Board of Governors of the Federal Reserve System



Quarterly Savings and Loan Holding Company Report—FR 2320

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

This Report is required by law: Section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)), as amended by Section 369 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (Pub. L. 111-203, § 369(8)).

This report form is to be filed by savings and loan holding companies. When such savings and loan holding companies are tiered

savings and loan holding companies, a lower tier savings and loan holding company may be required to file as discussed in the instructions.

The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: The Quarterly Savings and Loan Holding Company Report must be signed and attested by the Chief Financial Officer (CFO) of the reporting savings and loan holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named savings and loan holding company, attest that the Quarterly Savings and Loan Holding Company Report for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Date of Report: December 31, 2016

Month / Day / Year (SLHC 9999)

Printed Name of Chief Financial Officer (or equivalent) (SLHX C490)	Legal Title of Savings and L	Legal Title of Savings and Loan Holding Company (TEXT 9010)						
Signature of Chief Financial Officer (or equivalent)	(Mailing Address of the Savings and Loan Holding Company) Street / P.O. Box (TEXT 9110)							
Date of Signature (MM/DD/YYYY) (SLHX J196)	City (TEXT 9130)	State (TEXT 9200)	Zip Code (TEXT 9220)					
Savings and loan holding companies must maintain in their files	a manually signed and attes	sted printout of the data s	submitted.					
	Person to whom ques	stions about this report sh	nould be directed:					
Fiscal Year End (MM) (SLHC 8678)	Name / Title (SLHX 8901)							

Stock Exchange Ticker Symbol (SLHC 4539)

Area Code / Phone Number (SLHX 8902)

Area Code / FAX Number (SLHX 9116)

Website Address (78 characters maximum) (SLHC 4087)

E-mail Address of Contact (SLHX 4086)

For Federal Reserve Bank Use Only				
RSSD ID C.I.	S.F			

Public reporting burden for this information collection is estimated to average 2.5 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0345), Washington, DC 20503.

Quarterly Savings and Loan Holding Company Report

Dollar Amounts in Thousands				(Column A) Parent Only		(Column B) Consolidated	
2. Total Liabilities 2850 2850 2.		Dollar Amounts in Thousands	SLHP	Amount	SLHC	Amount	
Separation Sep	1.	Total Assets	2170		2170		1.
3. Perpetual Preferred Stock: a. Cumulative	2.	Total Liabilities	2950		2950		2.
3. Perpetual Preferred Stock: a. Cumulative	Ear	11444					
a. Cumulative							
D. Noncumulative	٥.	·	9609		9609		2.0
4. Common Stock: a. Par Value. b. Paid in Excess of Par. 5. Accumulated Other Comprehensive Income: a. Accumulated Gains (Losses) on Certain Securities a. Accumulated Gains (Losses) on Certain Securities b. Gains (Losses) on Cash Flow Hedges. c. Coffe c. Other c. Coffe c. Other c. Coffe c. Retained Earnings c. Coffe c. Other Components of Equity. a. Total Holding Company Equity b. Noncontrolling Interests in Consolidated Subsidiaries c. A Holding Company and Noncontrolling Interests c. Holding Company and Noncontrolling Interests c. Coffe c. Coff							+
a. Par Value	4		8009		0009		3.0.
D. Paid in Excess of Par. 3240 3240 4.b.	4.		2266		2266		4 -
5. Accumulated Other Comprehensive Income: a. Accumulated Gains (Losses) on Certain Securities b. Gains (Losses) on Cash Flow Hedges c. C506 c. Other C507 c. C507					_		1
a. Accumulated Gains (Losses) on Certain Securities b. Gains (Losses) on Cash Flow Hedges	_		3240		3240		4.b.
b. Gains (Losses) on Cash Flow Hedges	5.	•	0404		0.40.4	<u> </u>	_
c. Other C507 C507 5.c. 6. Retained Earnings 3250 3250 6. 7. Other Components of Equity A130 A130 7. a. Total Holding Company Equity 3210 7.a. b. Noncontrolling Interests in Consolidated Subsidiaries 3000 7.b. 8. Total Equity 3210 G105 8. 9. Total Liabilities and Equity 3301 3301 9. 10. Net Income (Loss) Attributable to: G104 10.a. a. Holding Company and Noncontrolling Interests G104 10.a. b. Holding Company 4340 4340 10.b. 11. Dividends Declared Attributable to Holding Company J224 J224 11. 12. Included in Total Assets: G658 0658 12.a. a. Cash, Deposits, and Investment Securities 0658 0658 12.a. b. Receivable from Subsidiaries: C548 12.b.(1) 12.b.(1) (1) Savings Association C548 12.b.(2) 12.c.(2) c. Investment in Subsidiaries: C550 12.c.(2)<							+
6. Retained Earnings					_		7
7. Other Components of Equity	_				_		┪
a. Total Holding Company Equity		· · · · · · · · · · · · · · · · · · ·					+
Description Section	7.		A130				1
8. Total Equity							-
9. Total Liabilities and Equity		•					7.b.
10. Net Income (Loss) Attributable to:							₹
A Holding Company and Noncontrolling Interests B B B B B B B B B			3301		3301		9.
b. Holding Company	10.					·	
11. Dividends Declared Attributable to Holding Company J224 J224 11. 12. Included in Total Assets: 0658 0658 12.a. a. Cash, Deposits, and Investment Securities 0658 0658 12.a. b. Receivable from Subsidiaries: 0658 0658 12.b.(1) (1) Savings Association C547 12.b.(1) 12.b.(1) (2) Other Subsidiaries: 0658 12.b.(2) 12.b.(2) (1) Savings Association C548 12.b.(2) 12.b.(2) (2) Other Subsidiaries: C550 12.c.(1) 12.c.(2) 13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2 15.a.(1) (2) Debt. C552 15.a.(2) (1) Transactional C552 15.a.(2) (2) Debt. C553 15.b.(1) (2) Debt. C554 15.b.(2) 16. Trust Preferred Instruments C556 C5		a. Holding Company and Noncontrolling Interests			G104		10.a.
12. Included in Total Assets:		b. Holding Company	4340		4340		10.b.
a. Cash, Deposits, and Investment Securities b. Receivable from Subsidiaries: (1) Savings Association (2) Other Subsidiaries (1) Savings Association (2) Other Subsidiaries: (1) Savings Association (2) Other Subsidiaries: (1) Savings Association (2) Other Subsidiaries: (3) Savings Association (4) Other Subsidiaries (550	11.	Dividends Declared Attributable to Holding Company	J224		J224		11.
b. Receivable from Subsidiaries: (1) Savings Association	12.	Included in Total Assets:					
(1) Savings Association C547 12.b.(1) (2) Other Subsidiaries C548 12.b.(2) c. Investment in Subsidiaries: 12.c.(1) (1) Savings Association C549 12.c.(1) (2) Other Subsidiaries C550 12.c.(2) 13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2 15.a.(1) (1) Transactional C552 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(1) (2) Debt C556 C556 15.b.(2) 16. Trust Preferred Instruments C556 C556 15. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		a. Cash, Deposits, and Investment Securities	0658		0658		12.a.
(2) Other Subsidiaries C548 12.b.(2) c. Investment in Subsidiaries: 12.c.(1) (1) Savings Association C549 12.c.(1) (2) Other Subsidiaries C550 12.c.(2) 13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2 15.a.(1) (2) Debt. C552 15.a.(1) (2) Debt. C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt. C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		b. Receivable from Subsidiaries:					
c. Investment in Subsidiaries: (1) Savings Association C549 12.c.(1) (2) Other Subsidiaries C550 12.c.(2) 13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2 15.a.(1) (2) Debt C552 15.a.(2) b. Other Subsidiaries: C553 15.a.(2) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		(1) Savings Association	C547				
(1) Savings Association C549 12.c.(1) (2) Other Subsidiaries C550 12.c.(2) 13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2 15.a.(1) (1) Transactional C552 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		(2) Other Subsidiaries	C548				12.b.(2)
(2) Other Subsidiaries C550 12.c.(2) 13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2 15.a.(1) (1) Transactional C552 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		c. Investment in Subsidiaries:					
13. Intangible Assets: 3164 3164 13.a. a. Mortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: 2. Savings Association Subsidiaries 2. Savings Association Subsidiaries 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		(1) Savings Association	C549				12.c.(1)
a. Mortgage Servicing Assets 3164 3164 13.a. b. Nonmortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: a. Savings Association Subsidiaries C552 15.a.(1) (1) Transactional C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		(2) Other Subsidiaries	C550				12.c.(2)
b. Nonmortgage Servicing Assets and Other C551 C551 13.b. 14. Deferred Policy Acquisition Costs C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: a. Savings Association Subsidiaries 15.a.(1) (1) Transactional C552 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.	13.	Intangible Assets:					
14. Deferred Policy Acquisition Costs C076 C076 14. 15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: a. Savings Association Subsidiaries 15.a.(1) (1) Transactional C552 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		a. Mortgage Servicing Assets	3164		3164		13.a.
15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries: a. Savings Association Subsidiaries (1) Transactional C552 15.a.(1) (2) Debt C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.		b. Nonmortgage Servicing Assets and Other	C551		C551		13.b.
a. Savings Association Subsidiaries C552 15.a.(1) (1) Transactional C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.	14.	Deferred Policy Acquisition Costs	C076		C076		14.
a. Savings Association Subsidiaries C552 15.a.(1) (1) Transactional C553 15.a.(2) b. Other Subsidiaries: C554 15.b.(1) (1) Transactional C554 15.b.(1) (2) Debt C555 15.b.(2) 16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.	15.	Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:					
(2) Debt		a. Savings Association Subsidiaries					
b. Other Subsidiaries: (1) Transactional		(1) Transactional	C552				15.a.(1)
b. Other Subsidiaries:		• •	C553				
(2) Debt		b. Other Subsidiaries:					
(2) Debt		(1) Transactional	C554				15.b.(1)
16. Trust Preferred Instruments C556 C556 16. 17. Other Debt Maturing in 12 Months or Less C078 C078 17.			C555				
17. Other Debt Maturing in 12 Months or Less C078 C078 17.	16.		C556		C556		
	17.	Other Debt Maturing in 12 Months or Less	C078		C078		
			C558		C558		18.

Quarterly Savings and Loan Holding Company Report—Continued

		Column A) Parent Only		olumn B)
Dollar Amounts in Thousands	SLHP	Amount	SLHC	Amount
9. Reflected in Net Income:				
a. Interest Income	0478		0478	
b. Dividends:				
(1) From Savings Association Subsidiaries	C559			
(2) From Other Subsidiaries	C560			
c. Total Income	4003		4003	
d. Interest Expense:				
(1) Trust Preferred Instruments	C561		C561	
(2) All Other Debt	C562		C562	
e. Total Expenses	4134		4134	
f. Total Income Taxes	3854		3854	
0. Net Cash Flow from Operations Attributable to Holding Company	3619		3619	
upplemental Questions (For line items 21 through 29, enter "1" for yes		•		SLHC
 Have any significant subsidiaries of the holding company been formed, sold Is the holding company or any of its subsidiaries: 	l, or diss	olved during the	e quarter? .	C564
a. A broker or dealer registered under the Securities Exchange Act of 19	34?			C565
b. An investment adviser regulated by the Securities and Exchange Com				
c. An investment company registered under the Investment Company Ad				
d. An insurance company subject to supervision by a State insurance reg				
e. Subject to regulation by the Commodity Futures Trading Commission?				
f. Or affiliates conducting operations outside of the U.S. through a foreig				
		•		
3. Has the holding company appointed any new senior executive officers or	director	s during the qu	uarter?	C571
4. Has the holding company or any of its subsidiaries entered into a new ple	edge, or	changed the to	erms and	
conditions of any existing pledge, of capital stock of any subsidiary saving	-			0570
short-term or long-term debt or other borrowings of the holding company				C572
 Has the holding company or any of its subsidiaries implemented changes would negatively impact investors?¹ 				0570
				C573
6. Has there been any default in the payment of principal, interest, a sinking				0
any other default of the holding company or any of its subsidiaries during 7. Has there been a change in the holding company's independent auditors				
	•	•		1 1
8. Has there been a change in the holding company's fiscal year end during				C576
9. Does the holding company or any of its GAAP-consolidated subsidiaries				0577
U.S. depository institutions?				C577
			01.110	TDIC Cont. No.
2. Managed in the 11.0 and to transfer in 11.0. EDIO 100 at 11.0.	_			DIC Cert. No.
0. If located in the U.S. or its territories, provide the FDIC certificate number	۲			+
			C583	+
			C584	
			C585	
			C586	

^{1.} The Federal Reserve regards information submitted in response to line items 24, 25, and 26 as confidential.