

Schedule HC-R—Regulatory Capital

Part I. Regulatory Capital Components and Ratios

Please note certain items may be renumbered with the final rule due to the multi-capital proposal that was out for comment 12-27-19.

| | | Dollar Amounts in Thousands | | BHCA | Amount | |
|---|--|-----------------------------|--------------|------|--------|------|
| Common Equity Tier 1 Capital | | | | | | |
| 1. | Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares..... | P742 | | | | 1. |
| 2. | Retained earnings ¹ | KW00 | | | | 2. |
| a. | To be completed only by institutions that have adopted ASU 2016-13: Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No.) | 0=No 1=Yes | BHCA JJ29 | | | 2.a. |
| 3. | Accumulated other comprehensive income (AOCI) | BHCA B530 | Amount | | | 3. |
| a. | AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.)..... | 0=No 1=Yes | BHCA P838 | | | 3.a. |
| 4. | Common equity tier 1 minority interest includable in common equity tier 1 capital..... | BHCA P839 | Amount | | | 4. |
| 5. | Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4)..... | P840 | | | | 5. |
| Common Equity Tier 1 Capital: Adjustments and Deductions | | | | | | |
| 6. | LESS: Goodwill net of associated deferred tax liabilities (DTLs)..... | P841 | | | | 6. |
| 7. | LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs..... | P842 | | | | 7. |
| 8. | LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs | P843 | | | | 8. |
| 9. | AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f): | | | | | |
| a. | LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value) ² | P844 | | | | 9.a. |
| b. | LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) ³ | P845 | | | | 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)..... | P846 | | | | 9.c. |
| d. | LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value)..... | P847 | | | | 9.d. |
| e. | LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value) | P848 | | | | 9.e. |
| f. | To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value)..... | P849 | | | | 9.f. |

1. Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should include the applicable portion of the CECL transitional amount in this item.
 2. Holding companies that entered "1" for Yes in item 3.a and have adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities, should report net unrealized gains (losses) on available-for-sale debt securities in item 9.a. Holding companies that entered "1" for Yes in item 3.a and have not adopted ASU 2016-01 should report net unrealized gains (losses) on available-for-sale debt and equity securities in item 9.a.
 3. Item 9.b is to be completed only by holding companies that entered "1" for Yes in item 3.a and have not adopted ASU 2016-01. See instructions for further detail on ASU 2016-01.

Schedule HC-R—Continued

Part I.—Continued

| | Dollar Amounts in Thousands | BHCA | Amount | |
|--|-----------------------------|------|--------|-------|
| 10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions: | | | | |
| a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value) | | Q258 | | 10.a. |
| b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions..... | | P850 | | 10.b. |
| 11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments..... | | P851 | | 11. |
| 12. Subtotal (item 5 minus items 6 through 11)..... | | P852 | | 12. |
| 13. 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..... | | P853 | | 13. |
| 14. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold..... | | P854 | | 14. |
| 15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold..... | | P855 | | 15. |
| 16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold | | P856 | | 16. |
| 17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions | | P857 | | 17. |
| 18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17)..... | | P858 | | 18. |
| 19. Common equity tier 1 capital (item 12 minus item 18)..... | | P859 | | 19. |
| Additional Tier 1 Capital | | | | |
| 20. Additional tier 1 capital instruments plus related surplus..... | | P860 | | 20. |
| 21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital..... | | P861 | | 21. |
| 22. Tier 1 minority interest not included in common equity tier 1 capital | | P862 | | 22. |
| 23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22) | | P863 | | 23. |
| 24. LESS: Additional tier 1 capital deductions | | P864 | | 24. |
| 25. Additional tier 1 capital (greater of item 23 minus item 24, or zero)..... | | P865 | | 25. |
| Tier 1 Capital | | | | |
| 26. Tier 1 capital (sum of items 19 and 25) | | 8274 | | 26. |
| Tier 2 Capital | | | | |
| 27. Tier 2 capital instruments plus related surplus..... | | P866 | | 27. |
| 28. Non-qualifying capital instruments subject to phase out from tier 2 capital | | P867 | | 28. |
| 29. Total capital minority interest that is not included in tier 1 capital | | P868 | | 29. |
| 30. a. Allowance for loan and lease losses includable in tier 2 capital ^{4, 5} | | 5310 | | 30.a. |
| b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital | | BHCW | | |
| | | 5310 | | 30.b. |
| 31. Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in tier 2 capital ⁶ | | BHCA | | |
| | | Q257 | | 31. |

4. Institutions that have adopted ASU 2016-13 should report the amount of adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule includable in tier 2 capital in item 30.a.

5. Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should subtract the applicable portion of the AACL transitional amount from the AACL, as defined in the regulatory capital rule, before determining the amount of AACL includable in tier 2 capital. See instructions for further detail on the CECL transition provision.

6. Item 31 is to be completed only by holding companies that have not adopted ASU 2016-01, which includes provisions governing the accounting

for investments in equity securities. See instructions for further detail on ASU 2016-01.

Schedule HC-R—Continued

Part I.—Continued

| | | Dollar Amounts in Thousands | | |
|--|--|-----------------------------|--------|-------|
| | | BHCA | Amount | |
| 32. | a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31)..... | P870 | | 32.a. |
| | b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31) | BHCW | | |
| | | P870 | | 32.b. |
| | | BHCA | | |
| 33. | LESS: Tier 2 capital deductions | P872 | | 33. |
| 34. | a. Tier 2 capital (greater of item 32.a minus item 33, or zero) | 5311 | | 34.a. |
| | b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b minus item 33, or zero) | BHCW | | |
| | | 5311 | | 34.b. |
| Total Capital | | | | |
| | | BHCA | | |
| 35. | a. Total capital (sum of items 26 and 34.a)..... | 3792 | | 35.a. |
| | b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b) | BHCW | | |
| | | 3792 | | 35.b. |
| Total Assets for the Leverage Ratio | | | | |
| | | BHCA | | |
| 36. | Average total consolidated assets ⁷ | KW03 | | 36. |
| 37. | LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions) | | | |
| | | P875 | | 37. |
| 38. | LESS: Other deductions from (additions to) assets for leverage ratio purposes..... | B596 | | 38. |
| 39. | Total assets for the leverage ratio (item 36 minus items 37 and 38) | A224 | | 39. |
| Total Risk-Weighted Assets | | | | |
| | | A223 | | |
| 40. | a. Total risk-weighted assets (from Schedule HC-R, Part II item 31)..... | BHCW | | 40.a. |
| | b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60)..... | A223 | | 40.b. |

| | | Column A | | Column B | | |
|-----------------------------------|--|----------|------------|----------|------------|-----|
| | | BHCA | Percentage | BHCW | Percentage | |
| Risk-Based Capital Ratios* | | | | | | |
| 41. | Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b)..... | P793 | | P793 | | 41. |
| 42. | Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b) | 7206 | | 7206 | | 42. |
| 43. | Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b) | 7205 | | 7205 | | 43. |

| | | BHCA | Percentage | |
|---------------------------------|--|------|------------|-----|
| Leverage Capital Ratios* | | | | |
| 44. | Tier 1 leverage ratio (item 26 divided by item 39)..... | 7204 | | 44. |
| 45. | Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22) | H036 | | 45. |

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

7. Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision include the applicable portion of the CECL transitional amount in item 36.

Schedule HC-R—Continued

Part I.—Continued

for Holding Companies not
Subject to the Capital Plan Rule
(items 45-47)

Capital Buffer* <

- 46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:
 - a. Capital conservation buffer
 - b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer

| BHCA | Percentage |
|------|------------|
| | |
| H311 | |
| H312 | |

46.a.
46.b.

45.
46.
47.

capital conservation buffer

Dollar Amounts in Thousands

- Institutions must complete items 47 and 48 if the amount in item 46.a is less than or equal to the applicable minimum capital conservation buffer:
- 47. Eligible retained income
 - 48. Distributions and discretionary bonus payments during the quarter

| BHCA | Amount |
|------|--------|
| | |
| H313 | |
| H314 | |

47.
48.

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

Supplementary Leverage Ratio

48. Advanced approaches and Category III holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....

Add Insert A

DRAFT

Insert A

Risk-Based Capital Buffer for holding companies subject to the Board’s capital plan rule only:

- 49. Capital conservation buffer requirement (sum of items 49.a through 49.c)
 - a. of which: Stress capital buffer or 2.500% (for advanced approaches)
 - b. of which: GSIB surcharge (if applicable).....
 - c. of which: Countercyclical capital buffer amount (if applicable).....
- 50. Capital conservation buffer.....

| (Column A) Standardized Approach | | (Column B) Advanced approaches | |
|-------------------------------------|------------|-----------------------------------|------------|
| MDRM | Percentage | MDRM | Percentage |
| XXXX | | XXXX | |
| XXXX | | XXXX | |
| | | | |
| XXXX | | XXXX | |
| XXXX | | XXXX | |

- 49.a.
- 49.b.
- 49.c.
- 50.

Leverage buffer and requirements for holding companies subject to the capital plan rule:

- 51. Total leverage exposure for the supplementary leverage ratio (SLR) (if applicable).....
- 52. Leverage buffer requirement (if applicable).....
- 53. Leverage ratio buffer (if applicable).....

| MDRM | Percentage |
|------|------------|
| XXXX | |
| | |
| XXXX | |
| | |
| XXXX | |
| | |
| XXXX | |
| XXXX | |
| XXXX | |
| XXXX | |

- 51.
- 52.
- 53.
- 54.
- 55.
- 56.
- 57.

Maximum payout ratios and amounts for holding companies subject to the capital plan rule:

- 54. Eligible retained income.....
- 55. Maximum payout ratio.....
- 56. Maximum payout amount.....
- 57. Distributions and discretionary bonus payments during the quarter