements of the applicable jurisdiction was $118 million and $136 million as of June 30, 2021 and December 31, 2020, respectively.

Troubled Debt Restructurings

A loan is accounted for as a TDR if the Bancorp, for economic or legal reasons related to the borrower's financial difficulties, grants a concession to the borrower that it would not otherwise consider. TDRs include concessions granted under reorganization, arrangement or other provisions of the Federal Bankruptcy Act. Within each of the Bancorp's loan classes, TDRs typically involve either a reduction of the stated interest rate of the loan, an extension of the loan's maturity date with a stated rate lower than the current market rate for a new loan with similar risk, or in limited circumstances, a reduction of the principal balance of the loan or the loan's accrued interest. Modifying the terms of a loan may result in an increase or decrease to the ALLL depending upon the terms modified, the method used to measure the ALLL for a loan prior to modification, the extent of collateral, and whether any charge-offs were recorded on the loan before or at the time of modification. Refer to the ALLL section of Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for information on the Bancorp's ALLL methodology. Upon modification of a loan, the Bancorp measures the expected credit loss as either the difference between the amortized cost of the loan and the fair value of collateral less cost to sell or the difference between the estimated future cash flows expected to be collected on the modified loan, discounted at the original effective yield of the loan, and the carrying value of the loan. The resulting measurement may result in the need for minimal or no allowance regardless of which is used because it is probable that all cash flows will be collected under the modified terms of the loan. In addition, if the stated interest rate was increased in a TDR that is not collateral-dependent, the cash flows on the modified loan, using the pre-modification interest rate as the discount rate, often exceed the amortized cost basis of the loan. Conversely, upon a modification that reduces the stated interest rate on a loan that is not collateral-dependent, the Bancorp recognizes an increase to the ALLL. If a TDR involves a reduction of the principal balance of the loan or the loan's accrued interest, that amount is charged off to the ALLL. Loans discharged in a Chapter 7 bankruptcy and not reaffirmed by the borrower are treated as nonaccrual collateral-dependent loans with a charge-off recognized to reduce the carrying values of such loans to the fair value of the related collateral less costs to sell. Certain loan modifications which were made in response to the COVID-19 pandemic were not evaluated for classification as a TDR. Refer to the Regulatory Developments Related to the COVID-19 Pandemic section of Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for additional information.

The Bancorp had commitments to lend additional funds to borrowers whose terms have been modified in a TDR, consisting of line of credit and letter of credit commitments of $41 million and $67 million, respectively, as of June 30, 2021 compared to $67 million and $72 million, respectively, as of December 31, 2020.

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The following tables provide a summary of portfolio loans, by class, modified in a TDR by the Bancorp during the three months ended:

June 30, 2021 ($ in millions)	Number of Loans Modified in a TDR During the Period[(a)]	Amortized Cost Basis of Loans Modified in a TDR During the Period	Increase to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:				
Commercial and industrial loans	**7**	**$ 25**	—	—
Residential mortgage loans	**124**	**23**	**1**	—
Consumer loans:				
Home equity	**39**	**2**	—	—
Indirect secured consumer loans	**450**	**8**	—	—
Credit card	**1,373**	**8**	**1**	—
Total portfolio loans	**1,993**	**$ 66**	**2**	—

(a) Represents number of loans post-modification and excludes loans previously modified in a TDR.

June 30, 2020 ($ in millions)	Number of Loans Modified in a TDR During the Period[(a)]	Amortized Cost Basis in Loans Modified in a TDR During the Period	Increase to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:				
Commercial and industrial loans	33	$ 107	14	—
Commercial mortgage owner-occupied loans	17	12	—	—
Commercial mortgage nonowner-occupied loans	9	14	—	—
Commercial construction	2	21	1	—
Residential mortgage loans	109	13	1	—
Consumer loans:				
Home equity	21	2	—	—
Indirect secured consumer loans	20	—	—	—
Credit card	973	5	2	—
Total portfolio loans	1,184	$ 174	18	—

(a) Represents number of loans post-modification and excludes loans previously modified in a TDR.

The following tables provide a summary of portfolio loans, by class, modified in a TDR by the Bancorp during the six months ended:

June 30, 2021 ($ in millions)	Number of Loans Modified in a TDR During the Period[(a)]	Amortized Cost Basis of Loans Modified in a TDR During the Period	Increase (Decrease) to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:				
Commercial and industrial loans	**26**	**$ 31**	**1**	—
Commercial mortgage owner-occupied loans	**1**	**4**	—	—
Commercial mortgage nonowner-occupied loans	**3**	**25**	—	—
Residential mortgage loans	**302**	**59**	**2**	—
Consumer loans:				
Home equity	**97**	**5**	**(1)**	—
Indirect secured consumer loans	**2,193**	**51**	**1**	—
Credit card	**3,168**	**18**	**4**	—
Total portfolio loans	**5,790**	**$ 193**	**7**	—

(a) Represents number of loans post-modification and excludes loans previously modified in a TDR.

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June 30, 2020 ($ in millions)	Number of Loans Modified in a TDR During the Period(a)	Recorded Investment in Loans Modified in a TDR During the Period	Increase (Decrease) to ALLL Upon Modification	Charge-offs Recognized Upon Modification
Commercial loans:				
Commercial and industrial loans	63	$ 176	24	—
Commercial mortgage owner-occupied loans	28	19	—	—
Commercial mortgage nonowner-occupied loans	12	22	—	—
Commercial construction	3	21	1	—
Residential mortgage loans	293	37	1	—
Consumer loans:				
Home equity	42	4	(1)	—
Indirect secured consumer loans	42	—	—	—
Credit card	2,857	15	6	—
Total portfolio loans	3,340	$ 294	31	—

(a) Represents number of loans post-modification and excludes loans previously modified in a TDR.

The Bancorp considers TDRs that become 90 days or more past due under the modified terms as subsequently defaulted. For commercial loans not subject to individual evaluation for an ALLL, the applicable commercial models are applied for purposes of determining the ALLL as well as qualitatively assessing whether those loans are reasonably expected to be further restructured prior to their maturity date and, if so, the impact such a restructuring would have on the remaining contractual life of the loans. When a residential mortgage, home equity, indirect secured consumer or other consumer loan that has been modified in a TDR subsequently defaults, the present value of expected cash flows used in the measurement of the expected credit loss is generally limited to the expected net proceeds from the sale of the loan's underlying collateral and any resulting collateral shortfall is reflected as a charge-off or an increase in ALLL. The Bancorp recognizes an ALLL for the entire balance of the credit card loans modified in a TDR that subsequently default.

The following tables provide a summary of TDRs that subsequently defaulted during the three months ended June 30, 2021 and 2020 and were within 12 months of the restructuring date:

June 30, 2021 ($ in millions)(a)	Number of Contracts	Amortized Cost
Commercial loans:		
Commercial and industrial loans	**1**	**$ —**
Residential mortgage loans	**16**	**2**
Consumer loans:		
Home equity	**5**	**—**
Indirect secured consumer loans	**32**	**—**
Credit card	**11**	**—**
Total portfolio loans	**65**	**$ 2**

(a) Excludes all loans held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.

June 30, 2020 ($ in millions)(a)	Number of Contracts	Amortized Cost
Commercial loans:		
Commercial and industrial loans	6	$ 4
Commercial mortgage owner-occupied loans	5	1
Commercial mortgage nonowner-occupied loans	1	4
Residential mortgage loans	25	4
Consumer loans:		
Home equity	2	—
Indirect secured consumer loans	3	—
Credit card	16	—
Total portfolio loans	58	$ 13

(a) Excludes all loans held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.

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The following tables provide a summary of TDRs that subsequently defaulted during the six months ended June 30, 2021 and 2020 and were within 12 months of the restructuring date:

June 30, 2021 ($ in millions)[(a)]	Number of Contracts		Amortized Cost
Commercial loans:			
Commercial and industrial loans	**1**	**$**	**—**
Commercial mortgage nonowner-occupied loans	**1**		**25**
Residential mortgage loans	**51**		**7**
Consumer loans:			
Home equity	**17**		**1**
Indirect secured consumer loans	**58**		**1**
Credit card	**34**		**—**
Total portfolio loans	**162**	**$**	**34**

(a) Excludes all loans and leases held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.

June 30, 2020 ($ in millions)[(a)]	Number of Contracts		Amortized Cost
Commercial loans:			
Commercial and industrial loans	6	$	4
Commercial mortgage owner-occupied loans	7		2
Commercial mortgage nonowner-occupied loans	2		9
Residential mortgage loans	72		10
Consumer loans:			
Home equity	3		—
Indirect secured consumer loans	6		—
Credit card	217		1
Total portfolio loans	313	$	26

(a) Excludes all loans and leases held for sale and loans acquired with deteriorated credit quality which were accounted for within a pool.

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7. Bank Premises and Equipment

The following table provides a summary of bank premises and equipment as of:

($ in millions)		June 30, 2021	December 31, 2020
Equipment	$	**2,348**	2,302
Buildings[(a)]		**1,625**	1,612
Land and improvements[(a)]		**641**	636
Leasehold improvements		**472**	467
Construction in progress[(a)]		**103**	108
Bank premises and equipment held for sale:			
Land and improvements		**18**	27
Buildings		**7**	8
Accumulated depreciation and amortization		**(3,141)**	(3,072)
Total bank premises and equipment	$	**2,073**	2,088

(a) Buildings, land and improvements and construction in progress included \$50 and \$46 associated with parcels of undeveloped land intended for future branch expansion at June 30, 2021 and December 31, 2020, respectively.

The Bancorp monitors changing customer preferences associated with the channels it uses for banking transactions to evaluate the efficiency, competitiveness and quality of the customer service experience in its consumer distribution network. As part of this ongoing assessment, the Bancorp may determine that it is no longer fully committed to maintaining full-service banking centers at certain locations. Similarly, the Bancorp may also determine that it is no longer fully committed to building banking centers on certain parcels of land which had previously been held for future branch expansion. The Bancorp closed a total of 43 banking centers throughout its footprint during the six months ended June 30, 2021.

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. Impairment losses associated with such assessments and lower of cost or market adjustments were \$2 million and \$12 million for the three months ended June 30, 2021 and 2020, respectively, and \$4 million and \$14 million for the six months ended June 30, 2021 and 2020, respectively. The recognized impairment losses were recorded in other noninterest income in the Condensed Consolidated Statements of Income.

8. Operating Lease Equipment

Operating lease equipment was \$715 million and \$777 million at June 30, 2021 and December 31, 2020, respectively, net of accumulated depreciation of \$298 million and \$290 million at June 30, 2021 and December 31, 2020, respectively. The Bancorp recorded lease income of \$39 million relating to lease payments for operating leases in leasing business revenue in the Condensed Consolidated Statements of Income during both the three months ended June 30, 2021 and 2020, and \$78 million during both the six months ended June 30, 2021 and 2020. Depreciation expense related to operating lease equipment was \$31 million during both the three months ended June 30, 2021 and 2020, and \$64 million and \$63 million during the six months ended June 30, 2021 and 2020, respectively. The Bancorp received payments of \$80 million related to operating leases during both the six months ended June 30, 2021 and 2020.

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. As a result of these recoverability assessments, the Bancorp recognized an immaterial amount of impairment losses associated with operating lease assets for both the three months ended June 30, 2021 and 2020 and recognized \$25 million and \$3 million of impairment losses for the six months ended June 30, 2021 and 2020, respectively. The recognized impairment losses were recorded in leasing business revenue in the Condensed Consolidated Statements of Income.

The following table presents future lease payments receivable from operating leases for the remainder of 2021 through 2026 and thereafter:

As of June 30, 2021 ($ in millions)		Undiscounted Cash Flows
Remainder of 2021	$	73
2022		129
2023		102
2024		65
2025		42
2026		26
Thereafter		39
Total operating lease payments	$	476

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9. Lease Obligations – Lessee

The Bancorp leases certain banking centers, ATM sites, land for owned buildings and equipment. The Bancorp's lease agreements typically do not contain any residual value guarantees or any material restrictive covenants. For more information on the accounting for lease obligations, refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

The following table provides a summary of lease assets and lease liabilities as of:

($ in millions)	Condensed Consolidated Balance Sheets Caption		**June 30, 2021**	December 31, 2020
Assets				
Operating lease right-of-use assets	Other assets	$	**425**	423
Finance lease right-of-use assets	Bank premises and equipment		**144**	129
Total right-of-use assets[(a)]		$	**569**	552
Liabilities				
Operating lease liabilities	Accrued taxes, interest and expenses	$	**523**	527
Finance lease liabilities	Long-term debt		**146**	130
Total lease liabilities		$	**669**	657

(a) Operating and finance lease right-of-use assets are recorded net of accumulated amortization of $169 and $38, respectively, as of June 30, 2021, and $152 and $29, respectively, as of December 31, 2020.

The following table presents the components of lease costs:

($ in millions)	Condensed Consolidated Statements of Income Caption		For the three months ended June 30, **2021**	2020	For the six months ended June 30, **2021**	2020
Lease costs:						
Amortization of ROU assets	Net occupancy and equipment expense	$	**4**	2	**9**	3
Interest on lease liabilities	Interest on long-term debt		**1**	—	**2**	1
Total finance lease costs		$	**5**	2	**11**	4
Operating lease cost	Net occupancy expense	$	**19**	22	**39**	46
Short-term lease cost	Net occupancy expense		**—**	—	**1**	1
Variable lease cost	Net occupancy expense		**8**	7	**16**	14
Sublease income	Net occupancy expense		**—**	—	**(1)**	(1)
Total operating lease costs		$	**27**	29	**55**	60
Total lease costs		$	**32**	31	**66**	64

The Bancorp performs impairment assessments for ROU assets when events or changes in circumstances indicate that their carrying values may not be recoverable. In addition to the lease costs disclosed in the table above, the Bancorp recognized $2 million and $3 million of impairment losses and termination charges for the ROU assets related to certain operating leases during the three months ended June 30, 2021 and 2020, respectively, and $2 million and $5 million during the six months ended June 30, 2021 and 2020, respectively. The recognized losses were recorded in net occupancy expense in the Condensed Consolidated Statements of Income.

The following table presents undiscounted cash flows payable for both operating leases and finance leases for the remainder of 2021 through 2026 and thereafter as well as a reconciliation of the undiscounted cash flows to the total lease liabilities as follows:

As of June 30, 2021 ($ in millions)		Operating Leases	Finance Leases	Total
Remainder of 2021	$	44	9	53
2022		83	20	103
2023		76	18	94
2024		68	18	86
2025		60	12	72
2026		51	6	57
Thereafter		220	100	320
Total undiscounted cash flows	$	602	183	785
Less: Difference between undiscounted cash flows and discounted cash flows		79	37	116
Present value of lease liabilities	$	523	146	669

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The following table presents the weighted-average remaining lease term and weighted-average discount rate as of:

	June 30, 2021	December 31, 2020
Weighted-average remaining lease term (years):		
Operating leases	**9.09**	9.06
Finance leases	**14.42**	12.93
Weighted-average discount rate:		
Operating leases	**2.95 %**	3.05
Finance leases	**2.58**	2.39

The following table presents information related to lease transactions for the six months ended June 30:

($ in millions)	2021	2020
Cash paid for amounts included in the measurement of lease liabilities:[(a)]		
Operating cash flows from operating leases	**$ 44**	47
Operating cash flows from finance leases	**2**	1
Financing cash flows from finance leases	**9**	2
Gains on sale-leaseback transactions	**2**	—

(a) *The cash flows related to the short-term and variable lease payments are not included in the amounts in the table as they were not included in the measurement of lease liabilities.*

10. Intangible Assets

Intangible assets consist of core deposit intangibles, customer relationships, operating leases, non-compete agreements, trade names and books of business. Intangible assets are amortized on either a straight-line or an accelerated basis over their estimated useful lives and, based on the type of intangible asset, the amortization expense may be recorded in either leasing business revenue or other noninterest expense in the Condensed Consolidated Statements of Income.

The details of the Bancorp's intangible assets are shown in the following table:

($ in millions)	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
As of June 30, 2021			
Core deposit intangibles	**$ 229**	**(135)**	**94**
Customer relationships	**24**	**(6)**	**18**
Operating leases	**14**	**(11)**	**3**
Other	**3**	**(1)**	**2**
Total intangible assets	**$ 270**	**(153)**	**117**
As of December 31, 2020			
Core deposit intangibles	$ 229	(116)	113
Customer relationships	24	(5)	19
Operating leases	17	(12)	5
Other	3	(1)	2
Total intangible assets	$ 273	(134)	139

As of June 30, 2021, all of the Bancorp's intangible assets were being amortized. Amortization expense recognized on intangible assets was $10 million and $13 million for the three months ended June 30, 2021 and 2020, respectively, and $22 million and $29 million for the six months ended June 30, 2021 and 2020, respectively. The Bancorp's projections of amortization expense shown in the following table are based on existing asset balances as of June 30, 2021. Future amortization expense may vary from these projections.

Estimated amortization expense for the remainder of 2021 through 2025 is as follows:

($ in millions)	Total
Remainder of 2021	$ 20
2022	33
2023	24
2024	16
2025	9

11. Variable Interest Entities

The Bancorp, in the normal course of business, engages in a variety of activities that involve VIEs, which are legal entities that lack sufficient equity at risk to finance their activities without additional subordinated financial support or the equity investors of the entities as a group lack any of the characteristics of a controlling interest. The Bancorp evaluates its interest in certain entities to determine if these entities meet the definition of a VIE and whether the Bancorp is the primary beneficiary and should consolidate the entity based on the variable interests it held both at inception and when there is a change in circumstances that requires a reconsideration. If the Bancorp is determined to be the primary beneficiary of a VIE, it must account for the VIE as a consolidated subsidiary. If the Bancorp is determined not to be the primary beneficiary of a VIE but holds a variable interest in the entity, such variable interests are accounted for under the equity method of accounting or other accounting standards as appropriate.

Consolidated VIEs

The Bancorp has consolidated VIEs related to certain automobile loan securitizations where it has determined that it is the primary beneficiary. The following table provides a summary of assets and liabilities carried on the Condensed Consolidated Balance Sheets for consolidated VIEs as of:

($ in millions)		**June 30, 2021**	December 31, 2020
Assets:			
Other short-term investments	$	**33**	55
Indirect secured consumer loans		**455**	756
ALLL		**(3)**	(7)
Other assets		**3**	5
Total assets	$	**488**	809
Liabilities:			
Other liabilities	$	**1**	2
Long-term debt		**400**	656
Total liabilities	$	**401**	658

The Bancorp has previously completed securitization transactions in which the Bancorp transferred certain consumer automobile loans to bankruptcy remote trusts which were also deemed to be VIEs. In each of these securitization transactions, the primary purposes of the VIEs were to issue asset-backed securities with varying levels of credit subordination and payment priority, as well as residual interests, and to provide the Bancorp with access to liquidity for its originated loans. The Bancorp retained residual interests in the VIEs and, therefore, has an obligation to absorb losses and a right to receive benefits from the VIEs that could potentially be significant to the VIEs. In addition, the Bancorp retained servicing rights for the underlying loans and, therefore, holds the power to direct the activities of the VIEs that most significantly impact the economic performance of the VIEs. As a result, the Bancorp concluded that it is the primary beneficiary of the VIEs and has consolidated these VIEs. The assets of the VIEs are restricted to the settlement of the asset-backed securities and other obligations of the VIEs. The third-party holders of the asset-backed notes do not have recourse to the general assets of the Bancorp.

The economic performance of the VIEs is most significantly impacted by the performance of the underlying loans. The principal risks to which the VIEs are exposed include credit risk and prepayment risk. The credit and prepayment risks are managed through credit enhancements in the form of reserve accounts, overcollateralization, excess interest on the loans and the subordination of certain classes of asset-backed securities to other classes.

Non-consolidated VIEs

The following tables provide a summary of assets and liabilities carried on the Condensed Consolidated Balance Sheets related to non-consolidated VIEs for which the Bancorp holds an interest, but is not the primary beneficiary of the VIE, as well as the Bancorp's maximum exposure to losses associated with its interests in the entities as of:

June 30, 2021 ($ in millions)		Total Assets	Total Liabilities	Maximum Exposure
CDC investments	$	**1,668**	**519**	**1,668**
Private equity investments		**117**	**—**	**208**
Loans provided to VIEs		**2,872**	**—**	**4,268**
Lease pool entities		**75**	**—**	**75**

December 31, 2020 ($ in millions)		Total Assets	Total Liabilities	Maximum Exposure
CDC investments	$	1,546	478	1,546
Private equity investments		117	—	200
Loans provided to VIEs		2,420	—	3,649
Lease pool entities		73	—	73

CDC investments

CDC, a wholly-owned indirect subsidiary of the Bancorp, was created to invest in projects to create affordable housing, revitalize business and residential areas and preserve historic landmarks. CDC generally co-invests with other unrelated companies and/or individuals and typically makes investments in a separate legal entity that owns the property under development. The entities are usually formed as limited partnerships and LLCs and CDC typically invests as a limited partner/investor member in the form of equity contributions. The economic performance of the VIEs is driven by the performance of their underlying investment projects as well as the VIEs' ability to operate in compliance with the rules and regulations necessary for the qualification of tax credits generated by equity investments. The Bancorp has determined that it is not the primary beneficiary of these VIEs because it lacks the power to direct the activities that most significantly impact the economic performance of the underlying project or the VIEs' ability to operate in compliance with the rules and regulations necessary for the qualification of tax credits generated by equity investments. This power is held by the managing members who exercise full and exclusive control of the operations of the VIEs. For information regarding the Bancorp's accounting for these investments, refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

The Bancorp's funding requirements are limited to its invested capital and any additional unfunded commitments for future equity contributions. The Bancorp's maximum exposure to loss as a result of its involvement with the VIEs is limited to the carrying amounts of the investments, including the unfunded commitments. The carrying amounts of these investments, which are included in other assets in the Condensed Consolidated Balance Sheets, and the liabilities related to the unfunded commitments, which are included in other liabilities in the Condensed Consolidated Balance Sheets, are included in the previous tables for all periods presented. The Bancorp has no other liquidity arrangements or obligations to purchase assets of the VIEs that would expose the Bancorp to a loss. In certain arrangements, the general partner/managing member of the VIE has guaranteed a level of projected tax credits to be received by the limited partners/investor members, thereby minimizing a portion of the Bancorp's risk.

The Bancorp's CDC investments included $1.4 billion and $1.3 billion of investments in affordable housing tax credits recognized in other assets in the Condensed Consolidated Balance Sheets at June 30, 2021 and December 31, 2020, respectively. The unfunded commitments related to these investments were $514 million and $478 million at June 30, 2021 and December 31, 2020, respectively. The unfunded commitments as of June 30, 2021 are expected to be funded from 2021 to 2039.

The Bancorp has accounted for all of its qualifying LIHTC investments using the proportional amortization method of accounting. The following table summarizes the impact to the Condensed Consolidated Statements of Income related to these investments:

($ in millions)	Condensed Consolidated Statements of Income Caption[(a)]		For the three months ended June 30, 2021	For the three months ended June 30, 2020	For the six months ended June 30, 2021	For the six months ended June 30, 2020
Proportional amortization	Applicable income tax expense	$	**43**	27	**87**	32
Tax credits and other benefits	Applicable income tax expense		**(50)**	(32)	**(101)**	(37)

(a) The Bancorp did not recognize impairment losses resulting from the forfeiture or ineligibility of tax credits or other circumstances during both the three and six months ended June 30, 2021 and 2020.

Private equity investments

The Bancorp invests as a limited partner in private equity investments which provide the Bancorp an opportunity to obtain higher rates of return on invested capital, while also creating cross-selling opportunities for the Bancorp's commercial products. Each of the limited partnerships has an unrelated third-party general partner responsible for appointing the fund manager. The Bancorp has not been appointed fund manager for any of these private equity investments. The funds finance primarily all of their activities from the partners' capital contributions and investment returns. The Bancorp has determined that it is not the primary beneficiary of the funds because it does not have the obligation to absorb the funds' expected losses or the right to receive the funds' expected residual returns that could potentially be significant to the funds and lacks the power to direct the activities that most significantly impact the economic performance of the funds. The Bancorp, as a limited partner, does not have substantive participating or substantive kick-out rights over the general partner. Therefore, the Bancorp accounts for its investments in these limited partnerships under the equity method of accounting.

The Bancorp is exposed to losses arising from the negative performance of the underlying investments in the private equity investments. As a limited partner, the Bancorp's maximum exposure to loss is limited to the carrying amounts of the investments plus unfunded commitments. The carrying amounts of these investments, which are included in other assets in the Condensed Consolidated Balance Sheets, are presented in previous tables. Also, at June 30, 2021 and December 31, 2020, the Bancorp's unfunded commitment amounts to the private equity funds were $91 million and $83 million, respectively. As part of previous commitments, the Bancorp made capital contributions to private equity investments of $6 million and $1 million during the three months ended June 30, 2021 and 2020, respectively, and $7 million and $5 million during the six months ended June 30, 2021 and 2020, respectively.

Loans provided to VIEs
The Bancorp has provided funding to certain unconsolidated VIEs sponsored by third parties. These VIEs are generally established to finance certain consumer and small business loans originated by third parties. The entities are primarily funded through the issuance of a loan from the Bancorp or a syndication through which the Bancorp is involved. The sponsor/administrator of the entities is responsible for servicing the underlying assets in the VIEs. Because the sponsor/administrator, not the Bancorp, holds the servicing responsibilities, which include the establishment and employment of default mitigation policies and procedures, the Bancorp does not hold the power to direct the activities that most significantly impact the economic performance of the entity and, therefore, is not the primary beneficiary.

The principal risk to which these entities are exposed is credit risk related to the underlying assets. The Bancorp's maximum exposure to loss is equal to the carrying amounts of the loans and unfunded commitments to the VIEs. The Bancorp's outstanding loans to these VIEs are included in commercial loans in Note 5. As of June 30, 2021 and December 31, 2020, the Bancorp's unfunded commitments to these entities were $1.4 billion and $1.2 billion, respectively. The loans and unfunded commitments to these VIEs are included in the Bancorp's overall analysis of the ALLL and reserve for unfunded commitments, respectively. The Bancorp does not provide any implicit or explicit liquidity guarantees or principal value guarantees to these VIEs.

Lease pool entities
The Bancorp is a co-investor with other unrelated leasing companies in three LLCs designed for the purpose of purchasing pools of residual interests in leases which have been originated or purchased by the other investing member. For each LLC, the leasing company is the managing member and has full authority over the day-to-day operations of the entity. While the Bancorp holds more than 50% of the equity interests in each LLC, the operating agreements require both members to consent to significant corporate actions, such as liquidating the entity or removing the manager. In addition, the Bancorp has a preference with regards to distributions such that all of the Bancorp's equity contribution for each pool must be distributed, plus a pre-defined rate of return, before the other member may receive distributions. The leasing company is also entitled to the return of its investment plus a pre-defined rate of return before any residual profits are distributed to the members.

The lease pool entities are primarily subject to risk of losses on the lease residuals purchased. The Bancorp has determined that it is not the primary beneficiary of these VIEs because it does not have the power to direct the activities that most significantly impact the economic performance of the entities. This power is held by the leasing company, who as managing member controls the servicing of the leases and collection of the proceeds on the residual interests.

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12. Sales of Receivables and Servicing Rights

Residential Mortgage Loan Sales

The Bancorp sold fixed and adjustable-rate residential mortgage loans during the three and six months ended June 30, 2021 and 2020. In those sales, the Bancorp obtained servicing responsibilities and provided certain standard representations and warranties; however, the investors have no recourse to the Bancorp's other assets for failure of debtors to pay when due. The Bancorp receives servicing fees based on a percentage of the outstanding balance. The Bancorp identifies classes of servicing assets based on financial asset type and interest rates.

Information related to residential mortgage loan sales and the Bancorp's mortgage banking activity, which is included in mortgage banking net revenue in the Condensed Consolidated Statements of Income, is as follows:

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
Residential mortgage loan sales[a]	$ **4,416**	3,063	**7,626**	6,018
Origination fees and gains on loan sales	**81**	95	**170**	176
Gross mortgage servicing fees	**59**	63	**117**	130

(a) Represents the unpaid principal balance at the time of the sale.

Servicing Rights

The Bancorp measures all of its servicing rights at fair value with changes in fair value reported in mortgage banking net revenue in the Condensed Consolidated Statements of Income.

The following table presents changes in the servicing rights related to residential mortgage loans for the six months ended June 30:

($ in millions)	**2021**	2020
Balance, beginning of period	$ **656**	993
Servicing rights originated	**103**	101
Servicing rights purchased	**109**	30
Changes in fair value:		
Due to changes in inputs or assumptions[a]	**103**	(343)
Other changes in fair value[b]	**(153)**	(105)
Balance, end of period	$ **818**	676

(a) Primarily reflects changes in prepayment speed and OAS assumptions which are updated based on market interest rates.
(b) Primarily reflects changes due to realized cash flows and the passage of time.

The Bancorp maintains a non-qualifying hedging strategy to manage a portion of the risk associated with changes in the value of the MSR portfolio. This strategy may include the purchase of free-standing derivatives and various available-for-sale debt and trading debt securities. The interest income, mark-to-market adjustments and gain or loss from sale activities associated with these portfolios are expected to economically hedge a portion of the change in value of the MSR portfolio caused by fluctuating OAS, earnings rates and prepayment speeds. The fair value of the servicing asset is based on the present value of expected future cash flows.

The following table presents activity related to valuations of the MSR portfolio and the impact of the non-qualifying hedging strategy:

	For the three months ended June 30,		For the six months ended June 30,	
($ in millions)	**2021**	2020	**2021**	2020
Securities (losses) gains, net – non-qualifying hedges on mortgage servicing rights	$ **1**	—	**(1)**	3
Changes in fair value and settlement of free-standing derivatives purchased to economically hedge the MSR portfolio[a]	**46**	11	**(88)**	361
MSR fair value adjustment due to changes in inputs or assumptions[a]	**(49)**	(12)	**103**	(343)

(a) Included in mortgage banking net revenue in the Condensed Consolidated Statements of Income.

The key economic assumptions used in measuring the servicing rights related to residential mortgage loans that continued to be held by the Bancorp at the date of sale, securitization or purchase resulting from transactions completed during the three months ended June 30, 2021 and 2020 were as follows:

	June 30, 2021			June 30, 2020		
	Weighted-Average Life (in years)	Prepayment Speed (annual)	OAS (bps)	Weighted-Average Life (in years)	Prepayment Speed (annual)	OAS (bps)
Fixed-rate	**5.9**	**12.3 %**	**610**	5.8	12.4 %	777
Adjustable-rate	—	—	—	3.0	27.1	725

Based on historical credit experience, expected credit losses for residential mortgage loan servicing rights have been deemed immaterial, as the Bancorp sold the majority of the underlying loans without recourse. At June 30, 2021 and December 31, 2020, the Bancorp serviced $71.5 billion and $68.8 billion, respectively, of residential mortgage loans for other investors. The value of MSRs that continue to be held by the Bancorp is subject to credit, prepayment and interest rate risks on the sold financial assets.

At June 30, 2021, the sensitivity of the current fair value of residual cash flows to immediate 10%, 20% and 50% adverse changes in prepayment speed assumptions and immediate 10% and 20% adverse changes in OAS for servicing rights related to residential mortgage loans are as follows:

			Prepayment Speed Assumption				OAS Assumption		
				Impact of Adverse Change on Fair Value				Impact of Adverse Change on Fair Value	
	Fair Value ($ in millions)[(a)]	Weighted-Average Life (in years)	Rate	10%	20%	50%	OAS (bps)	10%	20%
Fixed-rate	$ 812	5.0	14.5 %	$ (29)	(55)	(125)	542	$ (16)	(32)
Adjustable-rate	6	3.7	21.6	—	(1)	(2)	978	—	—

(a) The impact of the weighted-average default rate on the current fair value of residual cash flows for all scenarios is immaterial.

These sensitivities are hypothetical and should be used with caution. As the figures indicate, changes in fair value based on these variations in the assumptions typically cannot be extrapolated because the relationship of the change in assumption to the change in fair value may not be linear. The Bancorp believes that variations of these levels are reasonably possible; however, there is the potential that adverse changes in key assumptions could be even greater. Also, in the previous table, the effect of a variation in a particular assumption on the fair value of the interests that continue to be held by the Bancorp is calculated without changing any other assumption; in reality, changes in one factor may result in changes in another (for example, increases in market interest rates may result in lower prepayments), which might magnify or counteract these sensitivities.

13. Derivative Financial Instruments

The Bancorp maintains an overall risk management strategy that incorporates the use of derivative instruments to reduce certain risks related to interest rate, prepayment and foreign currency volatility. Additionally, the Bancorp holds derivative instruments for the benefit of its commercial customers and for other business purposes. The Bancorp does not enter into unhedged speculative derivative positions.

The Bancorp's interest rate risk management strategy involves modifying the repricing characteristics of certain financial instruments so that changes in interest rates do not adversely affect the Bancorp's net interest margin and cash flows. Derivative instruments that the Bancorp may use as part of its interest rate risk management strategy include interest rate swaps, interest rate floors, interest rate caps, forward contracts, forward starting interest rate swaps, options, swaptions and TBA securities. Interest rate swap contracts are exchanges of interest payments, such as fixed-rate payments for floating-rate payments, based on a stated notional amount and maturity date. Interest rate floors protect against declining rates, while interest rate caps protect against rising interest rates. Forward contracts are contracts in which the buyer agrees to purchase, and the seller agrees to make delivery of, a specific financial instrument at a predetermined price or yield. Options provide the purchaser with the right, but not the obligation, to purchase or sell a contracted item during a specified period at an agreed-upon price. Swaptions are financial instruments granting the owner the right, but not the obligation, to enter into or cancel a swap.

Prepayment volatility arises mostly from changes in fair value of the largely fixed-rate MSR portfolio, mortgage loans and mortgage-backed securities. The Bancorp may enter into various free-standing derivatives (principal-only swaps, interest rate swaptions, interest rate floors, mortgage options, TBA securities and interest rate swaps) to economically hedge prepayment volatility. Principal-only swaps are total return swaps based on changes in the value of the underlying mortgage principal-only trust. TBA securities are a forward purchase agreement for a mortgage-backed securities trade whereby the terms of the security are undefined at the time the trade is made.

Foreign currency volatility occurs as the Bancorp enters into certain loans denominated in foreign currencies. Derivative instruments that the Bancorp may use to economically hedge these foreign denominated loans include foreign exchange swaps and forward contracts.

The Bancorp also enters into derivative contracts (including foreign exchange contracts, commodity contracts and interest rate contracts) for the benefit of commercial customers and other business purposes. The Bancorp economically hedges significant exposures related to these free-standing derivatives by entering into offsetting third-party contracts with approved, reputable and independent counterparties with substantially matching terms and currencies. Credit risk arises from the possible inability of counterparties to meet the terms of their contracts. The Bancorp's exposure is limited to the replacement value of the contracts rather than the notional, principal or contract amounts. Credit risk is minimized through credit approvals, limits, counterparty collateral and monitoring procedures.

The fair value of derivative instruments is presented on a gross basis, even when the derivative instruments are subject to master netting arrangements. Derivative instruments with a positive fair value are reported in other assets in the Condensed Consolidated Balance Sheets while derivative instruments with a negative fair value are reported in other liabilities in the Condensed Consolidated Balance Sheets. Cash collateral payables and receivables associated with the derivative instruments are not added to or netted against the fair value amounts with the exception of certain variation margin payments that are considered legal settlements of the derivative contracts. For derivative contracts cleared through certain central clearing parties who have modified their rules to treat variation margin payments as settlements, the variation margin payments are applied to net the fair value of the respective derivative contracts.

The Bancorp's derivative assets include certain contractual features in which the Bancorp requires the counterparties to provide collateral in the form of cash and securities to offset changes in the fair value of the derivatives, including changes in the fair value due to credit risk of the counterparty. As of June 30, 2021 and December 31, 2020, the balance of collateral held by the Bancorp for derivative assets was $1.1 billion and $1.0 billion, respectively. For derivative contracts cleared through certain central clearing parties whose rules treat variation margin payments as settlement of the derivative contract, the payments for variation margin of $898 million and $1.1 billion were applied to reduce the respective derivative contracts and were also not included in the total amount of collateral held as of June 30, 2021 and December 31, 2020, respectively. As of June 30, 2021 and December 31, 2020, the credit component negatively impacting the fair value of derivative assets associated with customer accommodation contracts was $26 million and $42 million, respectively.

In measuring the fair value of derivative liabilities, the Bancorp considers its own credit risk, taking into consideration collateral maintenance requirements of certain derivative counterparties and the duration of instruments with counterparties that do not require collateral maintenance. When necessary, the Bancorp posts collateral primarily in the form of cash and securities to offset changes in fair value of the derivatives, including changes in fair value due to the Bancorp's credit risk. As of June 30, 2021 and December 31, 2020, the balance of collateral posted by the Bancorp for derivative liabilities was $1.1 billion and $463 million, respectively. Additionally, as of June 30, 2021 and December 31, 2020, $768 million and $1.1 billion, respectively, of variation margin payments were applied to the respective derivative contracts to reduce the Bancorp's derivative liabilities and were also not included in the total amount of collateral posted. Certain of the Bancorp's derivative liabilities contain credit-risk related contingent features that could result in the requirement to post additional collateral upon the occurrence of specified events. As of both June 30, 2021 and December 31, 2020, the fair value of the additional collateral that could be required to be posted as a result of the credit-risk-related contingent features being triggered was immaterial to the Bancorp's Condensed Consolidated Financial Statements. The posting of collateral has been determined to remove the need for further consideration of credit risk. As a result, the Bancorp determined that the impact of the Bancorp's credit risk to the valuation of its derivative liabilities was immaterial to the Bancorp's Condensed Consolidated Financial Statements.

The Bancorp holds certain derivative instruments that qualify for hedge accounting treatment and are designated as either fair value hedges or cash flow hedges. Derivative instruments that do not qualify for hedge accounting treatment, or for which hedge accounting is not established, are held as free-standing derivatives. All customer accommodation derivatives are held as free-standing derivatives.

The following tables reflect the notional amounts and fair values for all derivative instruments included in the Condensed Consolidated Balance Sheets as of:

		Fair Value	
June 30, 2021 ($ in millions)	Notional Amount	Derivative Assets	Derivative Liabilities
Derivatives Designated as Qualifying Hedging Instruments:			
Fair value hedges:			
Interest rate swaps related to long-term debt	**$ 1,455**	**429**	**—**
Total fair value hedges		**429**	**—**
Cash flow hedges:			
Interest rate floors related to C&I loans	**3,000**	**183**	**—**
Interest rate swaps related to C&I loans	**8,000**	**—**	**1**
Total cash flow hedges		**183**	**1**
Total derivatives designated as qualifying hedging instruments		**612**	**1**
Derivatives Not Designated as Qualifying Hedging Instruments:			
Free-standing derivatives - risk management and other business purposes:			
Interest rate contracts related to MSR portfolio	**6,310**	**146**	**—**
Forward contracts related to residential mortgage loans held for sale[(b)]	**3,395**	**1**	**8**
Swap associated with the sale of Visa, Inc. Class B Shares	**3,836**	**—**	**213**
Foreign exchange contracts	**208**	**5**	**—**
Interest rate contracts for collateral management	**12,000**	**5**	**5**
Interest rate contracts for LIBOR transition	**2,372**	**—**	**—**
Total free-standing derivatives – risk management and other business purposes		**157**	**226**
Free-standing derivatives – customer accommodation:			
Interest rate contracts[(a)]	**80,338**	**879**	**225**
Interest rate lock commitments	**1,865**	**39**	**—**
Commodity contracts	**10,369**	**1,240**	**1,209**
TBA securities	**92**	**—**	**—**
Foreign exchange contracts	**19,778**	**281**	**246**
Total free-standing derivatives – customer accommodation		**2,439**	**1,680**
Total derivatives not designated as qualifying hedging instruments		**2,596**	**1,906**
Total		**$ 3,208**	**1,907**

(a) *Derivative assets and liabilities are presented net of variation margin of $52 and $734, respectively.*
(b) *Includes forward sale and forward purchase contracts which are utilized to manage market risk on residential mortgage loans held for sale and the related interest rate lock commitments.*

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December 31, 2020 ($ in millions)	Notional Amount	Fair Value Derivative Assets	Fair Value Derivative Liabilities
Derivatives Designated as Qualifying Hedging Instruments:			
Fair value hedges:			
Interest rate swaps related to long-term debt	$ 1,955	528	—
Total fair value hedges		528	—
Cash flow hedges:			
Interest rate floors related to C&I loans	3,000	244	—
Interest rate swaps related to C&I loans	8,000	16	2
Total cash flow hedges		260	2
Total derivatives designated as qualifying hedging instruments		788	2
Derivatives Not Designated as Qualifying Hedging Instruments:			
Free-standing derivatives – risk management and other business purposes:			
Interest rate contracts related to MSR portfolio	6,910	202	1
Forward contracts related to residential mortgage loans held for sale	2,903	1	16
Swap associated with the sale of Visa, Inc. Class B Shares	3,588	—	201
Foreign exchange contracts	204	—	3
Interest rate contracts for collateral management	12,000	3	1
Interest rate contracts for LIBOR transition	2,372	—	—
Total free-standing derivatives – risk management and other business purposes		206	222
Free-standing derivatives – customer accommodation:			
Interest rate contracts[(a)]	77,806	1,238	265
Interest rate lock commitments	1,830	57	—
Commodity contracts	7,762	375	359
Foreign exchange contracts	14,587	255	224
Total free-standing derivatives – customer accommodation		1,925	848
Total derivatives not designated as qualifying hedging instruments		2,131	1,070
Total		$ 2,919	1,072

(a) Derivative assets and liabilities are presented net of variation margin of $47 and $1,063, respectively.

Fair Value Hedges

The Bancorp may enter into interest rate swaps to convert its fixed-rate funding to floating-rate. Decisions to convert fixed-rate funding to floating are made primarily through consideration of the asset/liability mix of the Bancorp, the desired asset/liability sensitivity and interest rate levels. As of June 30, 2021, certain interest rate swaps met the criteria required to qualify for the shortcut method of accounting that permits the assumption of perfect offset. For all designated fair value hedges of interest rate risk as of June 30, 2021 that were not accounted for under the shortcut method of accounting, the Bancorp performed an assessment of hedge effectiveness using regression analysis with changes in the fair value of the derivative instrument and changes in the fair value of the hedged asset or liability attributable to the hedged risk recorded in the same income statement line in current period net income.

The following table reflects the change in fair value of interest rate contracts, designated as fair value hedges, as well as the change in fair value of the related hedged items attributable to the risk being hedged, included in the Condensed Consolidated Statements of Income:

($ in millions)	Condensed Consolidated Statements of Income Caption	For the three months ended June 30, 2021	For the three months ended June 30, 2020	For the six months ended June 30, 2021	For the six months ended June 30, 2020
Change in fair value of interest rate swaps hedging long-term debt	Interest on long-term debt	**$ 46**	(1)	**(99)**	226
Change in fair value of hedged long-term debt attributable to the risk being hedged	Interest on long-term debt	**(46)**	2	**99**	(225)

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The following amounts were recorded in the Condensed Consolidated Balance Sheets related to cumulative basis adjustments for fair value hedges as of:

($ in millions)	Condensed Consolidated Balance Sheets Caption		June 30, 2021	December 31, 2020
Carrying amount of the hedged items	Long-term debt	$	**1,879**	2,478
Cumulative amount of fair value hedging adjustments included in the carrying amount of the hedged items	Long-term debt		**435**	534

Cash Flow Hedges

The Bancorp may enter into interest rate swaps to convert floating-rate assets and liabilities to fixed rates or to hedge certain forecasted transactions for the variability in cash flows attributable to the contractually specified interest rate. The assets or liabilities may be grouped in circumstances where they share the same risk exposure that the Bancorp desires to hedge. The Bancorp may also enter into interest rate caps and floors to limit cash flow variability of floating-rate assets and liabilities. As of June 30, 2021, all hedges designated as cash flow hedges were assessed for effectiveness using regression analysis. The entire change in the fair value of the interest rate swap included in the assessment of hedge effectiveness is recorded in AOCI and reclassified from AOCI to current period earnings when the hedged item affects earnings. As of June 30, 2021, the maximum length of time over which the Bancorp is hedging its exposure to the variability in future cash flows is 42 months.

Reclassified gains and losses on interest rate contracts related to commercial and industrial loans are recorded within interest income in the Condensed Consolidated Statements of Income. As of June 30, 2021 and December 31, 2020, $548 million and $718 million, respectively, of net deferred gains, net of tax, on cash flow hedges were recorded in AOCI in the Condensed Consolidated Balance Sheets. As of June 30, 2021, $213 million in net unrealized gains, net of tax, recorded in AOCI are expected to be reclassified into earnings during the next 12 months. This amount could differ from amounts actually recognized due to changes in interest rates, hedge de-designations or the addition of other hedges subsequent to June 30, 2021.

During both the three and six months ended June 30, 2021 and 2020, there were no gains or losses reclassified from AOCI into earnings associated with the discontinuance of cash flow hedges because it was probable that the original forecasted transaction would no longer occur by the end of the originally specified time period or within the additional period of time as defined by U.S. GAAP.

The following table presents the pre-tax net (losses) gains recorded in the Condensed Consolidated Statements of Income and in the Condensed Consolidated Statements of Comprehensive Income relating to derivative instruments designated as cash flow hedges:

		For the three months ended June 30,		For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Amount of pre-tax net (losses) gains recognized in OCI	$	**11**	83	**(70)**	624
Amount of pre-tax net gains reclassified from OCI into net income		**73**	62	**146**	94

Free-Standing Derivative Instruments – Risk Management and Other Business Purposes

As part of its overall risk management strategy relative to its mortgage banking activity, the Bancorp may enter into various free-standing derivatives (principal-only swaps, interest rate swaptions, interest rate floors, mortgage options, TBA securities and interest rate swaps) to economically hedge changes in fair value of its largely fixed-rate MSR portfolio. Principal-only swaps hedge the spread between mortgage rates and LIBOR because these swaps appreciate in value as a result of tightening spreads. Principal-only swaps also provide prepayment protection by increasing in value when prepayment speeds increase, as opposed to MSRs that lose value in a faster prepayment environment. Receive fixed/pay floating interest rate swaps and swaptions increase in value when interest rates do not increase as quickly as expected.

The Bancorp enters into forward contracts and mortgage options to economically hedge the change in fair value of certain residential mortgage loans held for sale due to changes in interest rates. IRLCs issued on residential mortgage loan commitments that will be held for sale are also considered free-standing derivative instruments and the interest rate exposure on these commitments is economically hedged primarily with forward contracts. Revaluation gains and losses from free-standing derivatives related to mortgage banking activity are recorded as a component of mortgage banking net revenue in the Condensed Consolidated Statements of Income.

In conjunction with the sale of Visa, Inc. Class B Shares in 2009, the Bancorp entered into a total return swap in which the Bancorp will make or receive payments based on subsequent changes in the conversion rate of the Class B Shares into Class A Shares. This total return swap is accounted for as a free-standing derivative. Refer to Note 21 for further discussion of significant inputs and assumptions used in the valuation of this instrument.

The Bancorp entered into certain interest rate swap contracts for the purpose of managing its collateral positions across two central clearing parties. These interest rate swaps were perfectly offsetting positions that allowed the Bancorp to lower the cash posted as required initial

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margin at the clearing parties, which reduced its credit exposure to the clearing parties. Given that all relevant terms for these interest rate swaps are offsetting, these trades create no additional market risk for the Bancorp.

As part of the LIBOR to SOFR transition, the Bancorp received certain interest rate swap contracts from the two central clearing parties that are moving from an Effective Federal Funds Rate discounting curve to a SOFR discounting curve. The purpose of these interest rate swaps was to neutralize the impact on collateral requirements due to the change in discounting curves implemented by the central clearing parties.

The net gains (losses) recorded in the Condensed Consolidated Statements of Income relating to free-standing derivative instruments used for risk management and other business purposes are summarized in the following table:

($ in millions)	Condensed Consolidated Statements of Income Caption	For the three months ended June 30, 2021	2020	For the six months ended June 30, 2021	2020
Interest rate contracts:					
Forward contracts related to residential mortgage loans held for sale	Mortgage banking net revenue	$ **(58)**	47	**9**	(11)
Interest rate contracts related to MSR portfolio	Mortgage banking net revenue	**46**	11	**(88)**	361
Foreign exchange contracts:					
Foreign exchange contracts for risk management purposes	Other noninterest income	**(3)**	(6)	**(5)**	8
Equity contracts:					
Swap associated with sale of Visa, Inc. Class B Shares	Other noninterest income	**(37)**	(29)	**(50)**	(51)

Free-Standing Derivative Instruments – Customer Accommodation

The majority of the free-standing derivative instruments the Bancorp enters into are for the benefit of its commercial customers. These derivative contracts are not designated against specific assets or liabilities on the Condensed Consolidated Balance Sheets or to forecasted transactions and, therefore, do not qualify for hedge accounting. These instruments include foreign exchange derivative contracts entered into for the benefit of commercial customers involved in international trade to hedge their exposure to foreign currency fluctuations and commodity contracts to hedge such items as natural gas and various other derivative contracts. The Bancorp may economically hedge significant exposures related to these derivative contracts entered into for the benefit of customers by entering into offsetting contracts with approved, reputable, independent counterparties with substantially matching terms. The Bancorp hedges its interest rate exposure on commercial customer transactions by executing offsetting swap agreements with primary dealers. Revaluation gains and losses on interest rate, foreign exchange, commodity and other commercial customer derivative contracts are recorded as a component of commercial banking revenue or other noninterest income in the Condensed Consolidated Statements of Income.

The Bancorp enters into risk participation agreements, under which the Bancorp assumes credit exposure relating to certain underlying interest rate derivative contracts. The Bancorp only enters into these risk participation agreements in instances in which the Bancorp has participated in the loan that the underlying interest rate derivative contract was designed to hedge. The Bancorp will make payments under these agreements if a customer defaults on its obligation to perform under the terms of the underlying interest rate derivative contract. The total notional amount of the risk participation agreements was $3.4 billion at both June 30, 2021 and December 31, 2020 and the fair value was a liability of $8 million at both June 30, 2021 and December 31, 2020, which is included in other liabilities in the Condensed Consolidated Balance Sheets. As of June 30, 2021, the risk participation agreements had a weighted-average remaining life of 3.2 years.

The Bancorp's maximum exposure in the risk participation agreements is contingent on the fair value of the underlying interest rate derivative contracts in an asset position at the time of default. The Bancorp monitors the credit risk associated with the underlying customers in the risk participation agreements through the same risk grading system currently utilized for establishing loss reserves in its loan and lease portfolio.

Risk ratings of the notional amount of risk participation agreements under this risk rating system are summarized in the following table as of:

($ in millions)	June 30, 2021	December 31, 2020
Pass	$ **3,385**	3,231
Special mention	**14**	113
Substandard	**49**	52
Total	$ **3,448**	3,396

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The net gains (losses) recorded in the Condensed Consolidated Statements of Income relating to free-standing derivative instruments used for customer accommodation are summarized in the following table:

($ in millions)	Condensed Consolidated Statements of Income Caption	For the three months ended June 30, 2021	For the three months ended June 30, 2020	For the six months ended June 30, 2021	For the six months ended June 30, 2020
Interest rate contracts:					
Interest rate contracts for customers (contract revenue)	Commercial banking revenue	$ **12**	12	**19**	26
Interest rate contracts for customers (credit portion of fair value adjustment)	Other noninterest expense	**1**	(1)	**16**	(34)
Interest rate lock commitments	Mortgage banking net revenue	**57**	82	**89**	182
Commodity contracts:					
Commodity contracts for customers (contract revenue)	Commercial banking revenue	**6**	4	**11**	7
Commodity contracts for customers (credit portion of fair value adjustment)	Other noninterest expense	**(1)**	—	**—**	(1)
Commodity contracts for customers (credit losses)	Other noninterest expense	**—**	(1)	**—**	(1)
Foreign exchange contracts:					
Foreign exchange contracts for customers (contract revenue)	Commercial banking revenue	**16**	14	**30**	26
Foreign exchange contracts for customers (contract revenue)	Other noninterest income	**(2)**	(3)	**(1)**	3
Foreign exchange contracts for customers (credit portion of fair value adjustment)	Other noninterest expense	**—**	1	**—**	(1)

Offsetting Derivative Financial Instruments

The Bancorp's derivative transactions are generally governed by ISDA Master Agreements and similar arrangements, which include provisions governing the setoff of assets and liabilities between the parties. When the Bancorp has more than one outstanding derivative transaction with a single counterparty, the setoff provisions contained within these agreements generally allow the non-defaulting party the right to reduce its liability to the defaulting party by amounts eligible for setoff, including the collateral received as well as eligible offsetting transactions with that counterparty, irrespective of the currency, place of payment or booking office. The Bancorp's policy is to present its derivative assets and derivative liabilities on the Condensed Consolidated Balance Sheets on a gross basis, even when provisions allowing for setoff are in place. However, for derivative contracts cleared through certain central clearing parties who have modified their rules to treat variation margin payments as settlements, the fair value of the respective derivative contracts is reported net of the variation margin payments.

Collateral amounts included in the tables below consist primarily of cash and highly rated government-backed securities and do not include variation margin payments for derivative contracts with legal rights of setoff for both periods shown.

The following tables provide a summary of offsetting derivative financial instruments:

	Gross Amount Recognized in the Condensed Consolidated Balance Sheets(a)	Gross Amounts Not Offset in the Condensed Consolidated Balance Sheets: Derivatives	Gross Amounts Not Offset in the Condensed Consolidated Balance Sheets: Collateral(b)	Net Amount
As of June 30, 2021				
Derivative assets	$ **3,169**	**(742)**	**(632)**	**1,795**
Derivative liabilities	**1,907**	**(742)**	**(811)**	**354**
As of December 31, 2020				
Derivative assets	$ 2,862	(621)	(755)	1,486
Derivative liabilities	1,072	(621)	(221)	230

(a) *Amount does not include IRLCs because these instruments are not subject to master netting or similar arrangements.*
(b) *Amount of collateral received as an offset to asset positions or pledged as an offset to liability positions. Collateral values in excess of related derivative amounts recognized in the Condensed Consolidated Balance Sheets were excluded from this table.*

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14. Other Short-Term Borrowings

Borrowings with original maturities of one year or less are classified as short-term. The following table presents a summary of the Bancorp's other short-term borrowings as of:

($ in millions)		June 30, 2021	December 31, 2020
Securities sold under repurchase agreements	$	**533**	679
Derivative collateral		**596**	474
Other secured borrowings		**1**	39
Total other short-term borrowings	$	**1,130**	1,192

The Bancorp's securities sold under repurchase agreements are accounted for as secured borrowings and are collateralized by securities included in available-for-sale debt and other securities in the Condensed Consolidated Balance Sheets. These securities are subject to changes in market value and, therefore, the Bancorp may increase or decrease the level of securities pledged as collateral based upon these movements in market value. As of both June 30, 2021 and December 31, 2020, all securities sold under repurchase agreements were secured by agency residential mortgage-backed securities and the repurchase agreements had an overnight remaining contractual maturity.

The Bancorp's other secured borrowings at December 31, 2020 primarily included obligations recognized by the Bancorp under ASC Topic 860 related to certain loans sold to GNMA and serviced by the Bancorp. Under ASC Topic 860, once the Bancorp has the unilateral right to repurchase the GNMA loans due to the borrower missing three consecutive payments, the Bancorp is considered to have regained effective control over the loan. As such, the Bancorp is required to recognize both the loan and the repurchase liability, regardless of the intent to repurchase the loans. The Bancorp repurchased these loans during the second quarter of 2021.

15. Capital Actions

Accelerated Share Repurchase Transactions

During the six months ended June 30, 2021, the Bancorp entered into and settled accelerated share repurchase transactions. As part of these transactions, the Bancorp entered into forward contracts in which the final number of shares delivered at settlement was based generally on a discount to the average daily volume weighted-average price of the Bancorp's common stock during the term of these repurchase agreements. The accelerated share repurchases were treated as two separate transactions, (i) the repurchase of treasury shares on the repurchase date and (ii) a forward contract indexed to the Bancorp's common stock.

The following table presents a summary of the Bancorp's accelerated share repurchase transactions that were entered into and settled during the six months ended June 30, 2021:

Repurchase Date		Amount ($ in millions)	Shares Repurchased on Repurchase Date	Shares Received from Forward Contract Settlement	Total Shares Repurchased	Final Settlement Date
January 26, 2021	$	180	4,951,456	366,939	5,318,395	March 31, 2021
April 23, 2021		347	7,894,807	675,295	8,570,102	June 11, 2021

For further information on a subsequent event related to capital actions, refer to Note 23.

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16. Commitments, Contingent Liabilities and Guarantees

The Bancorp, in the normal course of business, enters into financial instruments and various agreements to meet the financing needs of its customers. The Bancorp also enters into certain transactions and agreements to manage its interest rate and prepayment risks, provide funding, equipment and locations for its operations and invest in its communities. These instruments and agreements involve, to varying degrees, elements of credit risk, counterparty risk and market risk in excess of the amounts recognized in the Condensed Consolidated Balance Sheets. The creditworthiness of counterparties for all instruments and agreements is evaluated on a case-by-case basis in accordance with the Bancorp's credit policies. The Bancorp's significant commitments, contingent liabilities and guarantees in excess of the amounts recognized in the Condensed Consolidated Balance Sheets are discussed in the following sections.

Commitments

The Bancorp has certain commitments to make future payments under contracts. The following table reflects a summary of significant commitments as of:

($ in millions)		June 30, 2021	December 31, 2020
Commitments to extend credit	$	**77,081**	74,499
Forward contracts related to residential mortgage loans held for sale		**3,395**	2,903
Letters of credit		**1,858**	1,982
Purchase obligations		**161**	195
Capital expenditures		**93**	75
Capital commitments for private equity investments		**91**	83

Commitments to extend credit

Commitments to extend credit are agreements to lend, typically having fixed expiration dates or other termination clauses that may require payment of a fee. Since many of the commitments to extend credit may expire without being drawn upon, the total commitment amounts do not necessarily represent future cash flow requirements. The Bancorp is exposed to credit risk in the event of nonperformance by the counterparty for the amount of the contract. Fixed-rate commitments are also subject to market risk resulting from fluctuations in interest rates and the Bancorp's exposure is limited to the replacement value of those commitments. As of June 30, 2021 and December 31, 2020, the Bancorp had a reserve for unfunded commitments, including letters of credit, totaling $189 million and $172 million, respectively, included in other liabilities in the Condensed Consolidated Balance Sheets. The Bancorp monitors the credit risk associated with commitments to extend credit using the same standard regulatory risk rating systems utilized for its loan and lease portfolio.

Risk ratings of outstanding commitments to extend credit under this risk rating system are summarized in the following table as of:

($ in millions)		June 30, 2021	December 31, 2020
Pass	$	**74,230**	71,386
Special mention		**1,468**	2,049
Substandard		**1,383**	1,063
Doubtful		**—**	1
Total commitments to extend credit	$	**77,081**	74,499

Letters of credit

Standby and commercial letters of credit are conditional commitments issued to guarantee the performance of a customer to a third party and expire as summarized in the following table as of June 30, 2021:

($ in millions)		
Less than 1 year(a)	$	999
1 - 5 years(a)		856
Over 5 years		3
Total letters of credit	$	1,858

(a) Includes $14 and $3 issued on behalf of commercial customers to facilitate trade payments in U.S. dollars and foreign currencies which expire less than 1 year and between 1 -5 years, respectively.

Standby letters of credit accounted for approximately 99% of total letters of credit at both June 30, 2021 and December 31, 2020, and are considered guarantees in accordance with U.S. GAAP. Approximately 72% and 68% of the total standby letters of credit were collateralized as of June 30, 2021 and December 31, 2020, respectively. In the event of nonperformance by the customers, the Bancorp has rights to the underlying collateral, which can include commercial real estate, physical plant and property, inventory, receivables, cash and marketable securities. The reserve related to these standby letters of credit, which was included in the total reserve for unfunded commitments, was $25 million and $27 million at June 30, 2021 and December 31, 2020, respectively. The Bancorp monitors the credit risk associated with letters of credit using the same standard regulatory risk rating systems utilized for its loan and lease portfolio.

Risk ratings of outstanding letters of credit under this risk rating system are summarized in the following table as of:

($ in millions)		**June 30, 2021**	December 31, 2020
Pass	**$**	**1,632**	1,739
Special mention		**66**	111
Substandard		**160**	132
Total letters of credit	**$**	**1,858**	1,982

At June 30, 2021 and December 31, 2020, the Bancorp had outstanding letters of credit that were supporting certain securities issued as VRDNs. The Bancorp facilitates financing for its commercial customers, which consist of companies and municipalities, by marketing the VRDNs to investors. The VRDNs pay interest to holders at a rate of interest that fluctuates based upon market demand. The VRDNs generally have long-term maturity dates, but can be tendered by the holder for purchase at par value upon proper advance notice. When the VRDNs are tendered, a remarketing agent generally finds another investor to purchase the VRDNs to keep the securities outstanding in the market. As of June 30, 2021 and December 31, 2020, total VRDNs in which the Bancorp was the remarketing agent or that were supported by a Bancorp letter of credit were $485 million and $385 million, respectively, of which FTS acted as the remarketing agent to issuers on $485 million and $385 million, respectively. As remarketing agent, FTS is responsible for actively remarketing VRDNs to other investors when they have been tendered. If another investor is not identified, FTS may choose to purchase the VRDNs into inventory at its discretion while it continues to remarket them. If FTS purchases the VRDNs into inventory, it can subsequently tender back the VRDNs to the issuer's trustee with proper advance notice. The Bancorp issued letters of credit, as a credit enhancement, to $138 million and $142 million of the VRDNs remarketed by FTS at June 30, 2021 and December 31, 2020, respectively. These letters of credit are included in the total letters of credit balance provided in the previous table. The Bancorp did not hold any of these VRDNs in its portfolio at June 30, 2021 or December 31, 2020 but classifies them as trading debt securities when held.

Forward contracts related to residential mortgage loans held for sale
The Bancorp enters into forward contracts to economically hedge the change in fair value of certain residential mortgage loans held for sale due to changes in interest rates. The outstanding notional amounts of these forward contracts are included in the summary of significant commitments table for all periods presented.

Other commitments
The Bancorp has entered into a limited number of agreements for work related to banking center construction and to purchase goods or services.

Contingent Liabilities
Legal claims
There are legal claims pending against the Bancorp and its subsidiaries that have arisen in the normal course of business. Refer to Note 17 for additional information regarding these proceedings.

Guarantees
The Bancorp has performance obligations upon the occurrence of certain events under financial guarantees provided in certain contractual arrangements as discussed in the following sections.

Residential mortgage loans sold with representation and warranty provisions
Conforming residential mortgage loans sold to unrelated third parties are generally sold with representation and warranty provisions. A contractual liability arises only in the event of a breach of these representations and warranties and, in general, only when a loss results from the breach. The Bancorp may be required to repurchase any previously sold loan, or indemnify or make whole the investor or insurer for which the representation or warranty of the Bancorp proves to be inaccurate, incomplete or misleading. For more information on how the Bancorp establishes the residential mortgage repurchase reserve, refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

As of June 30, 2021 and December 31, 2020, the Bancorp maintained reserves related to loans sold with representation and warranty provisions totaling $9 million and $8 million, respectively, included in other liabilities in the Condensed Consolidated Balance Sheets.

The Bancorp uses the best information available when estimating its mortgage representation and warranty reserve; however, the estimation process is inherently uncertain and imprecise and, accordingly, losses in excess of the amounts reserved as of June 30, 2021 are reasonably possible. The Bancorp currently estimates that it is reasonably possible that it could incur losses related to mortgage representation and warranty provisions in an amount up to approximately $11 million in excess of amounts reserved. This estimate was derived by modifying the key assumptions to reflect management's judgment regarding reasonably possible adverse changes to those assumptions. The actual repurchase losses could vary significantly from the recorded mortgage representation and warranty reserve or this estimate of reasonably possible losses, depending on the outcome of various factors, including those previously discussed.

For both the three months ended June 30, 2021 and 2020, the Bancorp paid an immaterial amount in the form of make-whole payments and repurchased $9 million and $7 million, respectively, in outstanding principal of loans to satisfy investor demands. For the six months ended June 30, 2021 and 2020, the Bancorp paid $1 million and an immaterial amount, respectively, in the form of make-whole payments and repurchased $19 million and $13 million, respectively, in outstanding principal of loans to satisfy investor demands. Total repurchase demand requests during the three months ended June 30, 2021 and 2020 were $18 million and $9 million, respectively. Total repurchase demand requests during the six months ended June 30, 2021 and 2020 were $28 million and $19 million, respectively. Total outstanding repurchase demand inventory was $11 million and $5 million at June 30, 2021 and December 31, 2020, respectively.

Margin accounts

FTS, an indirect wholly-owned subsidiary of the Bancorp, guarantees the collection of all margin account balances held by its brokerage clearing agent for the benefit of its customers. FTS is responsible for payment to its brokerage clearing agent for any loss, liability, damage, cost or expense incurred as a result of customers failing to comply with margin or margin maintenance calls on all margin accounts. The margin account balances held by the brokerage clearing agent were $27 million and $14 million at June 30, 2021 and December 31, 2020, respectively. In the event of any customer default, FTS has rights to the underlying collateral provided. Given the existence of the underlying collateral provided and negligible historical credit losses, the Bancorp does not maintain a loss reserve related to the margin accounts.

Long-term borrowing obligations

The Bancorp had certain fully and unconditionally guaranteed long-term borrowing obligations issued by wholly-owned issuing trust entities of $62 million at both June 30, 2021 and December 31, 2020.

Visa litigation

The Bancorp, as a member bank of Visa prior to Visa's reorganization and IPO (the "IPO") of its Class A common shares (the "Class A Shares") in 2008, had certain indemnification obligations pursuant to Visa's certificate of incorporation and bylaws and in accordance with its membership agreements. In accordance with Visa's bylaws prior to the IPO, the Bancorp could have been required to indemnify Visa for the Bancorp's proportional share of losses based on the pre-IPO membership interests. As part of its reorganization and IPO, the Bancorp's indemnification obligation was modified to include only certain known or anticipated litigation (the "Covered Litigation") as of the date of the restructuring. This modification triggered a requirement for the Bancorp to recognize a liability equal to the fair value of the indemnification liability.

In conjunction with the IPO, the Bancorp received 10.1 million of Visa's Class B common shares (the "Class B Shares") based on the Bancorp's membership percentage in Visa prior to the IPO. The Class B Shares are not transferable (other than to another member bank) until the later of the third anniversary of the IPO closing or the date on which the Covered Litigation has been resolved; therefore, the Bancorp's Class B Shares were classified in other assets and accounted for at their carryover basis of $0. Visa deposited $3 billion of the proceeds from the IPO into a litigation escrow account, established for the purpose of funding judgments in, or settlements of, the Covered Litigation. Since then, when Visa's litigation committee determined that the escrow account was insufficient, Visa issued additional Class A Shares and deposited the proceeds from the sale of the Class A Shares into the litigation escrow account. When Visa funded the litigation escrow account, the Class B Shares were subjected to dilution through an adjustment in the conversion rate of Class B Shares into Class A Shares.

In 2009, the Bancorp completed the sale of Visa, Inc. Class B Shares and entered into a total return swap in which the Bancorp will make or receive payments based on subsequent changes in the conversion rate of the Class B Shares into Class A Shares. The swap terminates on the later of the third anniversary of Visa's IPO or the date on which the Covered Litigation is settled. Refer to Note 21 for additional information on the valuation of the swap. The counterparty to the swap as a result of its ownership of the Class B Shares will be impacted by dilutive adjustments to the conversion rate of the Class B Shares into Class A Shares caused by any Covered Litigation losses in excess of the litigation escrow account. If actual judgments in, or settlements of, the Covered Litigation significantly exceed current expectations, then additional funding by Visa of the litigation escrow account and the resulting dilution of the Class B Shares could result in a scenario where the Bancorp's ultimate exposure associated with the Covered Litigation (the "Visa Litigation Exposure") exceeds the value of the Class B Shares owned by the swap counterparty (the "Class B Value"). In the event the Bancorp concludes that it is probable that the Visa Litigation Exposure exceeds the Class B Value, the Bancorp would record a litigation reserve liability and a corresponding amount of other noninterest expense for the amount of the excess. Any such litigation reserve liability would be separate and distinct from the fair value derivative liability associated with the total return swap.

As of the date of the Bancorp's sale of the Visa Class B Shares and through June 30, 2021, the Bancorp has concluded that it is not probable that the Visa Litigation Exposure will exceed the Class B value. Based on this determination, upon the sale of Class B Shares, the Bancorp reversed its net Visa litigation reserve liability and recognized a free-standing derivative liability associated with the total return swap. The fair value of the swap liability was $213 million at June 30, 2021 and $201 million at December 31, 2020. Refer to Note 13 and Note 21 for further information.

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After the Bancorp's sale of the Class B Shares, Visa has funded additional amounts into the litigation escrow account which have resulted in further dilutive adjustments to the conversion of Class B Shares into Class A Shares, and along with other terms of the total return swap, required the Bancorp to make cash payments in varying amounts to the swap counterparty as follows:

Period ($ in millions)	Visa Funding Amount	Bancorp Cash Payment Amount
Q2 2010	$ 500	20
Q4 2010	800	35
Q2 2011	400	19
Q1 2012	1,565	75
Q3 2012	150	6
Q3 2014	450	18
Q2 2018	600	26
Q3 2019	300	12

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17. Legal and Regulatory Proceedings

Litigation

Visa/MasterCard Merchant Interchange Litigation

In April 2006, the Bancorp was added as a defendant in a consolidated antitrust class action lawsuit originally filed against Visa®, MasterCard® and several other major financial institutions in the United States District Court for the Eastern District of New York (In re: Payment Card Interchange Fee and Merchant Discount Antitrust Litigation, Case No. 5-MD-1720). The plaintiffs, merchants operating commercial businesses throughout the U.S. and trade associations, claimed that the interchange fees charged by card-issuing banks were unreasonable and sought injunctive relief and unspecified damages. In addition to being a named defendant, the Bancorp is currently also subject to a possible indemnification obligation of Visa as discussed in Note 16 and has also entered into judgment and loss sharing agreements with Visa, MasterCard and certain other named defendants. In October 2012, the parties to the litigation entered into a settlement agreement that was initially approved by the trial court but reversed by the U.S. Second Circuit Court of Appeals and remanded to the district court for further proceedings. Pursuant to the terms of the overturned settlement agreement, the Bancorp had previously paid $46 million into a class settlement escrow account. Approximately 8,000 merchants requested exclusion from the class settlement, and therefore, pursuant to the terms of the overturned settlement agreement, approximately 25% of the funds paid into the class settlement escrow account had been already returned to the control of the defendants. The remaining settlement funds paid by the Bancorp have been maintained in the escrow account. More than 500 of the merchants who requested exclusion from the class filed separate federal lawsuits against Visa, MasterCard and certain other defendants alleging similar antitrust violations. These individual federal lawsuits were transferred to the United States District Court for the Eastern District of New York. While the Bancorp is only named as a defendant in one of the individual federal lawsuits, it may have obligations pursuant to indemnification arrangements and/or the judgment or loss sharing agreements noted above. On September 17, 2018, the defendants in the consolidated class action signed a second settlement agreement (the "Amended Settlement Agreement") resolving the claims seeking monetary damages by the proposed plaintiffs' class (the "Plaintiff Damages Class") and superseding the original settlement agreement entered into in October 2012. The Amended Settlement Agreement included, among other terms, a release from participating class members for liability for claims that accrue no later than five years after the Amended Settlement Agreement becomes final. The Amended Settlement Agreement provided for a total payment by all defendants of approximately $6.24 billion, composed of approximately $5.34 billion held in escrow plus an additional $900 million in new funds. Pursuant to the terms of the Settlement Agreement, $700 million of the additional $900 million has been returned to the defendants due to the level of opt-outs from the class. The Bancorp's allocated share of the settlement is within existing reserves, including funds maintained in escrow. On December 13, 2019, the Court entered an order granting final approval for the settlement. The settlement does not resolve the claims of the separate proposed plaintiffs' class seeking injunctive relief or the claims of merchants who have opted out of the proposed class settlement and are pursuing, or may in the future decide to pursue, private lawsuits. The ultimate outcome in this matter, including the timing of resolution, therefore remains uncertain. Refer to Note 16 for further information.

Klopfenstein v. Fifth Third Bank

On August 3, 2012, William Klopfenstein and Adam McKinney filed a lawsuit against Fifth Third Bank in the United States District Court for the Northern District of Ohio (Klopfenstein et al. v. Fifth Third Bank), alleging that the 120% APR that Fifth Third disclosed on its Early Access program was misleading. Early Access is a deposit-advance program offered to eligible customers with checking accounts. The plaintiffs sought to represent a nationwide class of customers who used the Early Access program and repaid their cash advances within 30 days. On October 31, 2012, the case was transferred to the United States District Court for the Southern District of Ohio. In 2013, four similar putative class action lawsuits were filed against Fifth Third Bank in federal courts throughout the country (Lori and Danielle Laskaris v. Fifth Third Bank, Janet Fyock v. Fifth Third Bank, Jesse McQuillen v. Fifth Third Bank, and Brian Harrison v. Fifth Third Bank). Those four lawsuits were transferred to the Southern District of Ohio and consolidated with the original lawsuit as In re: Fifth Third Early Access Cash Advance Litigation (Case No. 1:12-CV-851). On behalf of a putative class, the plaintiffs sought unspecified monetary and statutory damages, injunctive relief, punitive damages, attorneys' fees, and pre- and post-judgment interest. On March 30, 2015, the court dismissed all claims alleged in the consolidated lawsuit except a claim under the TILA. On May 28, 2019, the Sixth Circuit Court of Appeals reversed the dismissal of plaintiffs' breach of contract claim and remanded for further proceedings. The plaintiffs' claimed damages for the alleged breach of contract claim exceed $280 million. On March 26, 2021, the trial court granted plaintiffs' motion for class certification. No trial date has been set.

Helton v. Fifth Third Bank

On August 31, 2015, trust beneficiaries filed an action against Fifth Third Bank, as trustee, in the Probate Court for Hamilton County, Ohio (Helen Clarke Helton, et al. v. Fifth Third Bank, Case No. 2015003814). The plaintiffs alleged breach of the duty to diversify, breach of the duty of impartiality, breach of trust/fiduciary duty, and unjust enrichment, based on Fifth Third's alleged failure to diversify assets held in two trusts for the plaintiffs' benefit. The lawsuit sought over $800 million in alleged damages, attorneys' fees, removal of Fifth Third as trustee, and injunctive relief. On April 20, 2018, the Court denied plaintiffs' motion for summary judgment and granted summary judgment to Fifth Third, dismissing the case in its entirety. On December 18, 2019, the Ohio Court of Appeals affirmed the Probate Court's dismissal of all of plaintiffs' claims based upon allegations of Fifth Third's alleged failure to diversify assets held in two trusts for plaintiffs' benefit. The appeals court reversed summary judgment on one claim related to Fifth Third's alleged unjust enrichment through its receipt of certain fees in managing the trusts. The Court of Appeals remanded the case to the Probate Court for further consideration of the lone surviving claim, which comprises a small fraction of the damages originally sought by plaintiffs in the lawsuit. Plaintiffs filed an appeal to the Ohio Supreme

Court, seeking review of the decision from the Ohio Court of Appeals. On April 14, 2020, the Ohio Supreme Court announced its denial of plaintiffs' request for review, and subsequently denied plaintiffs' request for reconsideration. Thereafter, the case returned to the trial court for further adjudication of the lone surviving claim. On July 28, 2021 the trial court issued an order granting summary judgment to Fifth Third on a portion of plaintiffs' unjust enrichment claim, leaving the remainder of the claim to be resolved at trial, currently scheduled for February 22, 2022.

Bureau of Consumer Financial Protection v. Fifth Third Bank, National Association
On March 9, 2020, the CFPB filed a lawsuit against Fifth Third in the United States District Court for the Northern District of Illinois entitled CFPB v. Fifth Third Bank, National Association, Case No. 1:20-CV-1683 (N.D. Ill.) (ABW), alleging violations of the Consumer Financial Protection Act, TILA, and Truth in Savings Act related to Fifth Third's alleged opening of unspecified numbers of allegedly unauthorized credit card, savings, checking, online banking and early access accounts from 2010 through 2016. The CFPB seeks unspecified amounts of civil monetary penalties as well as unspecified customer remediation. On February 12, 2021, the court granted Fifth Third's motion to transfer venue to the United States District Court for the Southern District of Ohio. The Bancorp is also subject to a consumer class action lawsuit related to the alleged opening of unauthorized accounts which has also been transferred to the United States District Court for the Southern District of Ohio (Zanni v. Fifth Third Bank, et al., Case No. 2020CH04022).

Shareholder Litigation
On April 7, 2020, Plaintiff Lee Christakis filed a putative class action lawsuit against Fifth Third Bancorp, Fifth Third Chairman and Chief Executive Officer Greg D. Carmichael, and former Fifth Third Chief Financial Officer Tayfun Tuzun in the U.S. District Court for the Northern District of Illinois entitled Lee Christakis, individually and on behalf of all others similarly situated v. Fifth Third Bancorp, et al., Case No. 1:20-cv-2176 (N.D. Ill). The case brings two claims for violation of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, alleging that the Defendants made material misstatements and omissions in connection with the alleged unauthorized opening of credit card, savings, checking, online banking and early access accounts from 2010 through 2016. The plaintiff seeks certification of a class, unspecified damages, attorneys' fees and costs. On June 29, 2020, the Court appointed Heavy & General Laborers' Local 472 & 172 Pension and Annuity Funds as lead plaintiff, and Robins Geller Rudman & Dowd LLP as lead counsel for the plaintiff. On September 14, 2020, the lead plaintiff filed its amended consolidated complaint. On April 27, 2021, the Court granted the defendants' motion to dismiss and provided plaintiff with leave to amend to attempt to cure the deficiencies.

On July 31, 2020, a second putative shareholder class action lawsuit captioned Dr. Steven Fox, individually and on behalf of all others similarly situated v. Fifth Third Bancorp, et al., Case No. 2020CH05219 was filed on behalf of former shareholders of MB Financial, Inc. in the Cook County, Illinois Circuit Court. The suit brings claims for violation of Sections 11 and 12(a)(2) of the Securities Act of 1933, alleging that the Bancorp and certain of its officers and directors made material misstatements and omissions regarding the alleged improper cross-selling strategy in filings made in connection with the Bancorp's merger with MB Financial, Inc. On March 19, 2021, the trial court denied the defendants' motion to dismiss.

In addition, shareholder derivative lawsuits have been filed seeking monetary damages on behalf of the Bancorp alleging certain claims against various officers and directors relating to an alleged improper cross-selling strategy. Four lawsuits filed in the U.S. District Court for the Northern District of Illinois have been consolidated into a single action captioned In re Fifth Third Bancorp Derivative Litigation, Case No. 1:20-cv-04115. Those cases consist of: (1) Pemberton v. Carmichael, et al., Case No. 20-cv-4115 (filed July 13, 2020); (2) Meyer v. Carmichael, et al., Case No. 20-cv-4244 (filed July 17, 2020); (3) Cox v. Carmichael, et al., Case No. 20-cv-4660 (filed August 7, 2020); and (4) Hansen v. Carmichael, et al., Case No. 20-cv-5339 (filed September 10, 2020). Also pending are shareholder derivative matters Reese v. Carmichael, et al., Case No. 20-cv-866 pending in the U.S. District Court of the Southern District of Ohio (filed November 4, 2020), which was subsequently transferred to the Northern District of Illinois (Case No. 1:21-cv-01631) and Sandys v. Carmichael, et al., Case No. A2004539 pending in the Hamilton County, Ohio Court of Common Pleas (filed December 28, 2020).

The Bancorp has also received several shareholder demands under Ohio Rev. Code § 1701.37(c) and lawsuits have been filed arising out of the same. Finally, the Bancorp has received shareholder demands that the Bancorp's Board of Directors investigate and commence a civil action for failure to detect and/or prevent the alleged illegal cross-selling strategy. One of those shareholders subsequently filed the aforementioned Sandys v. Carmichael, et al. matter.

Other litigation
The Bancorp and its subsidiaries are not parties to any other material litigation. However, there are other litigation matters that arise in the normal course of business. While it is impossible to ascertain the ultimate resolution or range of financial liability with respect to these contingent matters, management believes that the resulting liability, if any, from these other actions would not have a material effect upon the Bancorp's consolidated financial position, results of operations or cash flows.

Governmental Investigations and Proceedings
The Bancorp and/or its affiliates are or may become involved in information-gathering requests, reviews, investigations and proceedings (both formal and informal) by various governmental regulatory agencies and law enforcement authorities, including but not limited to the FRB, OCC, CFPB, SEC, FINRA, U.S. Department of Justice, etc., as well as state and other governmental authorities and self-regulatory

bodies regarding their respective businesses. Additional matters will likely arise from time to time. Any of these matters may result in material adverse consequences or reputational harm to the Bancorp, its affiliates and/or their respective directors, officers and other personnel, including adverse judgments, findings, settlements, fines, penalties, orders, injunctions or other actions, amendments and/or restatements of the Bancorp's SEC filings and/or financial statements, as applicable, and/or determinations of material weaknesses in our disclosure controls and procedures. Investigations by regulatory authorities may from time to time result in civil or criminal referrals to law enforcement. Additionally, in some cases, regulatory authorities may take supervisory actions that are considered to be confidential supervisory information which may not be publicly disclosed.

Reasonably Possible Losses in Excess of Accruals

The Bancorp and its subsidiaries are parties to numerous claims and lawsuits as well as threatened or potential actions or claims concerning matters arising from the conduct of its business activities. The outcome of claims or litigation and the timing of ultimate resolution are inherently difficult to predict. The following factors, among others, contribute to this lack of predictability: claims often include significant legal uncertainties, damages alleged by plaintiffs are often unspecified or overstated, discovery may not have started or may not be complete and material facts may be disputed or unsubstantiated. As a result of these factors, the Bancorp is not always able to provide an estimate of the range of reasonably possible outcomes for each claim. An accrual for a potential litigation loss is established when information related to the loss contingency indicates both that a loss is probable and that the amount of loss can be reasonably estimated. Any such accrual is adjusted from time to time thereafter as appropriate to reflect changes in circumstances. The Bancorp also determines, when possible (due to the uncertainties described above), estimates of reasonably possible losses or ranges of reasonably possible losses, in excess of amounts accrued. Under U.S. GAAP, an event is "reasonably possible" if "the chance of the future event or events occurring is more than remote but less than likely" and an event is "remote" if "the chance of the future event or events occurring is slight." Thus, references to the upper end of the range of reasonably possible loss for cases in which the Bancorp is able to estimate a range of reasonably possible loss mean the upper end of the range of loss for cases for which the Bancorp believes the risk of loss is more than slight. For matters where the Bancorp is able to estimate such possible losses or ranges of possible losses, the Bancorp currently estimates that it is reasonably possible that it could incur losses related to legal and regulatory proceedings, in an aggregate amount up to approximately $49 million in excess of amounts accrued, with it also being reasonably possible that no losses will be incurred in these matters. The estimates included in this amount are based on the Bancorp's analysis of currently available information, and as new information is obtained the Bancorp may change its estimates.

For these matters and others where an unfavorable outcome is reasonably possible but not probable, there may be a range of possible losses in excess of the established accrual that cannot be estimated. Based on information currently available, advice of counsel, available insurance coverage and established accruals, the Bancorp believes that the eventual outcome of the actions against the Bancorp and/or its subsidiaries, including the matters described above, will not, individually or in the aggregate, have a material adverse effect on the Bancorp's consolidated financial position. However, in the event of unexpected future developments, it is possible that the ultimate resolution of those matters, if unfavorable, may be material to the Bancorp's results of operations for any particular period, depending, in part, upon the size of the loss or liability imposed and the operating results for the applicable period.

18. Income Taxes

The applicable income tax expense was $202 million and $49 million for the three months ended June 30, 2021 and 2020, respectively, and $391 million and $61 million for the six months ended June 30, 2021 and 2020, respectively. The effective tax rates for the three months ended June 30, 2021 and 2020 were 22.1% and 19.9%, respectively, and 21.8% and 20.4% for the six months ended June 30, 2021 and 2020, respectively.

While it is reasonably possible that the amount of the unrecognized tax benefits with respect to certain of the Bancorp's uncertain tax positions could increase or decrease during the next 12 months, the Bancorp believes it is unlikely that its unrecognized tax benefits will change by a material amount during the next 12 months.

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19. Accumulated Other Comprehensive Income

The tables below present the activity of the components of OCI and AOCI for the three months ended:

	Total OCI			Total AOCI		
June 30, 2021 ($ in millions)	Pre-tax Activity	Tax Effect	Net Activity	Beginning Balance	Net Activity	Ending Balance
Unrealized holding gains on available-for-sale debt securities arising during period	**$ 306**	**(71)**	**235**			
Reclassification adjustment for net gains on available-for-sale debt securities included in net income	**(7)**	**2**	**(5)**			
Net unrealized gains on available-for-sale debt securities	**299**	**(69)**	**230**	**1,242**	**230**	**1,472**
Unrealized holding gains on cash flow hedge derivatives arising during period	**11**	**(2)**	**9**			
Reclassification adjustment for net gains on cash flow hedge derivatives included in net income	**(73)**	**15**	**(58)**			
Net unrealized gains on cash flow hedge derivatives	**(62)**	**13**	**(49)**	**597**	**(49)**	**548**
Net actuarial loss arising during the year	**(1)**	**—**	**(1)**			
Reclassification of amounts to net periodic benefit costs	**3**	**(1)**	**2**			
Defined benefit pension plans, net	**2**	**(1)**	**1**	**(43)**	**1**	**(42)**
Other	**—**	**—**	**—**	**(4)**	**—**	**(4)**
Total	**$ 239**	**(57)**	**182**	**1,792**	**182**	**1,974**

	Total OCI			Total AOCI		
June 30, 2020 ($ in millions)	Pre-tax Activity	Tax Effect	Net Activity	Beginning Balance	Net Activity	Ending Balance
Unrealized holding gains on available-for-sale debt securities arising during period	$ 602	(146)	456			
Net unrealized gains on available-for-sale debt securities	602	(146)	456	1,694	456	2,150
Unrealized holding gains on cash flow hedge derivatives arising during period	83	(17)	66			
Reclassification adjustment for net gains on cash flow hedge derivatives included in net income	(62)	13	(49)			
Net unrealized gains on cash flow hedge derivatives	21	(4)	17	824	17	841
Reclassification of amounts to net periodic benefit costs	1	—	1			
Defined benefit pension plans, net	1	—	1	(41)	1	(40)
Total	$ 624	(150)	474	2,477	474	2,951

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The tables below present the activity of the components of OCI and AOCI for the six months ended:

	Total OCI			Total AOCI		
June 30, 2021 ($ in millions)	Pre-tax Activity	Tax Effect	Net Activity	Beginning Balance	Net Activity	Ending Balance
Unrealized holding losses on available-for-sale debt securities arising during period	**$ (609)**	**143**	**(466)**			
Reclassification adjustment for net losses on available-for-sale debt securities included in net income	**9**	**(2)**	**7**			
Net unrealized gains on available-for-sale debt securities	**(600)**	**141**	**(459)**	**1,931**	**(459)**	**1,472**
Unrealized holding losses on cash flow hedge derivatives arising during period	**(70)**	**15**	**(55)**			
Reclassification adjustment for net gains on cash flow hedge derivatives included in net income	**(146)**	**31**	**(115)**			
Net unrealized gains on cash flow hedge derivatives	**(216)**	**46**	**(170)**	**718**	**(170)**	**548**
Net actuarial loss arising during the year	**(1)**	**—**	**(1)**			
Reclassification of amounts to net periodic benefit costs	**4**	**(1)**	**3**			
Defined benefit pension plans, net	**3**	**(1)**	**2**	**(44)**	**2**	**(42)**
Other	**—**	**—**	**—**	**(4)**	**—**	**(4)**
Total	**$ (813)**	**186**	**(627)**	**2,601**	**(627)**	**1,974**

	Total OCI			Total AOCI		
June 30, 2020 ($ in millions)	Pre-tax Activity	Tax Effect	Net Activity	Beginning Balance	Net Activity	Ending Balance
Unrealized holding gains on available-for-sale debt securities arising during period	$ 1,757	(419)	1,338			
Net unrealized gains on available-for-sale debt securities	1,757	(419)	1,338	812	1,338	2,150
Unrealized holding gains on cash flow hedge derivatives arising during period	624	(131)	493			
Reclassification adjustment for net gains on cash flow hedge derivatives included in net income	(94)	20	(74)			
Net unrealized gains on cash flow hedge derivatives	530	(111)	419	422	419	841
Reclassification of amounts to net periodic benefit costs	3	(1)	2			
Defined benefit pension plans, net	3	(1)	2	(42)	2	(40)
Total	$ 2,290	(531)	1,759	1,192	1,759	2,951

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The table below presents reclassifications out of AOCI:

($ in millions)	Condensed Consolidated Statements of Income Caption	For the three months ended June 30, 2021	For the three months ended June 30, 2020	For the six months ended June 30, 2021	For the six months ended June 30, 2020
Net unrealized gains on available-for-sale debt securities:(b)					
Net losses included in net income	Securities gains (losses), net	$ **7**	—	**(9)**	—
	Income before income taxes	**7**	—	**(9)**	—
	Applicable income tax expense	**(2)**	—	**2**	—
	Net income	**5**	—	**(7)**	—
Net unrealized gains on cash flow hedge derivatives:(b)					
Interest rate contracts related to C&I loans	Interest and fees on loans and leases	**73**	62	**146**	94
	Income before income taxes	**73**	62	**146**	94
	Applicable income tax expense	**(15)**	(13)	**(31)**	(20)
	Net income	**58**	49	**115**	74
Net periodic benefit costs:(b)					
Amortization of net actuarial loss	Compensation and benefits(a)	**(2)**	(1)	**(3)**	(3)
Settlements	Compensation and benefits(a)	**(1)**	—	**(1)**	—
	Income before income taxes	**(3)**	(1)	**(4)**	(3)
	Applicable income tax expense	**1**	—	**1**	1
	Net income	**(2)**	(1)	**(3)**	(2)
Total reclassifications for the period	Net income	$ **61**	48	**105**	72

(a) *This AOCI component is included in the computation of net periodic benefit cost. Refer to Note 23 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020 for further information.*

(b) *Amounts in parentheses indicate reductions to net income.*

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20. Earnings Per Share

The following tables provide the calculation of earnings per share and the reconciliation of earnings per share and earnings per diluted share:

For the three months ended June 30, (in millions, except per share data)	2021 Income	2021 Average Shares	2021 Per Share Amount	2020 Income	2020 Average Shares	2020 Per Share Amount
Earnings Per Share:						
Net income available to common shareholders	**$ 674**			$ 163		
Less: Income allocated to participating securities	**1**			1		
Net income allocated to common shareholders	**$ 673**	**709**	**$ 0.95**	$ 162	715	$ 0.23
Earnings Per Diluted Share:						
Net income available to common shareholders	**$ 674**			$ 163		
Effect of dilutive securities:						
Stock-based awards	**—**	**9**		—	3	
Net income available to common shareholders plus assumed conversions	**$ 674**			$ 163		
Less: Income allocated to participating securities	**1**			1		
Net income allocated to common shareholders plus assumed conversions	**$ 673**	**718**	**$ 0.94**	$ 162	718	$ 0.23

For the six months ended June 30, (in millions, except per share data)	2021 Income	2021 Average Shares	2021 Per Share Amount	2020 Income	2020 Average Shares	2020 Per Share Amount
Earnings Per Share:						
Net income available to common shareholders	**$ 1,348**			$ 193		
Less: Income allocated to participating securities	**4**			2		
Net income allocated to common shareholders	**$ 1,344**	**712**	**$ 1.89**	$ 191	714	$ 0.27
Earnings Per Diluted Share:						
Net income available to common shareholders	**$ 1,348**			$ 193		
Effect of dilutive securities:						
Stock-based awards	**—**	**9**		—	5	
Net income available to common shareholders plus assumed conversions	**$ 1,348**			$ 193		
Less: Income allocated to participating securities	**4**			2		
Net income allocated to common shareholders plus assumed conversions	**$ 1,344**	**721**	**$ 1.87**	$ 191	719	$ 0.27

Shares are excluded from the computation of earnings per diluted share when their inclusion has an anti-dilutive effect on earnings per share. The diluted earnings per share computation for both the three and six months ended June 30, 2021 excludes an immaterial amount of stock-based awards because their inclusion would have been anti-dilutive. The diluted earnings per share computation for the three and six months ended June 30, 2020 excludes 12 million and 9 million shares, respectively, of stock-based awards because their inclusion would have been anti-dilutive.

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21. Fair Value Measurements

The Bancorp measures certain financial assets and liabilities at fair value in accordance with U.S. GAAP, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. U.S. GAAP also establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the instrument's fair value measurement. For more information regarding the fair value hierarchy, refer to Note 1 of the Notes to Consolidated Financial Statements included in the Bancorp's Annual Report on Form 10-K for the year ended December 31, 2020.

Assets and Liabilities Measured at Fair Value on a Recurring Basis

The following tables summarize assets and liabilities measured at fair value on a recurring basis as of:

	Fair Value Measurements Using			
June 30, 2021 ($ in millions)	Level 1	Level 2	Level 3	Total Fair Value
Assets:				
Available-for-sale debt and other securities:				
U.S. Treasury and federal agencies securities	$ **107**	**—**	**—**	**107**
Obligations of states and political subdivisions securities	**—**	**18**	**—**	**18**
Mortgage-backed securities:				
Agency residential mortgage-backed securities	**—**	**10,809**	**—**	**10,809**
Agency commercial mortgage-backed securities	**—**	**19,294**	**—**	**19,294**
Non-agency commercial mortgage-backed securities	**—**	**3,479**	**—**	**3,479**
Asset-backed securities and other debt securities	**—**	**3,785**	**—**	**3,785**
Available-for-sale debt and other securities[(a)]	**107**	**37,385**	**—**	**37,492**
Trading debt securities:				
U.S. Treasury and federal agencies securities	**96**	**—**	**—**	**96**
Obligations of states and political subdivisions securities	**—**	**63**	**—**	**63**
Agency residential mortgage-backed securities	**—**	**69**	**—**	**69**
Asset-backed securities and other debt securities	**—**	**483**	**—**	**483**
Trading debt securities	**96**	**615**	**—**	**711**
Equity securities	**329**	**12**	**—**	**341**
Residential mortgage loans held for sale	**—**	**1,633**	**—**	**1,633**
Residential mortgage loans[(b)]	**—**	**—**	**151**	**151**
Servicing rights	**—**	**—**	**818**	**818**
Derivative assets:				
Interest rate contracts	**1**	**1,642**	**39**	**1,682**
Foreign exchange contracts	**—**	**286**	**—**	**286**
Commodity contracts	**27**	**1,213**	**—**	**1,240**
Derivative assets[(c)]	**28**	**3,141**	**39**	**3,208**
Total assets	$ **560**	**42,786**	**1,008**	**44,354**
Liabilities:				
Derivative liabilities:				
Interest rate contracts	$ **8**	**223**	**8**	**239**
Foreign exchange contracts	**—**	**246**	**—**	**246**
Equity contracts	**—**	**—**	**213**	**213**
Commodity contracts	**397**	**812**	**—**	**1,209**
Derivative liabilities[(d)]	**405**	**1,281**	**221**	**1,907**
Short positions:				
U.S. Treasury and federal agencies securities	**110**	**—**	**—**	**110**
Asset-backed securities and other debt securities	**—**	**417**	**—**	**417**
Short positions[(d)]	**110**	**417**	**—**	**527**
Total liabilities	$ **515**	**1,698**	**221**	**2,434**

(a) Excludes FHLB, FRB and DTCC restricted stock holdings totaling $33, $485 and $2, respectively, at June 30, 2021.
(b) Includes residential mortgage loans originated as held for sale and subsequently transferred to held for investment.
(c) Included in other assets in the Condensed Consolidated Balance Sheets.
(d) Included in other liabilities in the Condensed Consolidated Balance Sheets.

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December 31, 2020 ($ in millions)	Fair Value Measurements Using Level 1	Level 2	Level 3	Total Fair Value
Assets:				
Available-for-sale debt and other securities:				
U.S. Treasury and federal agencies securities	$ 78	—	—	78
Obligations of states and political subdivisions securities	—	17	—	17
Mortgage-backed securities:				
Agency residential mortgage-backed securities	—	11,907	—	11,907
Agency commercial mortgage-backed securities	—	18,221	—	18,221
Non-agency commercial mortgage-backed securities	—	3,590	—	3,590
Asset-backed securities and other debt securities	—	3,176	—	3,176
Available-for-sale debt and other securities[(a)]	78	36,911	—	36,989
Trading debt securities:				
U.S. Treasury and federal agencies securities	81	—	—	81
Obligations of states and political subdivisions securities	—	10	—	10
Agency residential mortgage-backed securities	—	30	—	30
Asset-backed securities and other debt securities	—	439	—	439
Trading debt securities	81	479	—	560
Equity securities	293	20	—	313
Residential mortgage loans held for sale	—	1,481	—	1,481
Residential mortgage loans[(b)]	—	—	161	161
Servicing rights	—	—	656	656
Derivative assets:				
Interest rate contracts	1	2,227	61	2,289
Foreign exchange contracts	—	255	—	255
Commodity contracts	24	351	—	375
Derivative assets[(c)]	25	2,833	61	2,919
Total assets	$ 477	41,724	878	43,079
Liabilities:				
Derivative liabilities:				
Interest rate contracts	$ 16	261	8	285
Foreign exchange contracts	—	227	—	227
Equity contracts	—	—	201	201
Commodity contracts	55	304	—	359
Derivative liabilities[(d)]	71	792	209	1,072
Short positions:				
U.S. Treasury and federal agencies securities	63	—	—	63
Asset-backed securities and other debt securities	—	392	—	392
Short positions[(d)]	63	392	—	455
Total liabilities	$ 134	1,184	209	1,527

(a) Excludes FHLB, FRB and DTCC restricted stock holdings totaling $40, $482 and $2, respectively, at December 31, 2020.
(b) Includes residential mortgage loans originated as held for sale and subsequently transferred to held for investment.
(c) Included in other assets in the Condensed Consolidated Balance Sheets.
(d) Included in other liabilities in the Condensed Consolidated Balance Sheets.

The following is a description of the valuation methodologies used for significant instruments measured at fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

Available-for-sale debt and other securities, trading debt securities and equity securities
Where quoted prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include U.S. Treasury securities and equity securities. If quoted market prices are not available, then fair values are estimated using pricing models which primarily utilize quoted prices of securities with similar characteristics. Level 2 securities may include federal agencies securities, obligations of states and political subdivisions securities, agency residential mortgage-backed securities, agency and non-agency commercial mortgage-backed securities, asset-backed securities and other debt securities and equity securities. These securities are generally valued using a market approach based on observable prices of securities with similar characteristics.

Residential mortgage loans held for sale

For residential mortgage loans held for sale for which the fair value election has been made, fair value is estimated based upon mortgage-backed securities prices and spreads to those prices or, for certain ARM loans, DCF models that may incorporate the anticipated portfolio composition, credit spreads of asset-backed securities with similar collateral and market conditions. The anticipated portfolio composition includes the effect of interest rate spreads and discount rates due to loan characteristics such as the state in which the loan was originated, the loan amount and the ARM margin. Residential mortgage loans held for sale that are valued based on mortgage-backed securities prices are classified within Level 2 of the valuation hierarchy as the valuation is based on external pricing for similar instruments. ARM loans classified as held for sale are also classified within Level 2 of the valuation hierarchy due to the use of observable inputs in the DCF model. These observable inputs include interest rate spreads from agency mortgage-backed securities market rates and observable discount rates.

Residential mortgage loans

Residential mortgage loans held for sale that are reclassified to held for investment are transferred from Level 2 to Level 3 of the fair value hierarchy. For residential mortgage loans for which the fair value election has been made, and that are reclassified from held for sale to held for investment, the fair value estimation is based on mortgage-backed securities prices, interest rate risk and an internally developed credit component. Therefore, these loans are classified within Level 3 of the valuation hierarchy. An adverse change in the loss rate or severity assumption would result in a decrease in fair value of the related loans.

Servicing rights

MSRs do not trade in an active, open market with readily observable prices. While sales of MSRs do occur, the precise terms and conditions typically are not readily available. Accordingly, the Bancorp estimates the fair value of MSRs using internal OAS models with certain unobservable inputs, primarily prepayment speed assumptions, OAS and weighted-average lives, resulting in a classification within Level 3 of the valuation hierarchy. Refer to Note 12 for further information on the assumptions used in the valuation of the Bancorp’s MSRs.

Derivatives

Exchange-traded derivatives valued using quoted prices and certain over-the-counter derivatives valued using active bids are classified within Level 1 of the valuation hierarchy. Most of the Bancorp’s derivative contracts are valued using DCF or other models that incorporate current market interest rates, credit spreads assigned to the derivative counterparties and other market parameters and, therefore, are classified within Level 2 of the valuation hierarchy. Such derivatives include basic and structured interest rate, foreign exchange and commodity swaps and options. Derivatives that are valued based upon models with significant unobservable market parameters are classified within Level 3 of the valuation hierarchy. At June 30, 2021 and December 31, 2020, derivatives classified as Level 3, which are valued using models containing unobservable inputs, consisted primarily of a total return swap associated with the Bancorp’s sale of Visa, Inc. Class B Shares as well as IRLCs, which utilize internally generated loan closing rate assumptions as a significant unobservable input in the valuation process.

Under the terms of the total return swap, the Bancorp will make or receive payments based on subsequent changes in the conversion rate of the Visa, Inc. Class B Shares into Class A Shares. Additionally, the Bancorp will make a quarterly payment based on Visa’s stock price and the conversion rate of the Visa, Inc. Class B Shares into Class A Shares until the date on which the Covered Litigation is settled. The fair value of the total return swap was calculated using a DCF model based on unobservable inputs consisting of management’s estimate of the probability of certain litigation scenarios, the timing of the resolution of the Covered Litigation and Visa litigation loss estimates in excess, or shortfall, of the Bancorp’s proportional share of escrow funds.

An increase in the loss estimate or a delay in the resolution of the Covered Litigation would result in an increase in the fair value of the derivative liability; conversely, a decrease in the loss estimate or an acceleration of the resolution of the Covered Litigation would result in a decrease in the fair value of the derivative liability. Refer to Note 16 for additional information on the Covered Litigation.

The net asset fair value of the Bancorp’s IRLCs at June 30, 2021 was $39 million. Immediate decreases in current interest rates of 25 bps and 50 bps would result in increases in the fair value of the IRLCs of approximately $16 million and $29 million, respectively. Immediate increases of current interest rates of 25 bps and 50 bps would result in decreases in the fair value of the IRLCs of approximately $18 million and $37 million, respectively. The decrease in fair value of IRLCs due to immediate 10% and 20% adverse changes in the assumed loan closing rates would be approximately $4 million and $8 million, respectively, and the increase in fair value due to immediate 10% and 20% favorable changes in the assumed loan closing rates would be approximately $4 million and $8 million, respectively. These sensitivities are hypothetical and should be used with caution, as changes in fair value based on a variation in assumptions typically cannot be extrapolated because the relationship of the change in assumptions to the change in fair value may not be linear.

Short positions

Where quoted prices are available in an active market, short positions are classified within Level 1 of the valuation hierarchy. Level 1 securities include U.S. Treasury securities. If quoted market prices are not available, then fair values are estimated using pricing models which primarily utilize quoted prices of securities with similar characteristics and therefore are classified within Level 2 of the valuation hierarchy. Level 2 securities include asset-backed and other debt securities.

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The following tables are a reconciliation of assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3):

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)				
For the three months ended June 30, 2021 ($ in millions)	Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	**$ 153**	**784**	**30**	**(195)**	**772**
Total (losses) gains (realized/unrealized):[(b)]					
Included in earnings	**—**	**(122)**	**57**	**(37)**	**(102)**
Purchases/originations	**—**	**156**	**—**	**—**	**156**
Settlements	**(12)**	**—**	**(56)**	**19**	**(49)**
Transfers into Level 3[(c)]	**10**	**—**	**—**	**—**	**10**
Balance, end of period	**$ 151**	**818**	**31**	**(213)**	**787**
The amount of total (losses) gains for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at June 30, 2021	**$ —**	**(56)**	**37**	**(37)**	**(56)**

(a) Net interest rate derivatives include derivative assets and liabilities of $39 and $8, respectively, as of June 30, 2021.
(b) There were no unrealized gains or losses for the period included in other comprehensive income for instruments still held at June 30, 2021.
(c) Includes certain residential mortgage loans originated as held for sale that were transferred to held for investment.

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)				
For the three months ended June 30, 2020 ($ in millions)	Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	$ 185	685	61	(171)	760
Total (losses) gains (realized/unrealized):[(b)]					
Included in earnings	(2)	(70)	83	(29)	(18)
Purchases/originations	—	61	5	—	66
Settlements	(20)	—	(60)	17	(63)
Transfers into Level 3[(c)]	22	—	—	—	22
Balance, end of period	$ 185	676	89	(183)	767
The amount of total gains (losses) for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at June 30, 2020	$ (2)	(23)	85	(29)	31

(a) Net interest rate derivatives include derivative assets and liabilities of $98 and $9, respectively, as of June 30, 2020.
(b) There were no unrealized gains or losses for the period included in other comprehensive income for instruments still held at June 30, 2020.
(c) Includes certain residential mortgage loans originated as held for sale that were transferred to held for investment.

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)				
For the six months ended June 30, 2021 ($ in millions)	Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	**$ 161**	**656**	**53**	**(201)**	**669**
Total (losses) gains (realized/unrealized):[(b)]					
Included in earnings	**(1)**	**(50)**	**91**	**(50)**	**(10)**
Purchases/originations	**—**	**212**	**(1)**	**—**	**211**
Settlements	**(29)**	**—**	**(112)**	**38**	**(103)**
Transfers into Level 3[(c)]	**20**	**—**	**—**	**—**	**20**
Balance, end of period	**$ 151**	**818**	**31**	**(213)**	**787**
The amount of total gains (losses) for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at June 30, 2021	**$ (1)**	**69**	**40**	**(50)**	**58**

(a) Net interest rate derivatives include derivative assets and liabilities of $39 and $8, respectively, as of June 30, 2021.
(b) There were no unrealized gains or losses for the period included in other comprehensive income for instruments still held at June 30, 2021.
(c) Includes certain residential mortgage loans originated as held for sale that were transferred to held for investment.

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	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)					
For the six months ended June 30, 2020 ($ in millions)		Residential Mortgage Loans	Servicing Rights	Interest Rate Derivatives, Net[(a)]	Equity Derivatives	Total Fair Value
Balance, beginning of period	$	183	993	10	(163)	1,023
Total (losses) gains (realized/unrealized):[(b)]						
Included in earnings		2	(448)	186	(51)	(311)
Purchases/originations		—	131	4	—	135
Settlements		(29)	—	(111)	31	(109)
Transfers into Level 3[(c)]		29	—	—	—	29
Balance, end of period	$	185	676	89	(183)	767
The amount of total (losses) gains for the period included in earnings attributable to the change in unrealized gains or losses relating to instruments still held at June 30, 2020	$	2	(331)	93	(51)	(287)

(a) Net interest rate derivatives include derivative assets and liabilities of $98 and $9, respectively, as of June 30, 2020.
(b) There were no unrealized gains or losses for the period included in other comprehensive income for instruments still held at June 30, 2020.
(c) Includes certain residential mortgage loans originated as held for sale that were transferred to held for investment.

The total losses and gains included in earnings for assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) were recorded in the Condensed Consolidated Statements of Income as follows:

		For the three months ended June 30,		For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Mortgage banking net revenue	**$**	**(66)**	10	**39**	(261)
Commercial banking revenue		**1**	1	**1**	1
Other noninterest income		**(37)**	(29)	**(50)**	(51)
Total losses	**$**	**(102)**	(18)	**(10)**	(311)

The total gains and losses included in earnings attributable to changes in unrealized gains and losses related to Level 3 assets and liabilities still held at June 30, 2021 and 2020 were recorded in the Condensed Consolidated Statements of Income as follows:

		For the three months ended June 30,		For the six months ended June 30,	
($ in millions)		**2021**	2020	**2021**	2020
Mortgage banking net revenue	**$**	**(20)**	59	**107**	(237)
Commercial banking revenue		**1**	1	**1**	1
Other noninterest income		**(37)**	(29)	**(50)**	(51)
Total gains (losses)	**$**	**(56)**	31	**58**	(287)

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The following tables present information as of June 30, 2021 and 2020 about significant unobservable inputs related to the Bancorp's material categories of Level 3 financial assets and liabilities measured at fair value on a recurring basis:

As of June 30, 2021 ($ in millions)						
Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Range of Inputs	Weighted-Average	
Residential mortgage loans	$ 151	Loss rate model	Interest rate risk factor	(9.2) - 9.0%		1.1 % (a)
			Credit risk factor	— - 24.8%		0.5 % (a)
					(Fixed)	14.5 % (b)
Servicing rights	818	DCF	Prepayment speed	— - 100.0%	(Adjustable)	21.6 % (b)
					(Fixed)	542 (b)
			OAS (bps)	406 - 1,587	(Adjustable)	978 (b)
IRLCs, net	39	DCF	Loan closing rates	10.0 - 97.2%		76.5 % (c)
Swap associated with the sale of Visa, Inc. Class B Shares	(213)	DCF	Timing of the resolution of the Covered Litigation	Q1 2023 - Q1 2025		Q4 2023 (d)

(a) Unobservable inputs were weighted by the relative carrying value of the instruments.
(b) Unobservable inputs were weighted by the relative unpaid principal balance of the instruments.
(c) Unobservable inputs were weighted by the relative notional amount of the instruments.
(d) Unobservable inputs were weighted by the probability of the final funding date of the instruments.

As of June 30, 2020 ($ in millions)						
Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Range of Inputs	Weighted-Average	
Residential mortgage loans	$ 185	Loss rate model	Interest rate risk factor	(7.4) - 11.6 %		0.7 % (a)
			Credit risk factor	— - 26.4 %		0.4 % (a)
					(Fixed)	20.1 % (b)
Servicing rights	676	DCF	Prepayment speed	0.5 - 99.6 %	(Adjustable)	23.4 % (b)
					(Fixed)	784 (b)
			OAS (bps)	536 - 1,386	(Adjustable)	934 (b)
IRLCs, net	91	DCF	Loan closing rates	7.2 - 97.2 %		65.7 % (c)
Swap associated with the sale of Visa, Inc. Class B Shares	(183)	DCF	Timing of the resolution of the Covered Litigation	Q3 2022 - Q2 2024		Q1 2023 (d)

(a) Unobservable inputs were weighted by the relative carrying value of the instruments.
(b) Unobservable inputs were weighted by the relative unpaid principal balance of the instruments.
(c) Unobservable inputs were weighted by the relative notional amount of the instruments.
(d) Unobservable inputs were weighted by the probability of the final funding date of the instruments.

Assets and Liabilities Measured at Fair Value on a Nonrecurring Basis

Certain assets and liabilities are measured at fair value on a nonrecurring basis. These assets and liabilities are not measured at fair value on an ongoing basis; however, they are subject to fair value adjustments in certain circumstances, such as when there is evidence of impairment.

The following tables provide the fair value hierarchy and carrying amount of all assets that were held as of June 30, 2021 and 2020, and for which a nonrecurring fair value adjustment was recorded during the three and six months ended June 30, 2021 and 2020, and the related gains and losses from fair value adjustments on assets sold during the period as well as assets still held as of the end of the period.

	Fair Value Measurements Using				Total (Losses) Gains	
As of June 30, 2021 ($ in millions)	Level 1	Level 2	Level 3	Total	**For the three months ended June 30, 2021**	**For the six months ended June 30, 2021**
Commercial loans held for sale	$ —	—	**2**	**2**	**—**	**1**
Commercial loans and leases	—	—	**313**	**313**	**(39)**	**(44)**
Consumer and residential mortgage loans	—	—	**140**	**140**	**1**	**(1)**
OREO	—	—	**6**	**6**	**—**	**(6)**
Bank premises and equipment	—	—	**7**	**7**	**(1)**	**(2)**
Operating lease equipment	—	—	**34**	**34**	**—**	**(25)**
Private equity investments	—	**1**	**—**	**1**	**—**	**—**
Total	$ —	**1**	**502**	**503**	**(39)**	**(77)**

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As of June 30, 2020 ($ in millions)	Fair Value Measurements Using Level 1	Level 2	Level 3	Total	Total (Losses) Gains For the three months ended June 30, 2020	For the six months ended June 30, 2020
Commercial loans held for sale	$ —	37	17	54	(1)	(4)
Commercial loans and leases	—	—	569	569	(118)	(192)
Consumer and residential mortgage loans	—	—	186	186	2	3
OREO	—	—	18	18	(1)	(6)
Bank premises and equipment	—	—	14	14	(12)	(14)
Operating lease equipment	—	—	10	10	—	(3)
Private equity investments	—	—	70	70	—	(9)
Total	$ —	37	884	921	(130)	(225)

The following tables present information as of June 30, 2021 and 2020 about significant unobservable inputs related to the Bancorp's material categories of Level 3 financial assets and liabilities measured on a nonrecurring basis:

As of June 30, 2021 ($ in millions)

Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Ranges of Inputs	Weighted-Average
Commercial loans held for sale	**$ 2**	Comparable company analysis	Market comparable transactions	**NM**	**NM**
Commercial loans and leases	**313**	Appraised value	Collateral value	**NM**	**NM**
Consumer and residential mortgage loans	**140**	Appraised value	Collateral value	**NM**	**NM**
OREO	**6**	Appraised value	Appraised value	**NM**	**NM**
Bank premises and equipment	**7**	Appraised value	Appraised value	**NM**	**NM**
Operating lease equipment	**34**	Appraised value	Appraised value	**NM**	**NM**

As of June 30, 2020 ($ in millions)

Financial Instrument	Fair Value	Valuation Technique	Significant Unobservable Inputs	Ranges of Inputs	Weighted-Average
Commercial loans held for sale	$ 16	Comparable company analysis	Market comparable transactions	NM	NM
	1	Appraised value	Appraised value	NM	NM
Commercial loans and leases	569	Appraised value	Collateral value	NM	NM
Consumer and residential mortgage loans	186	Appraised value	Collateral value	NM	NM
OREO	18	Appraised value	Appraised value	NM	NM
Bank premises and equipment	14	Appraised value	Appraised value	NM	NM
Operating lease equipment	10	Appraised value	Appraised value	NM	NM
Private equity investments	70	Comparable company analysis	Market comparable transactions	NM	NM

Commercial loans held for sale

The Bancorp estimated the fair value of certain commercial loans held for sale during the six months ended June 30, 2021 and 2020, resulting in positive fair value adjustments of an immaterial amount during both the three and six months ended June 30, 2021, and negative fair value adjustments of $1 million and $4 million during the three and six months ended June 30, 2020, respectively. These valuations were based on quoted prices for similar assets in active markets (Level 2 of the valuation hierarchy), appraisals of the underlying collateral or by applying unobservable inputs such as an estimated market discount to the unpaid principal balance of the loans or the appraised values of the assets (Level 3 of the valuation hierarchy). The Bancorp recognized losses of an immaterial amount and gains of $1 million on the sale of certain commercial loans held for sale during the three and six months ended June 30, 2021, respectively, and gains of an immaterial amount during both the three and six months ended June 30, 2020.

Portfolio loans and leases

During the three and six months ended June 30, 2021 and 2020, the Bancorp recorded nonrecurring impairment adjustments to certain collateral-dependent portfolio loans and leases. When a loan is collateral-dependent, the fair value of the loan is generally based on the fair value less cost to sell of the underlying collateral supporting the loan and therefore these loans were classified within Level 3 of the valuation hierarchy. In cases where the carrying value exceeds the fair value, an impairment loss is recognized. The fair values and recognized impairment losses are reflected in the previous tables.

OREO

During the three and six months ended June 30, 2021 and 2020, the Bancorp recorded nonrecurring adjustments to certain commercial and residential real estate properties and branch-related real estate no longer intended to be used for banking purposes classified as OREO and measured at the lower of carrying amount or fair value. These nonrecurring losses were primarily due to declines in real estate values of the properties recorded in OREO. These losses include an immaterial amount and $6 million in losses, respectively, recorded as charge-offs on new OREO properties transferred from loans, during the three and six months ended June 30, 2021 compared to an immaterial amount and $2 million in losses during the three and six months ended June 30, 2020, respectively. These losses also included an immaterial amount for both the three and six months ended June 30, 2021, and $1 million and $4 million for the three and six months ended June 30, 2020, respectively, recorded as negative fair value adjustments on OREO in other noninterest expense or other noninterest income in the Condensed Consolidated Statements of Income subsequent to their transfer into OREO. The fair value amounts are generally based on appraisals of the property values, resulting in a classification within Level 3 of the valuation hierarchy. In cases where the carrying amount exceeds the fair value, less costs to sell, an impairment loss is recognized. The previous tables reflect the fair value measurements of the properties before deducting the estimated costs to sell.

Bank premises and equipment

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. These properties were written down to their lower of cost or market values. At least annually thereafter, the Bancorp will review these properties for market fluctuations. The fair value amounts were generally based on appraisals of the property values, resulting in a classification within Level 3 of the valuation hierarchy. For further information on bank premises and equipment, refer to Note 7.

Operating lease equipment

The Bancorp performs assessments of the recoverability of long-lived assets when events or changes in circumstances indicate that their carrying values may not be recoverable. When evaluating whether an individual asset is impaired, the Bancorp considers the current fair value of the asset, the changes in overall market demand for the asset and the rate of change in advancements associated with technological improvements that impact the demand for the specific asset under review. As part of this ongoing assessment, the Bancorp determined that the carrying values of certain operating lease equipment were not recoverable and, as a result, the Bancorp recorded an impairment loss equal to the amount by which the carrying value of the assets exceeded the fair value. The fair value amounts were generally based on appraised values of the assets, resulting in a classification within Level 3 of the valuation hierarchy.

Private equity investments

The Bancorp accounts for its private equity investments using the measurement alternative to fair value, except for those accounted for under the equity method of accounting. Under the measurement alternative, the Bancorp carries each investment at its cost basis 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. The Bancorp recognized an immaterial amount of gains resulting from observable price changes during both the three and six months ended June 30, 2021 and 2020. The carrying value of the Bancorp's private equity investments still held as of June 30, 2021 includes a cumulative $70 million of positive adjustments as a result of observable price changes since January 1, 2018. Because these adjustments are based on observable transactions in inactive markets, they are classified in Level 2 of the fair value hierarchy.

For private equity investments which are accounted for using the measurement alternative to fair value, the Bancorp qualitatively evaluates each investment quarterly to determine if impairment may exist. If necessary, the Bancorp then measures impairment by estimating the value of its investment and comparing that to the investment's carrying value, whether or not the Bancorp considers the impairment to be temporary. These valuations are typically developed using a DCF method, but other methods may be used if more appropriate for the circumstances. These valuations are based on unobservable inputs and therefore are classified in Level 3 of the fair value hierarchy. The Bancorp recognized impairments of an immaterial amount for both the three and six months ended June 30, 2021 compared to zero and $9 million for the three and six months ended June 30, 2020, respectively. The carrying value of the Bancorp's private equity investments still held as of June 30, 2021 includes a cumulative $21 million of impairment charges recognized since adoption of the measurement alternative to fair value on January 1, 2018.

Fair Value Option

The Bancorp elected to measure certain residential mortgage loans held for sale under the fair value option as allowed under U.S. GAAP. Electing to measure residential mortgage loans held for sale at fair value reduces certain timing differences and better matches changes in the value of these assets with changes in the value of derivatives used as economic hedges for these assets. Management's intent to sell residential mortgage loans classified as held for sale may change over time due to such factors as changes in the overall liquidity in markets or changes in characteristics specific to certain loans held for sale. Consequently, these loans may be reclassified to loans held for investment and maintained in the Bancorp's loan portfolio. In such cases, the loans will continue to be measured at fair value.

Fair value changes recognized in earnings for residential mortgage loans held at June 30, 2021 and 2020 for which the fair value option was elected, as well as the changes in fair value of the underlying IRLCs, included gains of $59 million and $45 million, respectively. These gains are reported in mortgage banking net revenue in the Condensed Consolidated Statements of Income.

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Valuation adjustments related to instrument-specific credit risk for residential mortgage loans measured at fair value negatively impacted the fair value of those loans by $1 million at both June 30, 2021 and December 31, 2020. Interest on loans measured at fair value is accrued as it is earned using the effective interest method and is reported as interest income in the Condensed Consolidated Statements of Income.

The following table summarizes the difference between the fair value and the unpaid principal balance for residential mortgage loans measured at fair value as of:

June 30, 2021 ($ in millions)		Aggregate Fair Value	Aggregate Unpaid Principal Balance	Difference
Residential mortgage loans measured at fair value	$	1,784	1,725	59
Past due loans of 90 days or more		2	3	(1)
Nonaccrual loans		—	—	—
December 31, 2020				
Residential mortgage loans measured at fair value	$	1,642	1,567	75
Past due loans of 90 days or more		3	3	—
Nonaccrual loans		—	—	—

The Bancorp invests in certain hybrid financial instruments with embedded derivatives that are not clearly and closely related to the host contracts. The Bancorp has elected to measure the entire instrument at fair value with changes in fair value recognized in earnings. The carrying value of these investments was $48 million as of June 30, 2021 and the investments are classified as trading debt securities on the Condensed Consolidated Balance Sheets. Fair value changes recognized in earnings included losses of $8 million and gains of $1 million for the three and six months ended June 30, 2021, respectively, reported in securities gains (losses), net in the Condensed Consolidated Statements of Income.

Fair Value of Certain Financial Instruments

The following tables summarize the carrying amounts and estimated fair values for certain financial instruments, excluding financial instruments measured at fair value on a recurring basis:

			Fair Value Measurements Using			
As of June 30, 2021 ($ in millions)		Net Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
Financial assets:						
Cash and due from banks	$	3,285	3,285	—	—	3,285
Other short-term investments		32,409	32,409	—	—	32,409
Other securities		520	—	520	—	520
Held-to-maturity securities		10	—	—	10	10
Loans and leases held for sale		4,097	—	—	4,104	4,104
Portfolio loans and leases:						
Commercial loans and leases		65,796	—	—	66,498	66,498
Consumer and residential mortgage loans		39,753	—	—	40,941	40,941
Total portfolio loans and leases, net	$	105,549	—	—	107,439	107,439
Financial liabilities:						
Deposits	$	162,283	—	162,285	—	162,285
Federal funds purchased		338	338	—	—	338
Other short-term borrowings		1,130	—	1,130	—	1,130
Long-term debt		12,364	12,821	850	—	13,671

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As of December 31, 2020 ($ in millions)	Net Carrying Amount	Fair Value Measurements Using			Total Fair Value
		Level 1	Level 2	Level 3	
Financial assets:					
Cash and due from banks	$ 3,147	3,147	—	—	3,147
Other short-term investments	33,399	33,399	—	—	33,399
Other securities	524	—	524	—	524
Held-to-maturity securities	11	—	—	11	11
Loans and leases held for sale	3,260	—	—	3,269	3,269
Portfolio loans and leases:					
Commercial loans and leases	67,541	—	—	67,810	67,810
Consumer loans	38,627	—	—	40,522	40,522
Total portfolio loans and leases, net	$ 106,168	—	—	108,332	108,332
Financial liabilities:					
Deposits	$ 159,081	—	159,094	—	159,094
Federal funds purchased	300	300	—	—	300
Other short-term borrowings	1,192	—	1,192	—	1,192
Long-term debt	14,973	15,606	923	—	16,529

22. Business Segments

The Bancorp reports on four business segments: Commercial Banking, Branch Banking, Consumer Lending and Wealth and Asset Management. Results of the Bancorp's business segments are presented based on its management structure and management accounting practices. The structure and accounting practices are specific to the Bancorp; therefore, the financial results of the Bancorp's business segments are not necessarily comparable with similar information for other financial institutions. The Bancorp refines its methodologies from time to time as management's accounting practices and businesses change.

The Bancorp manages interest rate risk centrally at the corporate level. By employing an FTP methodology, the business segments are insulated from most benchmark interest rate volatility, enabling them to focus on serving customers through the origination of loans and acceptance of deposits. The FTP methodology assigns charge and credit rates to classes of assets and liabilities, respectively, based on the estimated amount and timing of the cash flows for each transaction. Assigning the FTP rate based on matching the duration of cash flows allocates interest income and interest expense to each business segment so its resulting net interest income is insulated from future changes in benchmark interest rates. The Bancorp's FTP methodology also allocates the contribution to net interest income of the asset-generating and deposit-providing businesses on a duration-adjusted basis to better attribute the driver of the performance. As the asset and liability durations are not perfectly matched, the residual impact of the FTP methodology is captured in General Corporate and Other. The charge and credit rates are determined using the FTP rate curve, which is based on an estimate of Fifth Third's marginal borrowing cost in the wholesale funding markets. The FTP curve is constructed using the U.S. swap curve, brokered CD pricing and unsecured debt pricing.

The Bancorp adjusts the FTP charge and credit rates as dictated by changes in interest rates for various interest-earning assets and interest-bearing liabilities and by the review of behavioral assumptions, such as prepayment rates on interest-earning assets and the estimated durations for indeterminate-lived deposits. Key assumptions, including the credit rates provided for deposit accounts, are reviewed annually. Credit rates for deposit products and charge rates for loan products may be reset more frequently in response to changes in market conditions.

The Bancorp's methodology for allocating provision for credit losses expense to the business segments includes charges or benefits associated with changes in criticized commercial loan levels in addition to actual net charge-offs experienced by the loans and leases owned by each business segment. Provision for credit losses expense attributable to loan and lease growth and changes in ALLL factors is captured in General Corporate and Other. The financial results of the business segments include allocations for shared services and headquarters expenses. Additionally, the business segments form synergies by taking advantage of relationship depth opportunities and funding operations by accessing the capital markets as a collective unit.

The following is a description of each of the Bancorp's business segments and the products and services they provide to their respective client bases.

Commercial Banking offers credit intermediation, cash management and financial services to large and middle-market businesses and government and professional customers. In addition to the traditional lending and depository offerings, Commercial Banking products and services include global cash management, foreign exchange and international trade finance, derivatives and capital markets services, asset-based lending, real estate finance, public finance, commercial leasing and syndicated finance.

Branch Banking provides a full range of deposit and loan and lease products to individuals and small businesses through 1,096 full-service banking centers. Branch Banking offers depository and loan products, such as checking and savings accounts, home equity loans and lines of credit, credit cards and loans for automobiles and other personal financing needs, as well as products designed to meet the specific needs of small businesses, including cash management services.

Consumer Lending includes the Bancorp's residential mortgage, automobile and other indirect lending activities. Residential mortgage activities within Consumer Lending include the origination, retention and servicing of residential mortgage loans, sales and securitizations of those loans and all associated hedging activities. Residential mortgages are primarily originated through a dedicated sales force and through third-party correspondent lenders. Automobile and other indirect lending activities include extending loans to consumers through automobile dealers, motorcycle dealers, powersport dealers, recreational vehicle dealers and marine dealers.

Wealth and Asset Management provides a full range of wealth management services for individuals, companies and not-for-profit organizations. Wealth and Asset Management is made up of three main businesses: FTS, an indirect wholly-owned subsidiary of the Bancorp; Fifth Third Private Bank; and Fifth Third Institutional Services. FTS offers full service retail brokerage services to individual clients and broker-dealer services to the institutional marketplace. Fifth Third Private Bank offers wealth management strategies to high net worth and ultra-high net worth clients through wealth planning, investment management, banking, insurance, trust and estate services. Fifth Third Institutional Services provides advisory services for institutional clients, including middle market businesses, non-profits, states and municipalities.

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The following tables present the results of operations and assets by business segment for the three months ended:

June 30, 2021 ($ in millions)	Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$ 376	301	142	21	368	—	1,208
(Benefit from) provision for credit losses	(151)	25	—	—	11	—	(115)
Net interest income after (benefit from) provision for credit losses	$ 527	276	142	21	357	—	1,323
Noninterest income:							
Commercial banking revenue	$ 156	3	—	1	—	—	160
Service charges on deposits	92	57	—	—	—	—	149
Wealth and asset management revenue	1	52	—	138	—	(46) (a)	145
Card and processing revenue	15	84	—	1	2	—	102
Mortgage banking net revenue	—	3	60	1	—	—	64
Leasing business revenue	61	—	—	—	—	—	61
Other noninterest income(b)	30	25	2	2	(10)	—	49
Securities gains, net	—	—	—	—	10	—	10
Securities gains, net – non-qualifying hedges on MSRs	—	—	1	—	—	—	1
Total noninterest income	$ 355	224	63	143	2	(46)	741
Noninterest expense:							
Compensation and benefits	$ 136	158	61	49	234	—	638
Technology and communications	4	1	3	—	86	—	94
Net occupancy expense(c)	8	49	3	4	13	—	77
Equipment expense	7	9	—	—	18	—	34
Leasing business expense	33	—	—	—	—	—	33
Card and processing expense	2	19	—	—	(1)	—	20
Marketing expense	2	7	1	—	10	—	20
Other noninterest expense	207	207	95	78	(304)	(46)	237
Total noninterest expense	$ 399	450	163	131	56	(46)	1,153
Income before income taxes	$ 483	50	42	33	303	—	911
Applicable income tax expense	90	10	9	7	86	—	202
Net income	$ 393	40	33	26	217	—	709
Total goodwill	$ 1,981	2,047	—	231	—	—	4,259
Total assets	$ 68,851	87,646	33,215	10,881	4,797 (d)	—	205,390

(a) *Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Condensed Consolidated Statements of Income.*
(b) *Includes impairment charges of $2 for branches and land recorded in Branch Banking. For more information, refer to Note 7 and Note 21.*
(c) *Includes impairment losses and termination charges of $2 for ROU assets related to certain operating leases. For more information refer to Note 9.*
(d) *Includes bank premises and equipment of $25 classified as held for sale. For more information, refer to Note 7.*

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Notes to Condensed Consolidated Financial Statements (unaudited)

June 30, 2020 ($ in millions)	Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$ 570	513	92	51	(26)	—	1,200
Provision for (benefit from) credit losses	457	52	10	(1)	(33)	—	485
Net interest income after provision for (benefit from) credit losses	$ 113	461	82	52	7	—	715
Noninterest income:							
Commercial banking revenue	$ 136	1	—	1	(1)	—	137
Service charges on deposits	79	42	—	—	1	—	122
Wealth and asset management revenue	1	39	—	115	—	(35) (a)	120
Card and processing revenue	11	68	—	—	3	—	82
Mortgage banking net revenue	—	2	96	1	—	—	99
Leasing business revenue	57	—	—	—	—	—	57
Other noninterest income(b)	10	15	2	4	(19)	—	12
Securities gains, net	—	—	—	—	21	—	21
Securities gains, net – non-qualifying hedges on MSRs	—	—	—	—	—	—	—
Total noninterest income	$ 294	167	98	121	5	(35)	650
Noninterest expense:							
Compensation and benefits	$ 129	161	53	50	234	—	627
Technology and communications	3	1	2	—	84	—	90
Net occupancy expense(c)	8	44	2	3	25	—	82
Equipment expense	7	10	—	—	15	—	32
Leasing business expense	33	—	—	—	—	—	33
Card and processing expense	2	28	—	—	(1)	—	29
Marketing expense	2	5	1	—	12	—	20
Other noninterest expense	221	205	62	69	(314)	(35)	208
Total noninterest expense	$ 405	454	120	122	55	(35)	1,121
Income (loss) before income taxes	$ 2	174	60	51	(43)	—	244
Applicable income tax expense (benefit)	(10)	36	12	11	—	—	49
Net income (loss)	$ 12	138	48	40	(43)	—	195
Total goodwill	$ 1,961	2,047	—	253	—	—	4,261
Total assets	$ 76,437	77,219	26,451	11,680	11,119 (d)	—	202,906

(a) Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Condensed Consolidated Statements of Income.
(b) Includes impairment charges of $4 and $8 for branches and land recorded in Branch Banking and General Corporate and Other, respectively. For more information, refer to Note 7 and Note 21.
(c) Includes impairment losses and termination charges of $3 for ROU assets related to certain operating leases. For more information refer to Note 9.
(d) Includes bank premises and equipment of $53 classified as held for sale. For more information, refer to Note 7.

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The following tables present the results of operations and assets by business segment for the six months ended:

June 30, 2021 ($ in millions)		Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$	741	596	269	42	737	—	2,385
(Benefit from) provision for credit losses		(227)	66	8	(1)	(134)	—	(288)
Net interest income after (benefit from) provision for credit losses	$	968	530	261	43	871	—	2,673
Noninterest income:								
Commercial banking revenue	$	307	5	—	1	—	—	313
Service charges on deposits		181	111	—	—	—	—	292
Wealth and asset management revenue		1	102	—	274	—	(89) (a)	288
Card and processing revenue		29	161	—	1	5	—	196
Mortgage banking net revenue		—	5	142	2	—	—	149
Leasing business revenue		148 (c)	—	—	—	—	—	148
Other noninterest income(b)		42	45	4	3	(2)	—	92
Securities gains, net		7	—	—	—	6	—	13
Securities losses, net – non-qualifying hedges on MSRs		—	—	(1)	—	—	—	(1)
Total noninterest income	$	715	429	145	281	9	(89)	1,490
Noninterest expense:								
Compensation and benefits	$	292	328	127	103	493	—	1,343
Technology and communications		7	2	5	—	173	—	187
Net occupancy expense(d)		17	96	5	7	31	—	156
Equipment expense		13	19	—	—	36	—	68
Leasing business expense		68	—	—	—	—	—	68
Card and processing expense		3	49	—	—	(2)	—	50
Marketing expense		3	15	1	1	23	—	43
Other noninterest expense		416	430	186	156	(645)	(89)	454
Total noninterest expense	$	819	939	324	267	109	(89)	2,369
Income before income taxes	$	864	20	82	57	771	—	1,794
Applicable income tax expense		160	4	17	12	198	—	391
Net income	$	704	16	65	45	573	—	1,403
Total goodwill	$	1,981	2,047	—	231	—	—	4,259
Total assets	$	68,851	87,646	33,215	10,881	4,797 (e)	—	205,390

(a) Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Condensed Consolidated Statements of Income.
(b) Includes impairment charges of $3 and $1 for branches and land recorded in Branch Banking and General Corporate and Other, respectively. For more information, refer to Note 7 and Note 21.
(c) Includes impairment charges of $25 for operating lease equipment. For more information, refer to Note 8 and Note 21.
(d) Includes impairment losses and termination charges of $2 for ROU assets related to certain operating leases. For more information refer to Note 9.
(e) Includes bank premises and equipment of $25 classified as held for sale. For more information, refer to Note 7.

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June 30, 2020 ($ in millions)	Commercial Banking	Branch Banking	Consumer Lending	Wealth and Asset Management	General Corporate and Other	Eliminations	Total
Net interest income	$ 1,078	1,017	181	88	65	—	2,429
Provision for credit losses	502	114	23	—	486	—	1,125
Net interest income after provision for credit losses	$ 576	903	158	88	(421)	—	1,304
Noninterest income:							
Commercial banking revenue	$ 260	2	—	1	(2)	—	261
Service charges on deposits	162	107	—	1	—	—	270
Wealth and asset management revenue	2	84	—	244	—	(75) (a)	255
Card and processing revenue	26	133	—	1	7	—	167
Mortgage banking net revenue	—	4	213	2	—	—	219
Leasing business revenue	131 (c)	—	—	—	—	—	131
Other noninterest income(b)	(1)	34	6	9	(30)	—	18
Securities losses, net	—	—	—	—	(3)	—	(3)
Securities gains, net – non-qualifying hedges on MSRs	—	—	3	—	—	—	3
Total noninterest income	$ 580	364	222	258	(28)	(75)	1,321
Noninterest expense:							
Compensation and benefits	$ 278	330	104	112	450	—	1,274
Technology and communications	6	1	5	—	171	—	183
Net occupancy expense(e)	15	87	5	6	51	—	164
Equipment expense	14	21	—	—	29	—	64
Leasing business expense	68	—	—	—	—	—	68
Card and processing expense	4	58	—	—	(2)	—	60
Marketing expense	4	17	2	1	27	—	51
Other noninterest expense	495	426	128	147	(664)	(75)	457
Total noninterest expense	$ 884	940	244	266	62	(75)	2,321
Income (loss) before income taxes	$ 272	327	136	80	(511)	—	304
Applicable income tax expense (benefit)	35	69	29	16	(88)	—	61
Net income (loss)	$ 237	258	107	64	(423)	—	243
Total goodwill	$ 1,961	2,047	—	253	—	—	4,261
Total assets	$ 76,437	77,219	26,451	11,680	11,119 (d)	—	202,906

(a) *Revenue sharing agreements between wealth and asset management and branch banking are eliminated in the Condensed Consolidated Statements of Income.*
(b) *Includes impairment charges of $4 and $10 for branches and land recorded in Branch Banking and General Corporate and Other, respectively. For more information, refer to Note 7 and Note 21.*
(c) *Includes impairment charges of $3 for operating lease equipment. For more information, refer to Note 8 and Note 21.*
(d) *Includes bank premises and equipment of $53 classified as held for sale. For more information, refer to Note 7.*
(e) *Includes impairment losses of and termination charges of $5 for ROU assets related to certain operating leases. For more information, refer to Note 9.*

23. Subsequent Event

On July 23, 2021, the Bancorp entered into an accelerated share repurchase transaction with a counterparty pursuant to which the Bancorp paid $550 million on July 27, 2021 to repurchase shares of its outstanding common stock. The Bancorp is repurchasing the shares of its common stock as part of its Board-approved 100 million share repurchase program previously announced on June 18, 2019. The Bancorp expects the final settlement of the transaction to occur on or before September 29, 2021.

PART II. OTHER INFORMATION

Legal Proceedings (Item 1)

Refer to Note 17 of the Notes to Condensed Consolidated Financial Statements in Part I, Item 1 for information regarding legal proceedings.

Risk Factors (Item 1A)

The following is a change to the risk factors as previously disclosed in Item 1A of the Registrant's Annual Report on Form 10-K for the year ended December 31, 2020. Other than as set forth below, there were no material changes to the risk factors disclosed in Item 1A of the Registrant's Annual Report on Form 10-K for the year ended December 31, 2020.

The COVID-19 pandemic creates significant risks and uncertainties for Fifth Third's business.

In March 2020, the World Health Organization declared novel coronavirus disease 2019 (COVID-19) a global pandemic. The COVID-19 pandemic has negatively impacted the global economy, disrupted global supply chains, created significant volatility and disruption in financial markets and increased unemployment levels, all of which may become heightened concerns upon subsequent waves of infection or future developments. In addition, the pandemic resulted in temporary closures of many businesses and the institution of social distancing and sheltering in place requirements in many states and communities, including those in major markets in which the Bancorp is located or does business.

As a result, the demand for the Bancorp's products and services has been, and is expected to continue to be, significantly impacted. Furthermore, the pandemic could influence the recognition of credit losses in the Bancorp's loan and lease portfolios and increase its allowance for credit losses as both businesses and consumers are negatively impacted by the economic downturn. In addition, governmental actions are meaningfully influencing the interest-rate environment, which could continue to adversely affect the Bancorp's results of operations and financial condition. The business operations of subsidiaries of the Bancorp, such as Fifth Third Bank, National Association, have been, and may also be disrupted in the future, if significant portions of their workforce are unable to work effectively, including because of illness, quarantines, government actions, travel restrictions, technology limitations and/or disruptions or other restrictions in connection with the pandemic. Furthermore, the business operations of subsidiaries of the Bancorp have been, and may again in the future be, disrupted due to vendors and third party service providers being unable to work or provide services effectively, including because of illness, quarantines, government actions, or other restrictions in connection with the pandemic. An increase in the remote work force due to the COVID-19 pandemic and the potential for a long-term change in Fifth Third's remote work strategy may also increase risks related to cybersecurity and information security.

In response to the pandemic, the Bancorp provided financial hardship relief to borrowers that were negatively impacted by the pandemic and its related economic impacts. These programs included payment deferrals and forbearances for both commercial and retail borrowers. The Bancorp has also temporarily suspended all residential foreclosure activity. These actions are expected to negatively impact revenue and other results of operations of the Bancorp in the near term and, if not effective in mitigating the effects of the COVID-19 pandemic on the Bancorp's customers, may adversely affect the Bancorp's business and results of operations more substantially over a longer period of time.

Governmental authorities have taken significant measures to provide economic assistance to households and businesses, to stabilize the markets and to support economic growth. For example, in response to the COVID-19 pandemic, the FRB and other U.S. state and federal financial regulatory agencies took action to mitigate the resulting disruptions to economic activity and financial stability by implementing a number of facilities to provide emergency liquidity to various segments of the U.S. economy and financial markets. Many of these facilities expired on or before December 31, 2020 or were extended for brief periods into 2021. The expiration of these facilities could have an adverse effect on U.S. economy and ultimately on the Bancorp's business.

Among other relief programs, the Bancorp is a participating lender in the SBA's Paycheck Protection Program. Paycheck Protection Program loans are fixed, unsecured, low interest rate loans that are guaranteed by the SBA and subject to numerous other regulatory requirements, and a borrower may apply to have all or a portion of the loan forgiven. If Paycheck Protection Program borrowers fail to qualify for loan forgiveness, the Bancorp faces a heightened risk of holding these loans at unfavorable interest rates for an extended period of time. While the Paycheck Protection Program loans are guaranteed by the SBA, various regulatory requirements will apply to the Bancorp's ability to seek recourse under the guarantees and the related procedures are currently subject to uncertainty. If a borrower defaults on a Paycheck Protection Program loan, these requirements and uncertainties may limit the Bancorp's ability to fully recover against the loan guarantee or to seek full recourse against the borrower. These assistance efforts may adversely affect the Bancorp's revenue and results of operations and may make the Bancorp's results more difficult to forecast. Further, the timing and amount of forgiveness to which the Bancorp's borrowers will be entitled cannot be predicted. The Paycheck Protection Program and other government programs in which the Bancorp may participate are complex and the Bancorp's participation may lead to governmental and regulatory scrutiny, negative publicity and damage to the Bancorp's reputation.

The extent to which the COVID-19 pandemic impacts the Bancorp's business, results of operations, and financial condition, as well as its regulatory capital and liquidity ratios, will depend on highly uncertain future developments, including the scope and duration of the pandemic (including the possibility of further surges of COVID-19 and any virus variants, which may or may not respond to available vaccinations), the timing and efficacy of the vaccination program in the U.S. and further actions taken by governmental authorities and other third parties in response to the pandemic. Government actions to mitigate the economic suffering caused by the COVID-19 pandemic may not be successful or may result in increased pressure on the banking sector, which could adversely affect the Bancorp's business, results of operations and financial condition more substantially over a longer period of time. In addition, the unique historical nature of the pandemic and the unprecedented level of governmental response may also significantly impact the Bancorp's ability to effectively manage its business or predict future performance.

As the COVID-19 pandemic subsides, the U.S. economy may require some time to fully recover from its effects, the length of which is unknown. The effects of the COVID-19 pandemic may heighten many of the other risks described in Item 1A. Risk Factors of the Bancorp's Annual Report on Form 10-K and any subsequent Quarterly Report on Form 10-Q or Current Report on Form 8-K, including, but not limited to, risks of credit deterioration, interest rate changes, rating agency actions, governmental actions, market volatility, theft, fraud, security breaches and technology interruptions.

Unregistered Sales of Equity Securities and Use of Proceeds (Item 2)

Refer to the "Capital Management" section within Management's Discussion and Analysis in Part I, Item 2 for information regarding purchases and sales of equity securities by the Bancorp during the second quarter of 2021.

Defaults Upon Senior Securities (Item 3)

None.

Mine Safety Disclosures (Item 4)

Not applicable.

Other Information (Item 5)

None.

Exhibits (Item 6)

3.1	Amended Articles of Incorporation of Fifth Third Bancorp. Incorporated by reference to Exhibit 3.1 of the Registrant's Quarterly Report on Form 10-Q filed on May 7, 2021.
3.2	Regulations of Fifth Third Bancorp as Amended as of March 23, 2020. Incorporated by reference to Exhibit 3.2 of the Registrant's Current Report on Form 8-K filed on March 24, 2020.
10.1	Fifth Third Bancorp 2021 Incentive Compensation Plan. Incorporated by reference to Annex A to the Registrant's Proxy Statement filed on March 2, 2021.
10.2	Supplemental Confirmation dated April 21, 2021, to Master Confirmation dated July 29, 2015, for accelerated share repurchase transaction between Fifth Third Bancorp and Morgan Stanley & Co. LLC*
10.3	2021 Restricted Stock Unit Grant Agreement (for Directors).
31(i)	Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 by Chief Executive Officer.
31(ii)	Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 by Chief Financial Officer.
32(i)	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 by Chief Executive Officer.
32(ii)	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 by Chief Financial Officer.
101.INS	Inline XBRL Instance Document.
101.SCH	Inline XBRL Taxonomy Extension Schema.
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase.
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase.
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase.
101.DEF	Inline XBRL Taxonomy Definition Linkbase.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

** Selected portions of this exhibit have been omitted in accordance with Item 601(b)(10) of Regulation S-K.*

Signature

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.

Fifth Third Bancorp
Registrant

Date: August 6, 2021

/s/ James C. Leonard
James C. Leonard
Executive Vice President and
Chief Financial Officer
(Duly Authorized Officer & Principal Financial Officer)

SECRETARY'S CERTIFICATE

The undersigned does hereby certify that he is the duly elected, qualified and acting Assistant Secretary of Fifth Third Bank, National Association, and the undersigned does hereby further certify that:

1. The individual listed below has achieved the title set forth opposite her name and is acting in her capacity at this date.

Name	Title
Lucy Czyz	Senior Vice President

2. At a meeting held and convened on February 23, 2021, the Fifth Third Bank Board of Directors adopted general resolutions of authority (the "Corporate Resolutions"). The Corporate Resolutions, attached hereto as Exhibit A, have not been modified or repealed and are still in full force and effect.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 2nd day of September, 2021.

H. Samuel Lind

H. Samuel Lind
Assistant Secretary

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EXHIBIT A

FIFTH THIRD BANK, NATIONAL ASSOCIATION

Feburary 23, 2021

RESOLUTION APPROVING REVISED GENERAL AUTHORITIES

RESOLVED, that the Chairman of the Board, Vice Chairman, Chief Executive Officer, President, or any Executive Vice President, Senior Vice President or Vice President, or any Assistant Vice President, the Cashier, Secretary or Treasurer, or any Assistant Cashier or Officer, Assistant Secretary or Assistant Treasurer, or any Branch Manager, or any other officer or employee designated by this Board of Directors or a Committee thereof, is authorized to sign loan or credit agreements, security agreements or instruments, leases, purchase or participation agreements relating to loans or leases or other extensions of credit, financing statements, and any modifications or amendments thereof, or other documents ancillary to loans and leases and other extensions of credit made by this Bank; contracts for treasury management and corporate card services and any modifications or amendments thereof, or other documents ancillary to such banking services or the collateralization thereof provided by this Bank; checks, drafts, certificates of deposit, bill of exchange, or other orders for the payment of money drawn by this Bank on any office of this Bank or its depositaries or correspondents, certification of checks, drafts and other orders for the payment of money drawn on this Bank, and endorsements on behalf of this Bank on checks drafts, bills of exchange, acceptances, bills of lading, warehouse receipts, insurance policies, and other similar documents; appointments of attorneys in fact, or proxies issued in connection with the same with or without power of substitution and with full power of revocation; to guarantee signatures on assignment of stock certificates and all other forms of securities, also to guarantee signatures on any and all other forms of documents; and to execute satisfactions and releases of mortgages or deeds of trust and other indentures, chattel mortgages and conditional sales contracts, or any other collateral, with like power to affix the corporate seal of this Bank thereto, and to acknowledge the same;

RESOLVED, that the Chairman of the Board, or the Vice Chairman, or the Chief Executive Officer, or the President, or any Executive Vice President, Senior Vice President or Vice President, acting in conjunction with the Cashier, Secretary or Treasurer, or any Assistant Vice President, or any Assistant Cashier or Officer, Assistant Secretary or Assistant Treasurer, or any other officer or employee designated by the Board of Directors or its Executive Committee, is authorized to sign assignments of stocks, registered bonds, notes, mortgages, certificates of indebtedness, notes and certificates of interest in real or personal property owned by this Bank; bonds or other instruments necessary or proper to secure deposits of public or private funds, deeds, bills of sale and conveyances with or without covenants of warranty and other instruments of

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a similar nature in respect of real or personal property owned by this Bank; mortgages, deeds of trust, security agreements, pledge agreements, financing statements, satisfactions, and releases of mortgages and other indentures in respect of real or personal property owned by this Bank; contracts, license agreements, leases perpetual or for terms of years for personal or real property and with privilege and obligation of purchase letters of credit issued by this Bank, with power to affix the corporate seal of this Bank thereto and to acknowledge the same;

RESOLVED FURTHER, that notwithstanding the foregoing, the authority conferred by the above resolutions is hereby restricted to exclude any person who, as an officer of the Bank, would otherwise have been authorized to act, in all situations in which that officer, or any member of his immediate family, shall have any existing or potential economic interest, any existing or potential tax relationship, or any existing or potential conflict of interest, with respect to any trust in which the officer is grantor, settlor, beneficiary or trustee, it being the intent of this restricting resolution to authorize only officers of the Bank who shall have no individual interest in the subject matter of the proposed fiduciary action; specifically, no officer who shall have created any interest subject to fiduciary action by the Bank, or who shall hold any power over such interest, including a beneficial interest, created by another shall have any authority to act on behalf of the Bank with respect to that interest;

RESOLVED FURTHER, that the Officers of the Bank be, and each are hereby, authorized, directed and empowered to perform any and all other acts and things as in such Officer's opinion may be necessary or appropriate in order to carry out the intent and purposes of the foregoing resolution with respect to the Bank, respectively; and

RESOLVED FURTHER, that any act of any Director or Officer of the Bank and of any person designated or authorized to act by any Officer of the Bank, which act would have been authorized by the foregoing resolutions except that such act was taken prior to the adoption of such resolutions, is hereby ratified, confirmed, approved, and adopted as the act of the Bank, respectively.

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SECRETARY CERTIFICATE

The undersigned does hereby certify that he is the duly elected, qualified, and acting Assistant Secretary of Fifth Third Bancorp (the "Bancorp") and the undersigned does hereby certify that:

1. In my role as Assistant Secretary of the Bancorp, I am familiar with the Bancorp subsidiaries including, but not limited to, Fifth Third Financial Corporation and its officers.

2. The individual listed below has achieved the title set forth opposite his name and is acting in his capacity at this date.

Name	Subsidiary	Title
H. Samuel Lind	Fifth Third Bancorp	Assistant Secretary
	Fifth Third Financial Corporation	Assistant Secretary

IN WITNESS WHEREOF, I have hereunto set my name as of the 6th day of October, 2021.

Brian S. Duba
Assistant Secretary

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SECRETARY'S CERTIFICATE

The undersigned does hereby certify that he is the duly elected, qualified and acting Assistant Secretary of Fifth Third Bank, National Association, a national banking association organized under the laws of the United States and having a main office in Cincinnati, Ohio, and the undersigned does hereby further certify that:

1. Pursuant to Section 805 ILCS 5/1.80, a foreign corporation is defined as a corporation for profit organized under laws other than the laws of Illinois but shall not include a banking corporation organized under the laws of another state or of the United States.

2. Further, 805 ILCS 5/13.05 states that any foreign corporation may secure from the Secretary of State the authority to do business in Illinois excluding corporations engaged in the business of banking, insurance, suretyship, or a business of the character of a building and loan corporation.

3. As a national banking association, Fifth Third Bank is unable to obtain from the Illinois Secretary of State the authority to do business and is, therefore, unable to produce a Certificate of Good Standing evidencing its ability to transact business within the State.

4. Title 12, Section 36 of the United States Code authorizes national banks, regardless of the location of its main office and subject to approval by the Office of the Comptroller of the Currency, to establish and operate branch offices in other states in the same manner as the applicable state law would permit a branch office to be established by a bank chartered by that state. Accordingly, Fifth Third Bank has established branch offices in Illinois in a manner conforming to the Illinois Banking Act and transacts business within the State.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 20th day of October, 2021.

H. Samuel Lind

H. Samuel Lind
Assistant Secretary