

FEDERAL RESERVE BANK *of* CLEVELAND

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December 11, 2025

H. Rodgin Cohen
Sullivan & Cromwell LLP
125 Broad Street
New York, New York 10004-2498

RE: The Application by Fifth Third Bancorp and Fifth Third Financial Corporation, both of Cincinnati, Ohio (together "Applicants"), to merge with Comerica Incorporated, Dallas, Texas ("Comerica"), and thereby indirectly acquire Comerica Holdings, Incorporated, Dallas, Texas, and indirectly acquire Comerica Bank, Dallas, Texas, and Comerica Bank & Trust, National Association, Ann Arbor, Michigan ("Comerica Bank & Trust"), pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, and sections 225.11 and 225.15 of Regulation Y (hereinafter, "application").

Dear Mr. Cohen,

Based on staff's review of the above-referenced application, please provide the following additional information. Supporting documentation should be provided, as appropriate. To the extent the information requested below is not yet available, provide a date by which the requested information is expected to be made available to the Board of Governors of the Federal Reserve System ("Board").

1. In the response to Question 1 of the Federal Reserve's Additional Information Request dated November 18, 2025, the Applicants' Additional Information Response dated December 1, 2025, provided a preliminary list of branches expected to be closed and other information responsive to Question 1. This information was provided in Confidential Exhibits 2 and 3.
 - a. Provide a public version of these exhibits.
 - b. For each of the branches preliminarily identified for closure, identify whether each branch would be consolidated into a receiving branch. If so, provide the address of each receiving branch, the distance of the receiving branch from the closing branch, and

indicate whether the receiving branch would be located in majority-minority and/or low- or moderate-income census tracts.

2. Provide an update on the status of the Consumer Financial Protection Bureau's Consent Order dated July 9, 2024, with respect to Fifth Third Bank National Association ("Fifth Third Bank").

Please provide your response, by uploading it to the existing record in FedEZFile within eight business days. Any information for which confidential treatment is desired should be so labeled and separately bound in accordance with the Board's Rules Regarding Availability of Information, 12 CFR 261.17. A copy of your response should be sent to the OCC. The public portion of your response should be provided to the commenter, Mr. Matthew Lee, and Anonymous Commenter at the e-mail addresses listed below.

Sincerely,

E-SIGNED by Richard Schilling
on 2025-12-11 15:49:40 EST

R. Ryan Schilling
Banking Supervisor

cc: Board of Governors of the Federal Reserve System
Jason Almonte, Office of the Comptroller of the Currency
Matthew Lee, Fair Finance Watch, email: lee@fairfinancewatch.org
Anonymous Commenter email: comerica175@proton.me