



# Bank Holding Company Performance Report June 30, 2008

**BHC Name** ASSOCIATED BANC-CORP

**City/State** GREEN BAY, WI

## Bank Holding Company Information

RSSD Number: 1199563

Federal Reserve District: 7

Consolidated Assets (\$000): 22,303,967

Peer Group Number: 1 Number in Peer Group: 69

Number of Bank Subsidiaries: 1

Peer Group Number	Description
1	Consolidated assets equal to or greater than \$10 billion
2	Consolidated assets between \$3 billion and \$10 billion
3	Consolidated assets between \$1 billion and \$3 billion
4	Consolidated assets between \$500 million and \$1 billion
5	Consolidated assets less than \$500 million (starting March 2006 includes former peer group 6)
6	Consolidated assets less than \$300 million (valid only prior to March 2006. Starting March 2003 includes former peer group 7)
7	Consolidated assets less than \$150 million (valid only prior to March 2003)
9	Atypical and second-tier bank holding companies

ADDRESS:  
ASSOCIATED BANC-CORP  
1200 HANSEN ROAD  
GREEN BAY, WI 54304

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## Table of Contents

Section	Page Number
Summary Ratios .....	1
<b>CONSOLIDATED INFORMATION:</b>	
Income Statement - Revenues and Expenses .....	2
Relative Income Statement and Margin Analysis .....	3
Non-Interest Income and Expenses .....	4
Assets .....	5
Liabilities and Changes in Capital .....	6
Percent Composition of Assets .....	7
Loan Mix and Analysis of Concentrations of Credit .....	7A
Liquidity and Funding .....	8
Derivatives and Off-Balance-Sheet Transactions .....	9
Derivative Instruments .....	10
Derivatives Analysis .....	11
Allowance and Net Loan and Lease Losses .....	12
Past Due and Nonaccrual Assets .....	13
Past Due and Nonaccrual Loans and Leases .....	13A
Past Due and Nonaccrual Loans and Leases—Continued .....	13B
Risk-Based Capital .....	14
Insurance and Broker-Dealer Activities .....	15
Foreign Activities .....	16
Servicing, Securitization and Asset Sale Activities—Part 1 .....	17
Servicing, Securitization and Asset Sale Activities—Part 2 .....	18
Servicing, Securitization and Asset Sale Activities—Part 3 .....	19
<b>PARENT COMPANY INFORMATION:</b>	
Parent Company Income Statement .....	20
Parent Company Balance Sheet .....	21
Parent Company Analysis—Part 1 .....	22
Parent Company Analysis—Part 2 .....	23

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## Summary Ratios

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
Average assets (\$000) .....	21,738,003			20,528,123			20,694,564			21,222,217			20,918,134		
Net income (\$000) .....	113,824			149,220			285,752			316,645			320,161		
Number of BHCs in peer group .....	69			68			66			68			69		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>EARNINGS AND PROFITABILITY</b>															
<b>PERCENT OF AVERAGE ASSETS:</b>															
Net interest income (TE) .....	3.24	2.85	74	3.21	3.01	59	3.24	3	65	3.28	3.09	55	3.34	3.08	55
+ Non-interest income .....	1.59	1.73	50	1.63	1.95	44	1.62	1.64	53	1.37	1.91	34	1.37	2.03	34
- Overhead expense .....	2.50	3	30	2.54	3.03	27	2.58	2.96	31	2.34	2.97	21	2.30	3.07	20
- Provision for loan and lease losses .....	0.75	0.87	50	0.10	0.22	34	0.17	0.36	26	0.09	0.15	39	0.06	0.15	37
+ Securities gains (losses) .....	-0.03	0.00	24	0.07	0.00	92	0.04	-0.02	83	0.02	-0.01	84	0.02	0.01	72
+ Other tax equiv adjustments .....	0.00	0.00	50	0.00	0.00	56	0.00	0.00	53	0.00	0.00	47	0.00	0.00	52
= Pretax net oper income (TE) .....	1.54	0.73	74	2.27	1.70	79	2.16	1.31	82	2.24	1.83	75	2.37	1.93	77
Net operating income .....	1.05	0.47	74	1.45	1.11	75	1.38	0.86	83	1.49	1.18	76	1.53	1.24	74
Net income .....	1.05	0.46	74	1.45	1.11	75	1.38	0.87	82	1.49	1.21	73	1.53	1.25	71
Net income (sub S adjusted) .....															
<b>PERCENT OF AVG EARNING ASSETS:</b>															
Interest income (TE) .....	6.05	5.86	62	6.97	6.81	62	6.99	6.82	61	6.79	6.60	60	5.84	5.66	62
Interest expense .....	2.45	2.64	30	3.41	3.48	43	3.39	3.44	43	3.17	3.16	50	2.20	2.21	48
Net interest income (TE) .....	3.60	3.20	70	3.56	3.34	57	3.60	3.34	64	3.62	3.42	52	3.64	3.45	51
<b>LOSSES, ALLOW, AND PAST DUE + NONACCR:</b>															
Net Ln&Ls losses / Avg loans & leases .....	0.67	0.79	50	0.14	0.26	31	0.27	0.38	46	0.12	0.23	33	0.09	0.28	22
Earnings coverage of net losses (X) .....	4.44	6.50	61	22.42	24.99	65	11.23	13.40	67	24.70	33.33	73	38.14	22.73	82
Ln&Ls allowance / Total Ln&Ls not held-for-sale .....	1.42	1.50	48	1.36	1.15	78	1.29	1.25	58	1.37	1.14	79	1.34	1.18	64
Ln&Ls allowance / Total loans & leases .....	1.42	1.45	51	1.36	1.12	81	1.28	1.22	59	1.33	1.11	78	1.33	1.13	68
Nonaccr Ln&Ls + RE acq / Ln&Ls + RE acq .....	1.99	1.63	64	1.25	0.69	84	1.14	1.08	67	0.99	0.57	85	0.70	0.48	75
30-89 days PD Ln&Ls / Total Ln&Ls (confidential prior to March 2001) .....	1.31	1.08	70	0.83	0.75	62	1.11	1.03	62	1.32	0.81	85	0.86	0.69	70
<b>LIQUIDITY AND FUNDING:</b>															
Net noncore funding dependence .....	41.12	43.01	54	34.87	37.97	50	36.51	40.68	44	33.47	37.63	47	37.28	37.84	54
Net ST noncore funding dependence .....	37.58	26.67	80	29.40	24.12	66	31.03	26.24	65	27.03	23.42	65	28.51	23.55	71
Net loans and leases/total assets .....	71.61	62.91	68	72.05	63.03	71	71.37	63.88	68	72.14	62.66	73	68.09	60.09	68
<b>CAPITALIZATION:</b>															
Tier 1 leverage ratio .....	7.66	7.47	50	7.63	7.63	44	7.83	7.42	58	7.82	7.79	49	7.58	7.44	57
Equity capital / Total assets .....	10.55	9.13	74	10.69	9.19	75	10.79	9.31	76	10.76	9.22	75	10.51	8.88	82
Net Loans&Ls / Equity capital (X) .....	6.79	7.28	41	6.74	7.10	39	6.61	7.17	37	6.70	6.97	39	6.48	6.97	38
Cash dividends / Net income .....	70.68	56.44	66	51.67	45.07	68	54.53	50.49	58	47.76	36.79	65	43.41	39.81	55
Cash dividends / Net income (sub S adj) .....															
Retained earnings / Avg equity cap .....	2.82	0.33	49	6.44	6.74	39	5.77	3.67	55	7.26	8.58	37	8.63	8.40	50
<b>GROWTH RATES:</b>															
Assets .....	6.98	8.88	47	-1.38	10.27	10	3.50	9.64	32	-5.68	10.23	2	7.65	10.53	41
Equity capital .....	5.61	7.66	49	-2.02	12.02	10	3.75	5.41	44	-3.42	13.41	2	15.25	8.19	82
Net loans and leases .....	6.32	9.53	32	-1.53	11.94	8	2.40	9.86	18	-0.08	11.64	13	9.48	12.96	41
Noncore funding .....	26.06	20.43	64	0.17	10.27	23	12.92	15.84	41	-16.26	16.97	7	13.16	16.22	51
<b>PARENT COMPANY RATIOS:</b>															
Short-term debt / Equity capital .....	2.97	4.54	67	8.52	3.68	75	1.50	3.73	62	5.12	3.12	73	1.08	2.55	62
Long-term debt / Equity capital .....	8.48	11.85	55	8.95	12.89	59	8.56	11.89	53	8.88	11.77	62	8.57	12.45	57
Equity investment in subs / Equity cap .....	111.61	112.09	55	113.20	111.98	57	109.45	112.58	41	107.67	110.24	40	105.23	108.78	40
Cash FR op + noncash + op exp / Op exp + div .....	53.46	99.50	23	117.85	154.42	43	138.42	138.88	62	174.13	134.43	76	138.68	147.51	57



## Relative Income Statement and Margin Analysis

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PERCENT OF AVERAGE ASSETS:</b>															
Interest income (TE).....	5.43	5.22	61	6.29	6.14	60	6.30	6.13	64	6.15	5.95	66	5.35	5.08	72
Less: Interest expense.....	2.20	2.36	31	3.07	3.13	43	3.05	3.08	47	2.87	2.85	50	2.02	1.98	58
Equals: Net interest income (TE).....	3.24	2.85	74	3.21	3.01	59	3.24	3	65	3.28	3.09	55	3.34	3.08	55
Plus: Non-interest income.....	1.59	1.73	50	1.63	1.95	44	1.62	1.64	53	1.37	1.91	34	1.37	2.03	34
Equals: Adj operating income (TE).....	4.82	4.62	62	4.84	5	43	4.87	4.68	56	4.65	4.97	36	4.71	5.15	31
Less: Overhead Expense.....	2.50	3	30	2.54	3.03	27	2.58	2.96	31	2.34	2.97	21	2.30	3.07	20
Less: Provision for loan & lease losses.....	0.75	0.87	50	0.10	0.22	34	0.17	0.36	26	0.09	0.15	39	0.06	0.15	37
Plus: Realized G/L on HTM securities.....	0.00	0.00	50	0.00	0.00	48	0.00	0.00	49	0.00	0.00	50	0.00	0.00	45
Plus: Realized G/L on AFS securities.....	-0.03	0.00	24	0.07	0.00	92	0.04	-0.02	83	0.02	-0.01	84	0.02	0.01	72
Plus: Other tax equiv adjustments.....	0.00	0.00	50	0.00	0.00	56	0.00	0.00	53	0.00	0.00	47	0.00	0.00	52
Equals: Pretax net oper income (TE).....	1.54	0.73	74	2.27	1.70	79	2.16	1.31	82	2.24	1.83	75	2.37	1.93	77
Less: Applicable income taxes (TE).....	0.49	0.26	72	0.82	0.58	82	0.78	0.44	86	0.75	0.63	69	0.84	0.66	75
Less: Minority interest.....	0.00	0.01	35	0.00	0.01	36	0.00	0.00	35	0.00	0.01	34	0.00	0.01	32
Equals: Net operating income.....	1.05	0.47	74	1.45	1.11	75	1.38	0.86	83	1.49	1.18	76	1.53	1.24	74
Plus: Net extraordinary items.....	0.00	0.00	51	0.00	0.00	50	0.00	0.00	50	0.00	0.01	44	0.00	0.00	50
Equals: Net income.....	1.05	0.46	74	1.45	1.11	75	1.38	0.87	82	1.49	1.21	73	1.53	1.25	71
Memo: Net income (last four qtrs).....	1.18	0.53	82	1.45	1.13	76	1.38	0.85	83	1.49	1.21	73	1.53	1.25	71
<b>MARGIN ANALYSIS:</b>															
Avg earning assets / Avg assets.....	89.78	89.49	50	90.22	89.93	52	90.09	89.70	55	90.63	90.22	57	91.68	89.84	78
Avg int-bearing funds / Avg assets.....	77.12	76.80	48	76.75	76.06	49	77.03	76.48	47	77.19	75.80	57	78.65	74.48	71
Int income (TE) / Avg earning assets.....	6.05	5.86	62	6.97	6.81	62	6.99	6.82	61	6.79	6.60	60	5.84	5.66	62
Int expense / Avg earning assets.....	2.45	2.64	30	3.41	3.48	43	3.39	3.44	43	3.17	3.16	50	2.20	2.21	48
Net int inc (TE) / Avg earning assets.....	3.60	3.20	70	3.56	3.34	57	3.60	3.34	64	3.62	3.42	52	3.64	3.45	51
<b>YIELD OR COST:</b>															
Total loans and leases (TE).....	6.22	6.28	42	7.36	7.42	44	7.37	7.37	47	7.22	7.24	46	6.22	6.25	48
Interest-bearing bank balances.....	2.71	3.58	30	3.16	5.23	20	4.14	5.42	27	3.24	5.07	26	2.68	3.49	33
Fed funds sold & reverse repos.....	2.78	2.90	48	5.51	5.34	82	5.38	5.20	77	5.33	5.08	82	3.67	3.24	85
Trading assets.....		3			3.60			3.45			2.87			2.44	
Total earning assets.....	5.91	5.82	58	6.83	6.75	49	6.84	6.76	53	6.65	6.52	57	5.70	5.58	58
Investment securities (TE).....	5.52	5.06	85	5.38	5.28	60	5.45	5.27	61	5.14	4.94	68	4.71	4.42	68
U.S. Treasury & agency sec (excl MBS).....	4.68	5.01	51	5.22	5.52	63	5.37	5.95	68	6.06	4.48	91	3.72	3.64	55
Mortgage-backed securities.....	4.94	4.85	57	4.68	4.91	33	4.77	4.89	41	4.77	4.71	57	4.19	4.31	45
All other securities.....	6.94	7	65	7.10	7.97	53	6.98	7.86	53	7.07	8.24	55	6.90	7.48	54
Interest-bearing deposits.....	2.60	2.67	40	3.55	3.62	43	3.55	3.56	44	3.23	3.22	52	2.09	2.13	47
Time deposits of \$100K or more.....	3.95	3.94	38	4.18	4.86	15	4.47	4.96	16	4.43	4.43	44	3.41	3.10	75
Time deposits < \$100K.....	4.10	3.94	66	4.42	4.47	40	4.53	4.47	54	3.99	3.96	52	2.90	2.90	54
Other domestic deposits.....	1.62	1.60	53	2.78	2.58	62	2.72	2.50	62	2.46	2.26	60	1.31	1.41	48
Foreign deposits.....		2.64			4.42			4.23			4.23			2.79	
Fed funds purchased and repos.....	2.66	2.80	48	5.07	4.80	68	4.90	4.62	70	4.74	4.53	69	3.37	3.10	72
Other borrowed funds & trading liab.....	3.81	3.64	55	5.59	4.77	81	5.51	4.64	82	4.98	4.51	69	3.46	3.51	47
All interest-bearing funds.....	2.85	3.11	27	4.01	4.11	44	3.96	4.04	46	3.72	3.77	52	2.56	2.65	48

## Non-interest Income & Expenses

	06/30/2008	06/30/2007	12/31/2007	12/31/2006	12/31/2005
<b>NON-INTEREST INCOME &amp; EXPENSES: (\$000)</b>					
Total non-interest income	172,369	167,078	336,013	290,779	286,970
Fiduciary activities income	20,152	21,020	42,629	37,484	35,017
Service charges on dep accts - domestic	53,813	48,567	101,042	91,593	86,783
Trading revenue	0	0	0	0	0
Investment banking fees and commissions	8,877	8,557	17,286	8,782	8,362
Insurance activities revenue	23,242	22,695	44,359	52,475	48,242
Venture capital revenue	0	0	0	0	0
Net servicing fees	662	3,703	2,202	4,229	10,452
Net securitization income	0	0	0	0	0
Net gain (loss) - sales of Ins, OREO, oth	8,682	16,798	33,505	8,816	27,111
Other non-interest income	56,941	45,738	94,990	87,400	71,003
Total overhead expenses	271,591	260,780	534,297	496,215	480,463
Personnel expense	154,998	151,713	307,329	286,512	276,565
Net occupancy expense	34,541	31,556	64,568	61,291	55,753
Goodwill impairment losses	0	0	0	0	0
Amortization exp & impairmt loss (oth)	3,137	3,379	7,116	8,903	8,607
Other operating expenses	78,915	74,132	155,284	139,509	139,538
Fee income on mutual funds & annuities	7,872	7,491	15,271	15,022	12,948
<b>MEMORANDA:</b>					
Assets under mgmt proprty mut fnds & annuit	0	0	0	0	0
Number of equivalent employees	5,224	5,187	5,106	5,101	5,146
Average personnel expense per employee	29.67	29.25	60.19	56.17	53.74
Average assets per employee	4,161.18	3,957.61	4,052.99	4,160.40	4,064.93

	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>ANALYSIS RATIOS:</b>															
Mutual fund fee inc / Non-int income	4.57	4.43	54	4.48	3.98	62	4.54	4.25	51	5.17	3.57	68	4.51	4	52
Overhead exp / NII + non-int income	53.23	65.47	17	53.92	61.45	15	54.53	63.90	14	51.67	60.93	14	50.09	60.83	10
<b>PERCENT OF AVERAGE ASSETS:</b>															
Total overhead expense	2.50	3	30	2.54	3.03	27	2.58	2.96	31	2.34	2.97	21	2.30	3.07	20
Personnel expense	1.43	1.46	44	1.48	1.65	37	1.49	1.52	44	1.35	1.61	31	1.32	1.65	27
Net occupancy expense	0.32	0.38	32	0.31	0.42	24	0.31	0.39	28	0.29	0.40	18	0.27	0.42	10
Other operating expenses	0.75	1.07	27	0.76	0.94	24	0.78	1.01	26	0.70	0.94	21	0.71	0.99	14
Overhead less non-interest income	0.91	1.21	31	0.91	1.04	42	0.96	1.25	26	0.97	1.04	37	0.93	0.96	44
<b>PERCENT OF ADJ OPER INCOME (TE):</b>															
Total overhead expense	51.82	65.12	15	52.48	60.64	17	53.05	63.22	13	50.30	60.19	14	48.79	59.98	8
Personnel expense	29.57	31.92	31	30.53	32.74	27	30.52	32.37	32	29.04	32.03	24	28.09	31.93	20
Net occupancy expense	6.59	8.36	25	6.35	8.24	18	6.41	8.55	17	6.21	8.03	18	5.66	8.01	11
Other operating expenses	15.65	24.53	15	15.60	19.21	21	16.13	22.03	19	15.04	19.46	13	15.04	19.78	12
Total non-interest income	32.89	35.37	42	33.63	37.14	46	33.36	33.61	50	29.47	36.13	37	29.14	38.01	34
Fiduciary activities income	3.84	3.61	68	4.23	4.66	69	4.23	4.52	70	3.80	4.66	62	3.56	5.19	61
Serv charges dom deposit accts	10.27	7.51	72	9.77	7.20	71	10.03	7.59	70	9.28	6.77	71	8.81	7.11	65
Trading revenue	0.00	0.52	36	0.00	1.16	25	0.00	0.20	32	0.00	1.15	23	0.00	1.03	23
Investment banking fees & commissns	1.69	3.41	37	1.72	3.14	42	1.72	3.28	35	0.89	3.04	23	0.85	3.71	20
Insurance activities revenue	4.43	1.14	89	4.57	1.26	92	4.40	1.21	94	5.32	1.24	94	4.90	1.49	91
Venture capital revenue	0.00	0.01	43	0.00	0.20	36	0.00	0.23	35	0.00	0.19	36	0.00	0.18	40
Net servicing fees	0.13	1.14	36	0.75	0.70	62	0.22	0.82	47	0.43	0.68	55	1.06	1.12	65
Net securitization income	0.00	0.13	41	0.00	0.35	35	0.00	0.31	35	0.00	0.37	36	0.00	0.24	35
Net gain (loss) - sales Ins, OREO, oth	1.66	0.43	81	3.38	1.58	85	3.33	0.97	86	0.89	1.36	53	2.75	1.60	74
Other non-interest income	10.86	12.38	49	9.20	11.39	47	9.43	11.14	52	8.86	10.74	44	7.21	10.86	30
Overhead less non-interest income	18.93	29.56	25	18.86	23.36	37	19.69	29.32	25	20.82	22.96	44	19.65	21.29	47
Appl inc taxes / Pretax NOI (TE)	23.46	28.42	18	30.24	30.83	31	29.89	28.98	41	27.97	30.50	26	30.22	31.62	31
Appl inc tax + TE / Pretax NOI + TE	31.79	33.26	32	35.94	34.28	64	36	32.86	81	33.48	34.13	39	35.37	34.72	65

**Assets**

(\$000)	06/30/2008		06/30/2007		12/31/2007		12/31/2006		12/31/2005		Percent Change	
											1-yr	5-yr
Real estate loans.....	10,826,637	10,414,538	10,457,671	10,651,215	10,783,909	3.96	40.20					
Commercial and industrial loans.....	3,944,336	3,445,651	3,750,155	3,253,206	3,152,807	14.47	81.57					
Loans to individuals.....	826,895	865,731	841,855	916,116	1,003,938	-4.49	17.03					
Loans to depository inst & oth banks accept.....	49,648	32,294	38,328	18,987	7,563	53.74	225.77					
Agricultural loans.....	26,014	26,720	25,541	23,044	28,071	-2.64	-23.15					
Other loans and leases.....	527,855	444,433	497,143	389,716	287,886	18.77	275.23					
Less: Unearned income.....	0	0	0	0	0							
Loans & leases, net of unearned income.....	16,201,385	15,229,367	15,610,693	15,252,284	15,264,174	6.38	50.13					
Less: Allow for loan & lease losses.....	229,605	206,493	200,570	203,481	203,404	11.19	33.15					
Net loans and leases.....	15,971,780	15,022,874	15,410,123	15,048,803	15,060,770	6.32	50.41					
Debt securities over 1 year.....	3,134,532	3,008,434	3,104,872	3,095,937	4,186,470	4.19	6.36					
Mutual funds and equity securities.....	20,542	20,342	23,501	29,219	47,100	0.98	-79.24					
Subtotal.....	19,126,854	18,051,650	18,538,496	18,173,959	19,294,340	5.96	39.97					
Interest-bearing bank balances.....	24,448	10,828	11,671	10,505	14,254	125.79	81.69					
Federal funds sold & reverse repos.....	35,852	18,729	22,447	13,187	17,812	91.43	1,020.38					
Debt securities 1 year or less.....	227,589	152,218	222,742	118,432	210,335	49.52	18.02					
Trading assets.....	0	0	0	0	0							
Total earning assets.....	19,414,743	18,233,425	18,795,356	18,316,083	19,536,741	6.48	39.93					
Non-int cash and due from dep inst.....	600,972	432,887	553,031	458,344	460,230	38.83	52.58					
Premises, fixed assets, & cap leases.....	191,634	198,453	197,446	196,007	206,153	-3.44	45.80					
Other real estate owned.....	77,776	41,106	52,663	28,963	16,860	89.21	371.08					
Invest in unconsolidated subsidiaries.....	6,384	6,388	6,388	6,391	6,358	-0.06	464.46					
Intangible and other assets.....	2,012,458	1,937,272	1,987,199	1,855,802	1,891,249	3.88	137.05					
Total assets.....	22,303,967	20,849,531	21,592,083	20,861,590	22,117,591	6.98	46.10					
Quarterly average assets.....	22,000,878	20,610,788	20,982,057	20,695,442	22,022,165	6.74	46.51					
Average loans and leases (YTD).....	15,914,527	15,020,499	15,131,551	15,370,256	14,344,980	5.95	49.15					
MEMORANDA:												
Loans held-for-sale.....	52,058	75,135	94,441	370,758	57,710	-30.71	-86.74					
Loans not held-for-sale.....	16,149,327	15,154,232	15,516,252	14,881,526	15,206,464	6.57	55.30					
RE loans secured by 1-4 family.....	4,891,359	4,483,905	4,493,625	4,747,766	4,936,879	9.09	40.11					
Commercial real estate loans.....	5,876,064	5,868,114	5,903,840	5,843,757	5,784,114	0.14	41.53					
Construction and land development.....	2,351,402	2,170,935	2,294,652	2,077,963	1,783,207	8.31	141.07					
Multifamily.....	510,904	618,396	539,241	661,347	754,619	-17.38	-7.80					
Nonfarm nonresidential.....	3,013,758	3,078,783	3,069,947	3,104,447	3,246,288	-2.11	14.93					
RE loans secured by farmland.....	59,214	62,519	60,206	59,692	62,916	-5.29	-25.58					
Total investment securities.....	3,382,663	3,180,994	3,351,115	3,243,588	4,443,905	6.34	4.44					
U.S. Treasury securities.....	4,988	29,876	4,937	28,262	54,577	-83.30	-88.49					
U.S. agency securities (excl MBS).....	55,802	82,395	75,676	78,706	208,903	-32.28	-74.02					
Municipal securities.....	940,103	915,087	980,989	926,511	977,727	2.73	3.67					
Mortgage-backed securities.....	2,325,025	2,071,115	2,216,716	2,093,581	2,954,314	12.26	35.45					
Asset-backed securities.....	3,774	8,021	5,387	13,879	41,199	-52.95	-89.66					
Other debt securities.....	32,429	54,158	43,909	73,430	160,085	-40.12	-85.38					
Mutual funds and equity securities.....	20,542	20,342	23,501	29,219	47,100	0.98	-79.24					
Available-for-sale securities.....	3,382,663	3,180,994	3,351,115	3,243,588	4,443,905	6.34	4.44					
U.S. Treasury securities.....	4,988	29,876	4,937	28,262	54,577	-83.30	-88.49					
U.S. agency securities (excl MBS).....	55,802	82,395	75,676	78,706	208,903	-32.28	-74.02					
Municipal securities.....	940,103	915,087	980,989	926,511	977,727	2.73	3.67					
Mortgage-backed securities.....	2,325,025	2,071,115	2,216,716	2,093,581	2,954,314	12.26	35.45					
Asset-backed securities.....	3,774	8,021	5,387	13,879	41,199	-52.95	-89.66					
Other debt securities.....	32,429	54,158	43,909	73,430	160,085	-40.12	-85.38					
Mutual funds and equity securities.....	20,542	20,342	23,501	29,219	47,100	0.98	-79.24					
Held-to-mat sec appreciation (depr).....												
Available-for-sale sec depr (depr).....	-12,897	-37,378	14,617	-1,816	-5,884							
Structured notes, fair value.....	0	0	0	0	0							
Pledged securities.....	2,048,985	1,921,670	2,210,421	1,857,067	2,723,856	6.63	19.35					

## Liabilities and Changes in Capital

(\$000)	06/30/2008		06/30/2007		12/31/2007		12/31/2006		12/31/2005		Percent Change	
											1-yr	5-yr
Demand deposits	1,224,133	1,206,887	1,347,761	1,516,475	1,463,751	1.43	1.93					
NOW, ATS and transaction accounts	656,207	839,240	806,058	698,889	507,906	-21.81	130.84					
Time deposits (excl brokered dep) < \$100K	2,011,290	2,632,273	2,229,927	2,439,530	2,967,672	-23.59	-13					
MMDA and other savings accounts	7,258,101	6,851,442	7,231,491	7,130,045	6,792,835	5.94	54.89					
Other non-interest-bearing deposits	0	0	0	0	0							
Core deposits	11,149,731	11,529,842	11,615,237	11,784,939	11,732,164	-3.30	31.44					
Time deposits of \$100K or more	1,526,140	1,940,522	1,617,152	1,847,539	1,774,596	-21.35	57.37					
Foreign deposits	0	0	0	0	0							
Federal funds purchased and repos	2,107,649	1,393,377	2,033,429	1,418,785	2,605,137	51.26	44.68					
Secured federal funds purchased	0	0	0	0	0							
Commercial paper	70,000	190,000	35,000	115,000	25,000	-63.16						
Other borrowings w/rem mat of 1 yr or less	3,245,896	1,631,516	1,786,859	1,310,437	1,717,945	98.95	136.09					
Other borrowings w/rem mat over 1 year	520,329	720,446	820,343	853,895	1,250,005	-27.78	-51.01					
Brokered deposits < \$100K	702,863	607,254	741,524	683,593	66,329	15.74	84,684.44					
Noncore funding	8,172,877	6,483,115	7,034,307	6,229,249	7,439,012	26.06	68.01					
Trading liabilities	0	0	0	0	0							
Subordinated notes and debentures + TPS	415,937	413,226	415,927	415,710	416,695	0.66	93.43					
Other liabilities	211,540	194,437	196,907	186,199	204,742	8.80	0.46					
Total liabilities	19,950,085	18,620,620	19,262,378	18,616,097	19,792,613	7.14	44.85					
Minority interest	0	0	0	0	0		-100					
<b>EQUITY CAPITAL:</b>												
Perpetual preferred stock (incl surplus)	0	0	0	0	0							
Common stock	1,279	1,278	1,278	1,304	1,357	0.08	72.14					
Common surplus	1,048,158	1,038,517	1,040,694	1,120,934	1,301,004	0.93	72.78					
Retained earnings	1,324,476	1,250,989	1,305,136	1,189,658	1,029,247	5.87	99.39					
Less: Treasury stock	0	23,159	14,905	49,950	611	-100	-100					
Accumulated other comprehensive income	-20,031	-38,714	-2,498	-16,453	-3,938							
Other equity capital components	0	0	0	0	-2,081							
Total equity capital	2,353,882	2,228,911	2,329,705	2,245,493	2,324,978	5.61	78.56					
Total liabilities and capital	22,303,967	20,849,531	21,592,083	20,861,590	22,117,591	6.98	46.10					
<b>MEMORANDA:</b>												
Non-interest-bearing deposits	2,602,026	2,466,130	2,661,078	2,756,222	2,504,926	5.51	41.90					
Interest-bearing deposits	10,776,708	11,611,488	11,312,835	11,559,849	11,068,163	-7.19	41.43					
Total deposits	13,378,734	14,077,618	13,973,913	14,316,071	13,573,089	-4.96	41.52					
LT debt that reprices in 1 year	100,000	500,000	550,000	725,000	1,834,550	-80	-67.21					
<b>CHANGES IN EQUITY CAPITAL:</b>												
Equity capital, prev year-end as amended	2,329,705	2,245,493	2,245,493	2,324,978	2,017,419							
Accounting restatements	-2,515	0	0	0	0							
Net income	113,824	149,220	285,752	316,645	320,161							
Net sale of new perpetual preferred stock	0	0	0	0	0							
Net sale of new common stock	12,171	-112,006	-104,219	-164,064	-76,582							
Chgs incident to mergers and absorptions	0	46,500	46,500	0	264,444							
Less: Dividends declared	80,446	77,101	155,809	151,235	138,966							
Change in other comprehensive income	-17,533	-22,261	13,955	-12,515	-45,143							
Sale of Treasury stock	0	0	0	0	0							
Less: Purchase of Treasury stock	1,324	934	1,967	68,316	18,454							
Changes in debit to ESOP liability	0	0	0	0	0							
Other adjustments to equity capital	0	0	0	0	2,099							
Equity capital, ending balance	2,353,882	2,228,911	2,329,705	2,245,493	2,324,978							

## Percent Composition of Assets

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PERCENT OF TOTAL ASSETS:</b>															
Real estate loans.....	48.54	40.15	70	49.95	40.21	73	48.43	40.85	67	51.06	39.85	79	48.76	37.12	75
Commercial and industrial loans.....	17.68	12.78	80	16.53	12.51	73	17.37	12.81	79	15.59	11.89	73	14.25	11.36	70
Loans to individuals.....	3.71	5.06	48	4.15	5.33	50	3.90	5.33	49	4.39	5.36	49	4.54	5.62	52
Loans to depository institutions and other bank acceptances.....	0.22	0.11	78	0.15	0.09	75	0.18	0.09	79	0.09	0.11	75	0.03	0.11	55
Agricultural loans.....	0.12	0.19	54	0.13	0.22	53	0.12	0.21	52	0.11	0.21	55	0.13	0.20	57
Other loans and leases.....	2.37	3.25	40	2.13	3.08	42	2.30	3.26	38	1.87	3.17	36	1.30	3.45	18
Net loans and leases.....	71.61	62.91	68	72.05	63.03	71	71.37	63.88	68	72.14	62.66	73	68.09	60.09	68
Debt securities over 1 year.....	14.05	12.94	61	14.43	13.12	60	14.38	13.05	64	14.84	13.87	57	18.93	17.30	55
Mutual funds and equity securities.....	0.09	0.22	41	0.10	0.21	43	0.11	0.24	44	0.14	0.26	47	0.21	0.24	61
Subtotal.....	85.76	77.10	72	86.58	77.39	85	85.86	78.03	79	87.12	77.54	86	87.24	79.60	74
Interest-bearing bank balances.....	0.11	0.71	45	0.05	0.64	37	0.05	0.50	38	0.05	0.55	40	0.06	0.69	40
Federal funds sold & reverse repos.....	0.16	1.94	32	0.09	3.23	13	0.10	2.24	28	0.06	2.68	11	0.08	2.18	27
Debt securities 1 year or less.....	1.02	2.98	38	0.73	2.85	31	1.03	3.08	37	0.57	3.12	30	0.95	1.65	55
Trading assets.....	0.00	1.50	14	0.00	1.43	16	0.00	1.34	16	0.00	1.15	15	0.00	1.51	13
Total earning assets.....	87.05	87.12	44	87.45	87.95	40	87.05	87.60	41	87.80	88.10	47	88.33	87.92	51
Non-int cash and due from dep inst.....	2.69	2.09	75	2.08	2.13	49	2.56	2.28	65	2.20	2.38	42	2.08	2.74	30
Other real estate owned.....	0.35	0.17	82	0.20	0.07	88	0.24	0.10	86	0.14	0.06	84	0.08	0.04	78
All other assets.....	10.26	10.59	50	10.47	9.77	60	10.39	9.97	56	10	9.34	60	9.59	9.23	55
<b>MEMORANDA:</b>															
Short-term investments.....	1.29	7.07	28	0.87	7.83	7	1.19	6.88	20	0.68	8.04	5	1.10	5.73	27
U.S. Treasury securities.....	0.02	0.15	44	0.14	0.17	66	0.02	0.14	44	0.14	0.32	57	0.25	0.46	61
U.S. agency securities (excl MBS).....	0.25	1.94	38	0.40	2.95	34	0.35	2.38	40	0.38	3.46	28	0.94	3.19	44
Municipal securities.....	4.21	1.08	95	4.39	1.12	94	4.54	1.13	97	4.44	1.07	95	4.42	0.89	97
Mortgage-backed securities.....	10.42	10.22	51	9.93	9.62	56	10.27	9.64	56	10.04	9.68	55	13.36	11.62	58
Asset-backed securities.....	0.02	0.39	48	0.04	0.21	62	0.02	0.35	50	0.07	0.22	71	0.19	0.25	71
Other debt securities.....	0.15	0.81	42	0.26	0.57	56	0.20	0.75	55	0.35	0.60	60	0.72	0.74	67
Loans held-for-sale.....	0.23	0.76	47	0.36	1.13	43	0.44	1.05	49	1.78	1.13	76	0.26	1.16	40
Loans not held-for-sale.....	72.41	62.95	71	72.68	62.42	76	71.86	63.46	71	71.33	61.96	73	68.75	59.35	74
RE loans secured by 1-4 family.....	21.93	15.92	74	21.51	16.48	69	20.81	16.28	71	22.76	16.64	76	22.32	17.72	70
Revolving.....	6.06	3.82	75	7.36	3.76	82	6.80	3.71	79	7.63	3.86	82	6.86	4.51	71
Closed-end, sec by first liens.....	10.47	10.20	55	11.21	10.67	59	10.29	10.54	52	12.37	10.76	62	13.17	11.62	64
Closed-end, sec by junior liens.....	5.41	1.62	92	2.94	1.76	78	3.72	1.76	85	2.76	1.67	79	2.29	1.38	80
Commercial real estate loans.....	26.35	21.86	65	28.15	21.41	68	27.34	22.22	64	28.01	20.91	71	26.15	17.20	75
Construction and land dev.....	10.54	7.61	72	10.41	7.80	68	10.63	8.05	68	9.96	7.45	69	8.06	5.51	74
Multifamily.....	2.29	1.44	78	2.97	1.35	86	2.50	1.35	80	3.17	1.55	84	3.41	1.22	87
Nonfarm nonresidential.....	13.51	11.95	62	14.77	11.35	69	14.22	11.82	67	14.88	11.02	71	14.68	9.86	77
RE loans secured by farmland.....	0.27	0.29	64	0.30	0.27	68	0.28	0.27	64	0.29	0.23	71	0.28	0.21	68



### Loan Mix and Analysis of Concentrations of Credit

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>LOAN MIX, PERCENT OF GROSS LOANS &amp; LEASES:</b>															
Real estate loans.....	66.83	62.11	58	68.38	61.70	63	66.99	61.95	59	69.83	61.98	65	70.65	60.26	71
RE loans secured by 1-4 family.....	30.19	24.96	65	29.44	26.26	59	28.79	25.69	61	31.13	26.62	59	32.34	29.55	55
Revolving.....	8.34	5.72	70	10.07	5.68	78	9.41	5.63	71	10.44	5.88	76	9.94	7.07	65
Closed-end.....	21.85	18.80	61	19.37	20.13	50	19.37	19.66	50	20.69	20.25	53	22.40	21.93	54
Commercial real estate loans.....	36.27	33.34	58	38.53	32.13	65	37.82	33.36	64	38.31	31.92	65	37.89	27.42	74
Construction and land dev.....	14.51	11.11	65	14.25	11.61	65	14.70	11.91	64	13.62	11.10	66	11.68	8.61	71
1-4 family.....	2.64	3.26	51	3.98	3.54	63	3.19	3.45	56						
Other.....	11.87	7.44	77	10.28	7.59	72	11.51	7.97	76						
Multifamily.....	3.15	2.14	77	4.06	2.08	85	3.45	2.04	80	4.34	2.44	84	4.94	2	87
Nonfarm nonresidential.....	18.60	18.46	55	20.22	17.03	62	19.67	17.77	58	20.35	16.60	66	21.27	15.76	72
Owner-occupied.....	7.74	6.98	58	11.41	6.60	82	8.38	6.95	61						
Other.....	10.86	10.48	55	8.81	9.48	50	11.29	9.98	61						
RE loans secured by farmland.....	0.37	0.42	64	0.41	0.40	68	0.39	0.40	64	0.39	0.34	69	0.41	0.31	68
Loans to depository institutions and other bank acceptances.....	0.31	0.25	77	0.21	0.20	76	0.25	0.20	79	0.12	0.18	69	0.05	0.21	55
Commercial and industrial loans.....	24.35	19.67	72	22.63	19.70	66	24.02	19.92	71	21.33	18.82	60	20.65	18.75	58
Loans to individuals.....	5.10	8.29	44	5.68	8.46	49	5.39	8.39	46	6.01	8.68	44	6.58	9.50	47
Credit card loans.....	0.00	1.36	13	0.00	1.19	31	0.00	1.26	13	0.00	1.18	15	0.14	1.33	51
Agricultural loans.....	0.16	0.29	52	0.18	0.34	55	0.16	0.31	49	0.15	0.33	53	0.18	0.32	55
Other loans and leases.....	3.26	5.69	38	2.92	5.73	40	3.18	5.47	38	2.56	6.21	34	1.89	7.24	18
<b>LOAN &amp; LEASE PERCENT OF TOTAL RISK BASED CAPITAL:</b>															
Real estate loans.....	553.78	442.73	77	557.36	434.54	82	553.80	451.84	74	544.81	427.13	80	535.62	413.42	78
RE loans secured by 1-4 family.....	250.19	177.21	76	239.97	180.94	73	237.97	182.82	74	242.85	181.78	70	245.21	205.15	68
Revolving.....	69.13	39.25	77	82.08	40.43	85	77.80	40.93	81	81.45	41.46	85	75.39	48.79	72
Closed-end.....	181.06	135.39	73	157.89	138.78	60	160.17	140.25	62	161.40	138.81	61	169.81	153.84	68
Commercial real estate loans.....	300.56	238.27	69	314.05	229.79	72	312.65	245.86	69	298.91	221.57	70	287.29	190.32	81
Construction and land dev.....	120.27	80.75	73	116.18	81.95	67	121.52	86.92	69	106.29	78.54	67	88.57	58.46	73
1-4 family.....	21.90	23.66	54	32.41	25.64	64	26.34	25.84	59						
Other.....	98.37	54.75	82	83.77	53.24	77	95.17	57.83	75						
Multifamily.....	26.13	15.62	79	33.10	14.91	86	28.56	15.17	83	33.83	16.37	85	37.48	14.21	84
Nonfarm nonresidential.....	154.15	131.61	63	164.77	121.79	72	162.57	129.99	68	158.79	117.58	70	161.24	109.11	75
Owner-occupied.....	64.17	50.34	70	92.96	47.76	85	69.26	51.75	71						
Other.....	89.98	75.80	57	71.81	67.98	57	93.31	72.91	69						
RE loans secured by farmland.....	3.03	3.29	66	3.35	2.98	69	3.19	2.95	65	3.05	2.48	70	3.12	2.25	71
Loans to depository institutions & other bank accept.....	2.54	1.32	77	1.73	0.93	77	2.03	0.99	80	0.97	1.02	75	0.38	1.19	59
Commercial and industrial loans.....	201.75	136.84	83	184.40	137.41	77	198.59	142.04	83	166.40	129.82	75	156.59	125.76	71
Loans to individuals.....	42.30	57.51	50	46.33	57.51	54	44.58	59.29	51	46.86	57.13	51	49.86	62.81	52
Credit card loans.....	0.00	8.46	13	0.02	7.38	32	0.00	8.34	12	0.00	7.75	15	1.09	8.70	53
Agricultural loans.....	1.33	1.98	57	1.43	2.36	57	1.35	2.21	51	1.18	2.21	55	1.39	2.18	56
Other loans and leases.....	27	35.24	42	23.78	34.17	44	26.33	36.57	43	19.93	35.57	36	14.30	38.89	23
<b>SUPPLEMENTAL:</b>															
Non-Owner Occupied CRE Loans/Gross Loans.....	28.53	25.74	58	27.13	25	60	29.44	25.92	65						
Non-Owner Occupied CRE Loans/Total Risk Based Capital.....	236.39	186.68	70	221.09	178.35	72	243.38	190.65	75						
Construction & Land Development Loans/Total Risk Based Capital.....	120.27	80.75	73	116.18	81.95	67	121.52	86.92	69	106.29	78.54	67	88.57	58.46	73
Total CRE Loans/Total Risk Based Capital.....	300.56	244.33	69	314.05	234.94	72	312.65	251.84	69	298.91	226.22	70	287.29	194.41	79

## Liquidity and Funding

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PERCENT OF TOTAL ASSETS:</b>															
Short-term investments .....	1.29	7.07	28	0.87	7.83	7	1.19	6.88	20	0.68	8.04	5	1.10	5.73	27
Liquid assets .....	12.93	19.73	25	11.98	21.35	13	12.45	19.58	19	12.02	22.35	14	15.91	23.89	27
Investment securities .....	15.17	16.98	47	15.26	16.89	44	15.52	16.99	47	15.55	18.55	43	20.09	20.03	52
Net loans and leases .....	71.61	62.91	68	72.05	63.03	71	71.37	63.88	68	72.14	62.66	73	68.09	60.09	68
Net Ins, ls & stbdy ltrs of credit .....	74.33	66.05	70	75.03	66.19	69	74.28	66.91	71	75.05	65.82	72	70.36	63.42	62
Core deposits .....	49.99	43.72	61	55.30	48.48	62	53.79	46.67	67	56.49	48.23	65	53.04	49.27	50
Noncore funding .....	36.64	39.55	50	31.09	35.76	43	32.58	37.67	35	29.86	36.10	42	33.63	34.96	61
Time deposits of \$100K or more .....	6.84	9.36	31	9.31	10.58	43	7.49	10.08	32	8.86	11.73	39	8.02	9.25	42
Foreign deposits .....	0.00	2.64	19	0.00	2.82	18	0.00	3.12	19	0.00	2.70	19	0.00	2.55	19
Fed funds purchased and repos .....	9.45	7.17	68	6.68	7.13	55	9.42	7.30	64	6.80	7.72	57	11.78	8.72	77
Secured federal funds purchased .....	0.00	0.00	48	0.00	0.00	48	0.00	0.00	47	0.00	0.00	48			
Net fed funds purchased (sold) .....	9.29	5.01	80	6.59	3.90	72	9.31	4.96	76	6.74	4.92	69	11.70	5.91	84
Commercial paper .....	0.31	0.41	74	0.91	0.49	79	0.16	0.48	65	0.55	0.43	71	0.11	0.38	64
Other borrowings w/rem mat 1 yr or less .....	14.55	5.44	91	7.83	3.89	78	8.28	4.77	83	6.28	3.45	81	7.77	3.62	82
Earning assets repriceable in 1 year .....	43.54	41.84	47	44.84	43.88	50	44.77	43.57	49	46.55	44.16	59	43.85	43.89	50
Int-bearing liab repriceable in 1 year .....	16.18	21.32	31	19.96	22.42	43	17.87	22.78	28	18.31	22.38	40	14.24	17.46	38
Long-term debt repriceable in 1 year .....	0.45	2.21	42	2.40	2.36	56	2.55	2.17	61	3.48	2.14	68	8.29	2.13	92
Net assets repriceable in 1 year .....	26.91	17.15	77	22.48	17.31	73	24.36	17.20	76	24.76	18.20	72	21.32	22.38	47
<b>OTHER LIQUIDITY AND FUNDING RATIOS:</b>															
Net noncore funding dependence .....	41.12	43.01	54	34.87	37.97	50	36.51	40.68	44	33.47	37.63	47	37.28	37.84	54
Net ST noncore funding dependence .....	37.58	26.67	80	29.40	24.12	66	31.03	26.24	65	27.03	23.42	65	28.51	23.55	71
Short-term inv / ST noncore funding .....	3.84	24.39	11	3.31	27.64	4	4.27	24.89	16	2.81	26.53	5	4.22	23.69	22
Liq asts-ST noncore fndg / Nonliq asts .....	-23.74	-8	14	-16.33	-5.30	17	-17.62	-8.26	23	-13.90	-3.40	20	-11.98	1.72	20
Net loans and leases / Total deposits .....	119.38	107.23	78	106.71	98.36	65	110.28	101.89	67	105.12	97.38	66	110.96	97.41	80
Net loans and leases / Core deposits .....	143.25	163.60	49	130.30	153.08	44	132.67	151.74	40	127.70	156.68	40	128.37	146.04	52
Held-to-mat sec appr (depr) / T1 cap .....		-0.33			-0.77			-0.09			-0.59			-0.70	
Avail-for-sale sec appr (depr) / T1 cap .....	-0.80	-5	73	-2.49	-3.27	45	0.93	-1.37	83	-0.12	-1.93	72	-0.37	-3.11	85
Struct notes appr (depr) / T1 cap .....		-0.02			-0.10			-0.01			-0.07			-0.14	
<b>PERCENT OF INVESTMENT SECURITIES:</b>															
Held-to-maturity securities .....	0.00	4.20	17	0.00	7.07	17	0.00	6.07	17	0.00	7.53	18	0.00	8.21	16
Available-for-sale securities .....	100	95.80	82	100	92.93	82	100	93.93	82	100	92.47	81	100	91.79	83
U.S. Treasury securities .....	0.15	1.06	45	0.94	1.37	68	0.15	1.15	47	0.87	2.12	57	1.23	2.93	57
U.S. agency securities (excl MBS) .....	1.65	11.50	32	2.59	16.46	33	2.26	14.07	37	2.43	17.97	24	4.70	15.52	37
Municipal securities .....	27.79	6.52	97	28.77	6.66	97	29.27	6.71	97	28.56	5.90	98	22	4.29	97
Mortgage-backed securities .....	68.73	62.39	51	65.11	61.53	49	66.15	60.61	52	64.55	59.23	50	66.48	60.53	52
Asset-backed securities .....	0.11	2.92	47	0.25	1.52	59	0.16	2.79	49	0.43	1.59	68	0.93	1.64	70
Other debt securities .....	0.96	5.48	45	1.70	4.03	56	1.31	5.41	50	2.26	3.89	62	3.60	4.62	67
Mutual funds and equity securities .....	0.61	1.80	37	0.64	1.64	43	0.70	1.84	41	0.90	1.70	47	1.06	1.59	45
Debt securities 1 year or less .....	6.73	17.28	41	4.79	15.96	30	6.65	17.23	35	3.65	16.38	27	4.73	10.24	51
Debt securities 1 to 5 years .....	13.76	17.86	45	13.12	19.01	50	16.83	19.36	49	13.61	21.70	47	12.93	22.50	45
Debt securities over 5 years .....	78.91	59.15	70	81.46	60	68	75.82	58.04	65	81.84	56.17	71	81.28	62.90	60
Pledged securities .....	60.57	65.40	28	60.41	61.69	43	65.96	63.70	50	57.25	61.87	39	61.29	59.46	51
Structured notes, fair value .....	0.00	0.28	34	0.00	0.21	36	0.00	0.32	33	0.00	0.20	36	0.00	0.27	37
<b>PERCENT CHANGE FROM PRIOR LIKE QTR:</b>															
Short-term investments .....	58.38	4.43	82	8.96	102.32	40	80.73	24.52	76	-41.37	163.19	2	28.73	34.21	58
Investment securities .....	6.34	8.88	52	-3.35	2.97	37	3.32	5.20	50	-27.01	4.43	8	-3.53	4.16	31
Core deposits .....	-3.30	5.67	18	-2.25	12.58	13	-1.44	7.44	23	0.45	6.95	24	3.29	7.26	38
Noncore funding .....	26.06	20.43	64	0.17	10.27	23	12.92	15.84	41	-16.26	16.97	7	13.16	16.22	51

### Derivatives and Off-Balance-Sheet Transactions

(\$000)	06/30/2008	06/30/2007	12/31/2007	12/31/2006	12/31/2005
Loan commitments	6,455,315	6,350,747	6,603,204	6,067,120	5,474,602
Commit: Secured commercial RE loans	1,018,275	1,067,235	1,092,319	1,092,977	1,102,917
Commit: Unsecured real estate loans	0	0	0	0	0
Credit card lines	0	3,182	0	0	68,112
Securities underwriting	0	0	0	0	0
Standby letters of credit	606,368	620,468	628,760	608,352	501,009
Commercial & similar letters of credit	29,495	24,380	30,495	22,568	25,030
Securities lent	0	0	0	0	0
Credit derivatives - notional amount (BHC as guarantor)	120,645	0	0	0	0
Credit derivatives - notional amount (BHC as beneficiary)	7,500	0	0	0	0
Credit derivative contracts - investment grade	0	0	0	0	0
Credit derivative contracts - subinvestment grade	128,145	0	0	0	0
DERIVATIVE CONTRACTS:					
Interest rate futures & forward contr	108,685	141,910	198,650	137,550	101,400
Written options contracts (int rate)	66,309	94,164	118,144	91,230	74,940
Purchased options contracts (int rate)	132,387	78,069	98,817	22,197	222,897
Interest rate swaps	1,690,582	647,235	1,133,376	609,178	650,880
Futures and forward foreign exchange	85,403	11,576	20,312	22,476	16,230
Written options contr (foreign exch)	0	0	0	0	0
Purchased options contr (foreign exch)	0	0	0	0	0
Foreign exchange rate swaps	0	0	0	0	0
Commodity & other futures & forw contr	0	0	0	0	0
Written options contr (comm & other)	0	0	0	0	0
Purchased options contr (comm & other)	0	0	0	0	0
Commodity & other swaps	0	0	0	0	0

PERCENT OF TOTAL ASSETS:	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
Loan commitments	28.94	28.46	57	30.46	31.41	55	30.58	30.37	56	29.08	31.81	49	24.75	30.69	31
Standby letters of credit	2.72	3.01	54	2.98	3.09	55	2.91	3	56	2.92	3.13	52	2.27	3.22	44
Commercial & similar letters of credit	0.13	0.13	60	0.12	0.14	57	0.14	0.12	64	0.11	0.12	53	0.11	0.11	62
Securities lent	0.00	1.76	38	0.00	2.95	39	0.00	1.73	39	0.00	3.15	39	0.00	6.42	37
Credit derivatives - notional amount (BHC as guarantor)	0.54	1.75	80	0.00	1.51	34	0.00	1.86	32	0.00	1.21	36	0.00	0.90	36
Credit derivatives - notional amount (BHC as beneficiary)	0.03	1.99	65	0.00	2.03	33	0.00	2.19	33	0.00	1.49	32	0.00	1.34	34
Credit derivative contracts - investment grade	0.00	2.84	30	0.00	1.78	32	0.00	1.99	32	0.00	1.73	33			
Credit derivative contracts - subinvestment grade	0.57	0.81	85	0.00	0.53	37	0.00	0.56	36	0.00	0.56	37			
Derivative contracts	9.34	70.58	37	4.67	74.77	27	7.27	67.33	32	4.23	76.05	23	4.82	74.40	22
Interest rate contracts	8.96	49.85	37	4.61	55	30	7.17	47.29	34	4.12	59.24	26	4.75	55.47	27
Interest rate futures & forward contr	0.49	8.51	51	0.68	9.30	55	0.92	7.46	62	0.66	8.76	56	0.46	8.98	41
Written options contr (int rate)	0.30	3.91	41	0.45	5.66	42	0.55	3.80	52	0.44	7.12	49	0.34	5.92	45
Purchased options contr (int rate)	0.59	4.56	48	0.37	6.16	50	0.46	4.45	53	0.11	7.15	40	1.01	5.54	62
Interest rate swaps	7.58	29.11	40	3.10	27.93	30	5.25	27.46	35	2.92	28.42	24	2.94	28.66	25
Foreign exchange contracts	0.38	12.67	54	0.06	12.63	42	0.09	12.36	46	0.11	10.78	49	0.07	11.30	41
Futures & forward foreign exch contr	0.38	8.51	57	0.06	7.85	44	0.09	8.29	47	0.11	7.01	50	0.07	7.71	42
Written options contr (foreign exch)	0.00	0.52	32	0.00	0.72	32	0.00	0.66	33	0.00	0.54	33	0.00	0.73	32
Purchased options contr (foreign ex)	0.00	0.58	32	0.00	0.74	34	0.00	0.66	32	0.00	0.58	34	0.00	0.78	32
Foreign exchange rate swaps	0.00	0.98	33	0.00	1.04	34	0.00	1.03	35	0.00	0.84	34	0.00	1.03	35
Equity, commodity, & other deriv contr	0.00	2.53	25	0.00	2.37	27	0.00	2.14	26	0.00	2.11	28	0.00	1.86	28
Commodity & other futures & forward contr	0.00	0.20	38	0.00	0.12	39	0.00	0.14	39	0.00	0.11	40	0.00	0.10	40
Written options contr (comm & other)	0.00	0.68	31	0.00	0.65	34	0.00	0.54	32	0.00	0.60	34	0.00	0.47	35
Purchased options contr (comm & oth)	0.00	0.92	31	0.00	0.85	34	0.00	0.76	32	0.00	0.78	34	0.00	0.60	35
Commodity & other swaps	0.00	0.49	30	0.00	0.48	30	0.00	0.44	29	0.00	0.36	31	0.00	0.41	32
PERCENT OF AVERAGE LOANS AND LEASES:															
Loan commitments	40.56	53.07	47	42.28	58.32	44	43.64	54.95	50	39.47	62.14	30	38.16	68.48	30

## Derivative Instruments

(\$000)	06/30/2008	06/30/2007	12/31/2007	12/31/2006	12/31/2005
NOTATIONAL AMOUNT:					
Derivative contracts .....	2,083,366	972,954	1,569,299	882,631	1,066,347
Interest rate contracts .....	1,997,963	961,378	1,548,987	860,155	1,050,117
Foreign exchange contracts .....	85,403	11,576	20,312	22,476	16,230
Equity, comm, & other contracts .....	0	0	0	0	0
Derivatives position:					
Futures and forwards .....	194,088	153,486	218,962	160,026	117,630
Written options .....	66,309	94,164	118,144	91,230	74,940
Exchange-traded .....	0	0	0	0	0
Over-the-counter .....	66,309	94,164	118,144	91,230	74,940
Purchased options .....	132,387	78,069	98,817	22,197	222,897
Exchange-traded .....	0	0	0	0	0
Over-the-counter .....	132,387	78,069	98,817	22,197	222,897
Swaps .....	1,690,582	647,235	1,133,376	609,178	650,880
Held for trading .....	0	0	0	0	0
Interest rate contracts .....	0	0	0	0	0
Foreign exchange contracts .....	0	0	0	0	0
Equity, comm, & other contracts .....	0	0	0	0	0
Non-traded .....	2,083,366	972,954	1,569,299	882,631	1,066,347
Interest rate contracts .....	1,997,963	961,378	1,548,987	860,155	1,050,117
Foreign exchange contracts .....	85,403	11,576	20,312	22,476	16,230
Equity, comm, & other contracts .....	0	0	0	0	0
Deriv contr (excl fut & FX 14 days or less) .....	2,017,057	878,790	1,451,155	791,401	991,407
One year or less .....	507,516	163,486	277,807	160,026	336,833
Over 1 year to 5 years .....	960,081	374,356	733,933	273,909	237,469
Over 5 years .....	549,460	340,948	439,415	357,466	417,105
Gross negative fair value (absolute value) .....	24,277	6,111	19,483	5,476	4,646
Gross positive fair value .....	22,642	2,522	16,732	3,763	4,781
Held for trading .....	0	0	0	0	0
Non-traded .....	22,642	2,522	16,732	3,763	4,781
Curr credit exposure on RBC deriv contr .....	22,642	2,522	16,682	3,763	4,781
Credit losses on derivative contracts .....	0	0	0	0	0
PAST DUE DERIVATIVE INSTRUMENTS FAIR VALUE:					
30-89 days past due (confidential prior to March 2001) .....	0	0	0	0	0
90+ days past due .....	0	0	0	0	0

## Derivatives Analysis

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PERCENT OF NOTIONAL AMOUNT:</b>															
Interest rate contracts.....	95.90	85.24	58	98.81	87.41	67	98.71	85.40	66	97.45	87.06	59	98.48	89.88	59
Foreign exchange contracts.....	4.10	9.33	57	1.19	8.07	49	1.29	9.53	47	2.55	8.39	57	1.52	7.66	50
Equity, comm, & other contracts.....	0.00	2.31	25	0.00	1.87	26	0.00	1.95	25	0.00	1.83	27	0.00	1.11	28
Futures and forwards.....	9.32	15.80	44	15.78	20.57	58	13.95	18	56	18.13	19	66	11.03	19.53	37
Written options.....	3.18	5.58	39	9.68	7.79	65	7.53	5.77	60	10.34	6.76	71	7.03	7.72	55
Exchange-traded.....	0.00	0.43	38	0.00	0.48	39	0.00	0.36	40	0.00	0.41	40	0.00	0.16	42
Over-the-counter.....	3.18	4.82	42	9.68	6.87	76	7.53	5.02	67	10.34	5.74	78	7.03	7.10	56
Purchased options.....	6.35	7.33	48	8.02	6.36	59	6.30	5.83	55	2.51	6.76	39	20.90	6.32	86
Exchange-traded.....	0.00	0.48	36	0.00	0.39	38	0.00	0.27	39	0.00	0.39	39	0.00	0.21	41
Over-the-counter.....	6.35	6.48	57	8.02	5.46	68	6.30	5.13	61	2.51	5.82	43	20.90	5.51	89
Swaps.....	81.15	62.52	70	66.52	54.83	53	72.22	63.98	60	69.02	60.99	56	61.04	60.02	44
Held for trading.....	0.00	48.11	13	0.00	37.70	14	0.00	43.70	15	0.00	38.64	15	0.00	40.54	14
Interest rate contracts.....	0.00	36.05	16	0.00	27.37	17	0.00	31.08	18	0.00	27.48	18	0.00	29.61	17
Foreign exchange contracts.....	0.00	5.21	21	0.00	3.72	21	0.00	5.60	21	0.00	4.27	20	0.00	5.61	21
Equity, comm, & other contracts.....	0.00	1.29	31	0.00	1.07	32	0.00	1.14	32	0.00	0.94	33	0.00	0.73	34
Non-traded.....	100	51.89	86	100	62.30	85	100	56.30	84	100	61.36	84	100	59.46	85
Interest rate contracts.....	95.90	45.54	83	98.81	55.62	83	98.71	49.73	83	97.45	55.09	80	98.48	56.96	81
Foreign exchange contracts.....	4.10	1.38	89	1.19	0.65	82	1.29	0.81	80	2.55	0.65	86	1.52	0.37	85
Equity, comm, & other contracts.....	0.00	0.21	37	0.00	0.13	39	0.00	0.11	39	0.00	0.11	40	0.00	0.03	40
Deriv contr (excl fut & FX 14 days or less).....	96.82	82.08	72	90.32	83.77	59	92.47	86.30	61	89.66	86.62	46	92.97	83.96	62
One year or less.....	24.36	23.65	58	16.80	25.24	46	17.70	27.64	38	18.13	26.33	37	31.59	25.04	73
Over 1 year to 5 years.....	46.08	30.66	73	38.48	28.03	70	46.77	27.98	83	31.03	33.22	51	22.27	27.91	36
Over 5 years.....	26.37	16.66	77	35.04	19.06	79	28	19.42	70	40.50	19.26	86	39.12	20.78	81
Gross negative fair value (absolute value).....	1.17	1.27	52	0.63	0.82	41	1.24	1.19	56	0.62	0.78	51	0.44	0.96	20
Gross positive fair value.....	1.09	1.44	38	0.26	0.76	11	1.07	1.29	40	0.43	0.75	24	0.45	0.79	26
<b>PERCENT OF TIER 1 CAPITAL:</b>															
Gross negative fair value, absolute value (X).....	0.02	0.15	40	0.00	0.10	31	0.01	0.14	35	0.00	0.09	31	0.00	0.11	21
Gross positive fair value (X).....	0.01	0.16	35	0.00	0.09	21	0.01	0.15	32	0.00	0.09	23	0.00	0.11	20
Held for trading (X).....	0.00	0.14	17	0.00	0.08	18	0.00	0.12	18	0.00	0.07	18	0.00	0.09	16
Non-traded (X).....	0.01	0.02	55	0.00	0.01	30	0.01	0.02	50	0.00	0.01	37	0.00	0.01	34
Current credit exposure (X).....	0.01	0.08	35	0.00	0.05	24	0.01	0.09	32	0.00	0.05	24	0.00	0.06	21
Credit losses on derivative contracts.....	0.00	0.00	43	0.00	0.00	47	0.00	0.00	45	0.00	0.00	47	0.00	0.00	43
<b>PAST DUE DERIVATIVE INSTRUMENTS FAIR VALUE:</b>															
30-89 days past due (confidential prior to March 2001).....	0.00	0.00	47	0.00	0.00	47	0.00	0.00	47	0.00	0.00	47	0.00	0.00	47
90+ days past due.....	0.00	0.00	47	0.00	0.00	47	0.00	0.00	47	0.00	0.00	49	0.00	0.00	47
<b>OTHER RATIOS:</b>															
Current credit exposure / Risk wtd asts.....	0.13	0.89	31	0.02	0.52	23	0.10	0.84	29	0.02	0.47	23	0.03	0.57	18

### Allowance and Net Loan and Lease Losses

	06/30/2008	06/30/2007	12/31/2007	12/31/2006	12/31/2005
CHANGE: ALLOWANCE FOR LOAN AND LEASE LOSSES EXCLUDING ATTR: (\$000)					
Beginning balance	200,570	203,481	203,481	203,404	189,762
Gross credit losses	57,732	14,127	47,249	30,507	27,746
Write-downs, transf to lns held for sale	0	0	0	0	0
Recoveries	4,764	3,873	6,838	11,528	15,086
Net credit losses	52,968	10,254	40,411	18,979	12,660
Provision for loan and lease losses	82,003	10,275	34,509	19,056	13,019
Adjustments	0	2,991	2,991	0	13,283
Ending balance	229,605	206,493	200,570	203,481	203,404
Memo: alloc transfer risk reserve (ATRR)	0	0	0	0	0

	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
ANALYSIS RATIOS:															
Provision for Ln&Ls losses / Avg assets	0.75	0.87	50	0.10	0.22	34	0.17	0.36	26	0.09	0.15	39	0.06	0.15	37
Provision for Ln&Ls losses / Avg lns&lss	1.03	1.34	44	0.14	0.34	26	0.23	0.56	23	0.12	0.25	31	0.09	0.26	31
Provision for Ln&Ls losses / Net losses	154.82	175.13	42	100.20	133.16	25	85.40	152.78	10	100.41	109.78	41	102.84	94.02	47
Ln&Ls allowance/Total loans & leases not held-for-sale	1.42	1.50	48	1.36	1.15	78	1.29	1.25	58	1.37	1.14	79	1.34	1.18	64
Ln&Ls allowance / Total loans & leases	1.42	1.45	51	1.36	1.12	81	1.28	1.22	59	1.33	1.11	78	1.33	1.13	68
Ln&Ls allowance / Net Ln&Ls losses (X)	2.17	2.67	52	10.07	9.44	75	4.96	5.84	59	10.72	11.75	78	16.07	8.01	82
ALLL/nonaccrual assets	82.86	155.22	25	120.54	290.76	13	131.50	193.95	31	148.82	330.96	16	213.41	349.72	27
Ln&Ls allow/90+ days PD + nonaccr Ln&Ls	76.32	111.70	31	106.70	201.07	17	113.19	136.29	46	128.96	231.67	25	181.51	249.50	35
Gross Ln&Ls losses / Avg loans & leases	0.73	0.87	48	0.19	0.35	31	0.31	0.47	38	0.20	0.33	33	0.19	0.38	32
Recoveries / Avg loans and leases	0.06	0.08	42	0.05	0.09	40	0.05	0.08	34	0.08	0.10	42	0.11	0.11	60
Net losses/Avg loans and leases	0.67	0.79	50	0.14	0.26	31	0.27	0.38	46	0.12	0.23	33	0.09	0.28	22
Write-downs, trans lns HFS / Avg lns&lss	0.00	0.01	40	0.00	0.00	44	0.00	0.00	40	0.00	0.00	42	0.00	0.00	42
Recoveries / Prior year-end losses	10.08	9.95	53	12.70	15.43	40	22.41	30.58	31	41.55	31.81	76	67.95	30.96	94
Earnings coverage of net losses (X)	4.44	6.50	61	22.42	24.99	65	11.23	13.40	67	24.70	33.33	73	38.14	22.73	82
NET LOAN AND LEASE LOSSES BY TYPE:															
Real estate loans	0.63	0.69	57	0.08	0.11	52	0.17	0.18	54	0.09	0.08	62	0.02	0.06	38
RE loans secured by 1-4 family	0.42	0.49	57	0.19	0.13	68	0.25	0.18	65	0.20	0.09	83	0.10	0.08	64
Revolving	0.89	0.59	72	0.37	0.19	73	0.47	0.24	75	0.36	0.12	92	0.13	0.07	70
Closed-end	0.24	0.44	49	0.09	0.11	55	0.15	0.15	60	0.11	0.08	74	0.08	0.07	60
Commercial real estate loans	0.81	0.61	71	0.00	0.06	32	0.10	0.14	53	0.00	0.04	22	-0.05	0.03	4
Construction and land dev	1.56	1.44	61	0.02	0.08	49	0.10	0.25	40	0.06	0.03	74	0.03	0.01	75
1-4 family	0.95	0.73	72	0.04	0.03	73	0.07	0.09	59						
Other	0.61	0.66	63	-0.02	0.04	2	0.03	0.13	39						
Multifamily	0.16	0.17	67	-0.01	0.02	10	0.01	0.07	58	-0.02	0.02	10	0.11	0.02	91
Nonfarm nonresidential	0.34	0.14	84	0.00	0.04	11	0.12	0.06	75	-0.04	0.04	7	-0.14	0.04	2
Owner-occupied	0.25	0.04	95	0.01	0.02	58	0.11	0.03	89						
Other	0.09	0.09	63	-0.01	0.01	8	0.01	0.03	45						
RE loans secured by farmland	0.00	0.09	13	-0.01	-0.01	26	0.00	0.02	78	0.07	0.04	78	0.13	0.01	91
Commercial and industrial loans	0.77	0.60	67	0.16	0.26	31	0.43	0.32	68	0.09	0.26	31	0.15	0.26	55
Loans to depository institutions	0.00	0.00	51	0.00	0.00	52	0.00	0.00	51	0.00	-0.01	53	0.00	0.00	50
Loans to individuals	0.66	1.88	12	0.55	1.19	28	0.59	1.30	29	0.59	1.08	31	0.52	1.26	26
Credit card loans		4.53		0.00	3.26	8		2.91			1.79		1.10	3.03	24
Agricultural loans	0.02	0.05	76	0.00	0.04	43	0.05	0.11	65	0.01	0.00	61	-0.25	0.06	10
Loans to foreign governments & inst		0.05			-0.34			-0.24			-0.13			0.00	
Other loans and leases	0.37	0.35	67	0.39	0.19	81	0.43	0.27	71	0.35	0.22	72	0.37	0.41	64

### Past Due and Nonaccrual Assets

	06/30/2008	06/30/2007	12/31/2007	12/31/2006	12/31/2005
<b>30+ DAYS PD &amp; NONACCRUAL ASSETS: (\$000)</b>					
30-89 days past due loans & leases.....	212,854	126,873	173,786	201,702	131,712
90 days and over past due loans & leases.....	23,757	22,232	24,674	21,052	16,748
Nonaccrual loans and leases.....	277,100	171,303	152,528	136,734	95,313
Total PD & nonaccrual loans & leases.....	513,711	320,408	350,988	359,488	243,773
Restructured 30-89 days past due.....	344	0	0	0	0
Restructured 90+ days past due.....	0	0	0	0	0
Restructured nonaccrual.....	1,084	0	3,467	0	0
Total restr loans & leases, incl above.....	1,428	0	3,467	0	0
30-89 days past due loans held for sale.....	0	0	0	0	0
90+ days past due loans held for sale.....	0	0	0	0	0
Nonaccrual loans held for sale.....	0	0	0	0	0
Total PD & nonacc Lns held for sale.....	0	0	0	0	0
Restr loans and leases in compliance.....	11,656	0	0	26	32
Real estate acquired (reacquired).....	46,579	19,237	26,489	14,417	11,336
<b>OTHER ASSETS:</b>					
30-89 days past due.....	0	0	0	0	0
90+ days past due.....	0	0	0	0	0
Nonaccrual.....	0	0	0	0	0
Total other assets PD & nonaccrual.....	0	0	0	0	0

	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PERCENT OF LOANS AND LEASES:</b>															
30-89 days PD loans & leases.....	1.31	1.08	70	0.83	0.75	62	1.11	1.03	62	1.32	0.81	85	0.86	0.69	70
90+ days PD loans & leases.....	0.15	0.26	44	0.15	0.14	55	0.16	0.21	46	0.14	0.15	56	0.11	0.16	50
Nonaccrual loans & leases.....	1.71	1.41	68	1.12	0.59	85	0.98	0.93	68	0.90	0.50	86	0.62	0.42	77
90+ days PD and nonaccrual Lns&Ls.....	1.86	1.72	60	1.27	0.78	85	1.14	1.21	58	1.03	0.68	79	0.73	0.60	70
30-89 days PD restructured.....	0.00	0.01	75	0.00	0.00	43	0.00	0.00	43	0.00	0.00	44	0.00	0.00	45
90+ days PD restructured.....	0.00	0.00	40	0.00	0.00	44	0.00	0.00	46	0.00	0.00	47	0.00	0.00	48
Nonaccrual restructured.....	0.01	0.02	57	0.00	0.01	30	0.02	0.01	77	0.00	0.00	34	0.00	0.00	33
30-89 days PD loans held for sale.....	0.00	0.00	34	0.00	0.00	32	0.00	0.01	31	0.00	0.01	31	0.00	0.00	35
90+ days PD loans held for sale.....	0.00	0.00	39	0.00	0.00	37	0.00	0.00	37	0.00	0.00	38	0.00	0.00	37
Nonaccrual loans held for sale.....	0.00	0.01	30	0.00	0.00	36	0.00	0.01	34	0.00	0.01	35	0.00	0.00	38
<b>PERCENT OF LNS&amp;LS + OTHER ASSETS</b>															
<b>30+ DAYS PAST DUE AND NONACCRUAL:</b>															
30-89 days past due assets.....	1.31	1.09	70	0.83	0.75	62	1.11	1.03	61	1.32	0.81	85	0.86	0.69	70
90+ days past due assets.....	0.15	0.26	44	0.15	0.14	55	0.16	0.21	46	0.14	0.15	56	0.11	0.16	50
Nonaccrual assets.....	1.71	1.43	68	1.12	0.59	85	0.98	0.94	65	0.90	0.50	86	0.62	0.43	75
30+ days PD & nonaccrual assets.....	3.17	2.90	65	2.10	1.56	79	2.25	2.29	58	2.36	1.50	85	1.60	1.31	68
<b>PERCENT OF TOTAL ASSETS:</b>															
90+ days PD and nonaccrual assets.....	1.35	1.12	65	0.93	0.48	88	0.82	0.77	65	0.76	0.42	85	0.51	0.36	74
90+ PD & nonaccrual assets + OREO.....	1.70	1.33	68	1.13	0.57	88	1.06	0.90	67	0.90	0.48	86	0.58	0.42	75
<b>RESTRUCTURED &amp; NONACCRUAL LNS&amp;LS + REAL ESTATE ACQUIRED AS PERCENT OF:</b>															
Total assets.....	1.50	1.13	67	0.91	0.43	86	0.83	0.74	68	0.72	0.35	88	0.48	0.29	84
Allowance for loan & lease losses.....	146.05	116.94	72	92.27	59.98	82	89.25	91.20	62	74.30	50.61	79	52.45	42.13	72
Equity cap + ALLL.....	12.98	12.71	58	7.82	4.91	81	7.08	7.98	60	6.17	3.91	79	4.22	3.34	74
Tier 1 cap + ALLL.....	18.21	13.65	68	11.17	5.35	89	10.13	9.21	62	8.64	4.32	86	5.92	3.85	81
Loans & leases + RE acquired.....	2.06	1.76	62	1.25	0.70	84	1.14	1.17	64	0.99	0.58	85	0.70	0.49	75

Note: 30-89 Days Past Due amounts and ratios are confidential prior to March 2001.

### Past Due and Nonaccrual Loans and Leases

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
30+ DAYS PAST DUE AND NONACCRUAL LNS&LS AS A PERCENT OF LOAN TYPE:															
Real estate	1.36	1.19	66	0.83	0.78	56	0.94	1.13	46	1.02	0.81	77	0.48	0.66	35
- 30-89 days PD.....	0.09	0.23	30	0.07	0.14	41	0.09	0.20	39	0.05	0.14	38	0.03	0.13	32
- 90+ days past due.....	1.80	1.98	53	1.26	0.71	85	1.10	1.23	57	0.88	0.56	79	0.58	0.43	76
- Nonaccrual.....															
Coml & indl	1.11	0.67	80	0.58	0.51	57	1.07	0.64	86	2.09	0.50	95	1.63	0.58	94
- 30-89 days PD.....	0.04	0.08	47	0.00	0.05	11	0.00	0.08	12	0.01	0.05	33	0.00	0.07	11
- 90+ days past due.....	1.94	0.76	92	1.06	0.49	88	0.86	0.50	82	1.21	0.52	88	0.88	0.61	79
- Nonaccrual.....															
Individuals	2.44	1.61	80	2.18	1.22	82	2.99	1.65	89	2.59	1.57	85	2.80	1.41	88
- 30-89 days PD.....	1.53	0.37	91	1.67	0.27	98	1.80	0.29	97	1.70	0.31	95	1.38	0.29	97
- 90+ days past due.....	0.54	0.27	81	0.27	0.15	81	0.39	0.24	76	0.34	0.14	85	0.48	0.16	85
- Nonaccrual.....															
Dep inst lns	0.00	0.00	46	0.00	0.02	43	0.00	0.02	44	0.00	0.00	46	0.00	0.00	46
- 30-89 days PD.....	0.00	0.00	48	0.00	0.00	48	0.00	0.01	46	0.00	0.00	45	0.00	0.00	47
- 90+ days past due.....	0.00	0.00	47	0.00	0.00	44	0.00	0.00	47	0.00	0.00	46	0.00	0.03	43
- Nonaccrual.....															
Agricultural	2.21	0.41	91	0.61	0.24	83	0.78	0.28	84	0.35	0.27	63	0.11	0.28	55
- 30-89 days PD.....	0.00	0.01	34	0.00	0.02	35	0.00	0.02	33	0.00	0.02	38	0.00	0.01	38
- 90+ days past due.....	0.41	0.41	67	1.21	0.45	83	0.98	0.43	82	1.51	0.36	91	0.53	0.35	76
- Nonaccrual.....															
Foreign govts		0.01			3.25			0.29			1.35			0.35	
- 30-89 days PD.....		0.00			0.00			0.00			0.00			0.00	
- 90+ days past due.....		0.00			0.00			0.00			0.00			0.00	
- Nonaccrual.....															
Other lns & ls	0.16	0.55	34	0.28	0.45	50	1.95	0.59	89	0.32	0.49	43	0.07	0.43	20
- 30-89 days PD.....	0.00	0.03	22	0.00	0.04	23	0.00	0.03	19	0.00	0.02	22	0.00	0.02	18
- 90+ days past due.....	0.16	0.35	47	0.09	0.14	52	0.31	0.23	68	0.08	0.14	47	0.07	0.23	38
- Nonaccrual.....															

Note: 30-89 Days Past Due amounts and ratios are confidential prior to March 2001.



**Past Due and Nonaccrual Loans and Leases—Continued**

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>MEMORANDA:</b>															
1-4 family	0.85	1.29	37	0.41	0.89	22	0.56	1.17	21	0.48	1.04	22	0.33	0.82	19
- 30-89 days PD															
- 90+ days past due	0.19	0.29	47	0.10	0.19	47	0.14	0.28	43	0.08	0.20	44	0.06	0.20	41
- Nonaccrual	0.86	1.27	52	0.86	0.61	76	0.97	0.87	68	0.54	0.50	67	0.45	0.42	73
Revolving	1.03	0.73	75	0.25	0.53	25	0.66	0.83	48	0.28	0.65	22	0.10	0.39	18
- 30-89 days PD															
- 90+ days past due	0.69	0.10	96	0.30	0.07	89	0.44	0.10	84	0.24	0.08	84	0.18	0.05	90
- Nonaccrual	0.53	0.69	54	0.32	0.33	61	0.22	0.47	40	0.16	0.26	46	0.21	0.14	78
Closed-end	0.78	1.48	30	0.49	0.99	32	0.51	1.32	19	0.58	1.19	26	0.43	1.01	27
- 30-89 days PD															
- 90+ days past due	0.00	0.34	11	0.00	0.23	11	0.00	0.33	11	0.00	0.24	11	0.00	0.27	9
- Nonaccrual	0.99	1.48	50	1.14	0.70	82	1.33	1	72	0.72	0.58	71	0.56	0.50	72
- Jr lien 30-89 days PD	0.24	0.13	78	0.12	0.09	59	0.19	0.13	69	0.06	0.10	37	0.06	0.07	47
- Jr lien 90+ days PD	0.00	0.02	21	0.00	0.01	20	0.00	0.02	21	0.00	0.01	19	0.00	0.01	20
- Jr lien nonaccrual	0.20	0.12	72	0.14	0.07	82	0.22	0.09	78	0.11	0.05	85	0.09	0.04	82
Commercial RE	1.79	1	82	1.15	0.61	86	1.23	1.03	68	1.47	0.63	91	0.60	0.54	63
- 30-89 days PD															
- 90+ days past due	0.00	0.13	26	0.05	0.07	55	0.05	0.10	48	0.02	0.05	52	0.00	0.04	33
- Nonaccrual	2.60	2.39	57	1.58	0.73	88	1.21	1.34	54	1.15	0.54	91	0.69	0.42	80
Const & dev	1.79	1.82	55	0.78	0.95	52	0.82	1.74	30	1.73	0.87	82	0.80	0.63	69
- 30-89 days PD															
- 90+ days past due	0.00	0.27	16	0.00	0.08	43	0.10	0.15	50	0.03	0.05	59	0.00	0.05	20
- Nonaccrual	4.71	4.93	54	1.64	1	77	1.63	2.39	42	1.51	0.50	91	0.89	0.24	90
1-4 family	0.97	0.70	70	0.05	0.38	16	0.16	0.69	15						
- 30-89 days PD															
- 90+ days PD	0.00	0.09	20	0.00	0.04	25	0.00	0.08	22						
- Nonaccrual	1.59	2.45	54	0.56	0.33	74	0.50	1.03	42						
Other	0.82	1.03	47	0.72	0.44	77	0.66	0.96	50						
- 30-89 days PD															
- 90+ days PD	0.00	0.15	21	0.00	0.03	58	0.10	0.07	72						
- Nonaccrual	3.12	2.31	70	1.09	0.53	79	1.13	1.18	59						
Multifamily	2.81	0.76	89	1.75	0.40	90	1.96	0.77	84	1.10	0.43	84	0.13	0.50	40
- 30-89 days PD															
- 90+ days past due	0.00	0.07	31	0.00	0.04	37	0.00	0.04	30	0.00	0.04	33	0.00	0.03	32
- Nonaccrual	1.46	0.97	75	2.38	0.59	89	0.88	0.66	63	1.07	0.38	84	0.97	0.31	83
Nonfarm nres	1.62	0.56	91	1.30	0.45	95	1.42	0.60	90	1.37	0.47	94	0.60	0.45	76
- 30-89 days PD															
- 90+ days past due	0.00	0.06	34	0.10	0.04	83	0.02	0.05	48	0.02	0.03	61	0.00	0.03	41
- Nonaccrual	1.14	0.91	71	1.37	0.52	89	0.94	0.61	78	0.93	0.51	85	0.51	0.53	58
Owner Occ	0.79	0.17	97	0.42	0.18	82	0.74	0.21	96						
- 30-89 days PD															
- 90+ days PD	0.00	0.02	23	0.00	0.02	47	0.00	0.02	23						
- Nonaccrual	0.41	0.28	65	0.70	0.23	92	0.48	0.24	81						
Other	0.83	0.34	86	0.88	0.23	94	0.68	0.36	78						
- 30-89 days PD															
- 90+ days PD	0.00	0.03	43	0.09	0.01	92	0.02	0.02	69						
- Nonaccrual	0.74	0.54	71	0.67	0.23	92	0.46	0.31	72						
Farmland	1.19	0.89	77	0.98	0.34	84	0.85	0.50	73	0.34	0.44	52	1.13	0.39	85
- 30-89 days PD															
- 90+ days past due	0.00	0.04	34	0.00	0.05	31	0.00	0.01	36	0.00	0.05	37	0.00	0.02	39
- Nonaccrual	0.50	0.69	56	0.87	0.62	68	1.02	0.56	75	0.79	0.58	69	0.80	0.89	55
Credit card		1.66		0.00	1.58	9		1.67			1.69		0.29	1.52	20
- 30-89 days PD															
- 90+ days past due		0.94		0.00	0.67	18		0.84			0.98		0.60	0.82	46
- Nonaccrual		0.34		0.00	0.12	36		0.17			0.13		0.02	0.08	73

Note: 30-89 Days Past Due amounts and ratios are confidential prior to March 2001.

### Risk-Based Capital

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
<b>TIER 1 CAPITAL: (\$000)</b>															
Total equity capital	2,353,882			2,228,911			2,329,705			2,245,493			2,324,978		
Net unrealized gains (losses) on AFS secs	-7,783			-24,041			9,453			-16,453			-3,938		
Less: Net unrealized loss on AFS eq secs	0			0			127			0			0		
Accum net gains (losses) on cash flow hedges	-12,248			-14,673			-11,951			0			0		
Less: Nonqualifying perpetual pref stock	0			0			0			0			0		
Qualifying minority interest + Qual Tr Pref Secs	205,000			205,000			205,000			205,000			205,000		
Less: Disallowed goodwill and oth intang	967,064			973,937			970,201			914,243			929,197		
Less: Cumulative change in fair values of liabilities	0			0			0			0			0		
Less: Disallowed servicing assts and PCCR	3			4			3			6,666			6,893		
Less: Disallowed deferred tax assets	0			0			0			0			0		
Other additns to (deduct from) tier 1 capital	0			0			0			0			0		
<b>Tier 1 capital</b>	<b>1,611,846</b>			<b>1,498,684</b>			<b>1,566,872</b>			<b>1,546,037</b>			<b>1,597,826</b>		
<b>TIER 2 CAPITAL:</b>															
Qualifying sub debt & redeemable pref stock	120,000			160,000			120,000			200,000			200,000		
Cumulative PPS includible in tier 2	0			0			0			0			0		
ALLL includible in tier 2	222,591			207,397			201,474			203,481			203,404		
Unrldz gains on AFS eq sec incl in tier 2	593			2,465			0			5,517			12,124		
Other tier 2 capital components	0			0			0			0			0		
<b>Allowable tier 2 capital (limited to amount of tier 1 capital)</b>	<b>343,184</b>			<b>369,862</b>			<b>321,474</b>			<b>408,998</b>			<b>415,528</b>		
<b>TIER 3 CAPITAL:</b>															
Total RB capital before deductions	1,955,030			1,868,546			1,888,346			1,955,035			2,013,354		
Less: Deductions for RBC	0			0			0			0			0		
<b>TOTAL RISK-BASED CAPITAL</b>	<b>1,955,030</b>			<b>1,868,546</b>			<b>1,888,346</b>			<b>1,955,035</b>			<b>2,013,354</b>		
<b>RISK-WEIGHTED ASSETS:</b>															
Total on-B/S RWA	15,927,344			14,857,216			15,355,012			14,721,707			14,870,390		
Total off-B/S items & deriv cr eq RWA	1,879,942			1,841,244			1,937,590			1,682,894			1,550,806		
Risk-weighted assets	17,807,285			16,698,459			17,292,600			16,404,601			16,421,197		
Market risk equivalent assets	0			0			0			0			0		
Risk-weighted assets before deductions	17,807,285			16,698,459			17,292,600			16,404,601			16,421,197		
Less: Excess allow for loan & lease loss	10,218			0			0			0			0		
Less: Alloc transfer risk reserve	0			0			0			0			0		
Total risk-weighted assets	17,797,067			16,698,459			17,292,600			16,404,601			16,421,197		
Average total assets for leverage ratio	21,033,811			19,636,847			20,011,853			19,774,533			21,086,075		
<b>MEMORANDA:</b>															
Mortgage servicing assets	54,725			55,829			51,187			66,620			68,841		
Purchased credit card relationships & NMSA	29			36			32			45			86		
All other identifiable intangible assets	37,896			44,769			41,033			42,614			51,517		

	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>CAPITAL RATIOS:</b>															
Tier 1 leverage ratio	7.66	7.47	50	7.63	7.63	44	7.83	7.42	58	7.82	7.79	49	7.58	7.44	57
Tier 1 RBC ratio	9.06	9.13	49	8.98	9.36	43	9.06	8.95	47	9.42	9.59	52	9.73	9.57	58
Total risk-based capital ratio	10.99	11.85	24	11.19	11.97	23	10.92	11.60	29	11.92	12.18	47	12.26	12.32	55
Tangible tier 1 leverage ratio	7.42	7.11	54	7.37	7.27	46	7.59	7.07	58	7.54	7.47	44	7.30	7.11	57
Tangible common eq cap / Tan assets	6.26	5.15	72	6.05	5.66	60	6.36	5.60	68	6.36	5.92	60	6.28	5.67	65
<b>OTHER RATIOS:</b>															
Mtg srvg assets / Prin bal 1-4 fam others	0.83	0.91	42	0.85	1.04	37	0.80	0.87	39	0.77	0.89	43	0.85	0.83	47
Est FV of mtg srvg assets / Mtg serv asts	123.30	112.86	77	117.44	119.35	61	122.72	111.93	76	100	115.91	22	100	115.27	17

### Insurance and Broker-Dealer Activities

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005			Percent Change	
															1-qr	1-yr	
<b>INSURANCE ACTIVITIES: (\$000)</b>																	
Total insurance underwriting assets	5,339			5,433			5,413			0			0		-1.35	-1.73	
Total property casualty companies	0			0			0			0			0				
Reinsurance recoverables (P/C)	0			0			0			0			0				
Total life health companies	5,339			5,433			5,413			0			0		-1.35	-1.73	
Reinsurance recoverables (L/H)	0			0			0			0			0				
Separate account assets (L/H)	0			0			0			0			0				
Total insurance underwriting equity	4,782			4,606			4,721			0			0		-0.23	3.82	
Total property casualty companies	0			0			0			0			0				
Total life health companies	4,782			4,606			4,721			0			0		-0.23	3.82	
Total insurance underwriting net income	59			71			154			0			0		37.21	-16.90	
Total property casualty companies	0			0			0			0			0				
Total life health companies	59			71			154			0			0		37.21	-16.90	
Claims & claims adj expense reserves (P/C)	0			0			0			0			0				
Unearned premiums (P/C)	0			0			0			0			0				
Policyholder ben & contracthold funds (L/H)	381			571			442			0			0		-12.61	-33.27	
Separate account liabilities (L/H)	0			0			0			0			0				
Insurance activities revenue	23,242			22,695			44,359			52,475			48,242		98.77	2.41	
Insurance comm & fees (excl premiums)	22,525			22,089			43,085			52,475			48,242		99.07	1.97	
Ins & reins underwriting inc (incl prem)	717			606			1,274			0			0		89.68	18.32	
Premiums	717			606			1,274			0			0		89.68	18.32	
Credit related insur underwriting	717			606			1,274			0			0		89.68	18.32	
Other insurance underwriting	0			0			0			0			0				
Insurance benefits, losses, expenses	128			120			220			0			0		85.51	6.67	
Net assets of insurance underwriting subs	0			0			0			0			0				
Life insurance assets	501,152			432,911			491,294			419,718			354,287		1.01	15.76	

	BHC			Peer 1			Pct			BHC			Peer 1			Pct			BHC			Peer 1			Pct			BHC			Peer 1			Pct		
<b>ANALYSIS RATIOS:</b>																																				
Ins underwriting assets / Consol assets	0.02	0.06	68	0.03	0.05	69	0.03	0.05	70	0.00	0.05	28	0.00	0.06	26																					
Ins under assets (P/C) / Tot ins und asts	0.00	39.47	16	0.00	39.83	17	0.00	41.42	16		44.70			39.72																						
Ins under assets (L/H) / Tot ins und asts	100	60.53	83	100	60.17	82	100	58.58	83		55.30			60.28																						
Sep acct assets (L/H) / Total life asts	0.00	2.23	44	0.00	0.89	45	0.00	0.98	45		0.74			0.48																						
Ins activities revenue / Adj oper inc	4.43	1.07	90	4.57	1.26	92	4.40	1.21	94	5.32	1.24	94	4.90	1.49	91																					
Premium inc / Ins activities revenue	3.08	13.18	65	2.67	9.81	65	2.87	10.36	64	0.00	8.92	29	0.00	11.36	26																					
Credit rel prem inc / Tot prem inc	100	73.57	74	100	72.55	73	100	73.60	74		75.39			73.61																						
Other prem inc / Total prem inc	0.00	26.43	26	0.00	27.45	26	0.00	26.40	26		24.61			26.39																						
Ins under net income / Consol net income	0.05	0.08	75	0.05	0.20	68	0.05	0.23	73	0.00	0.21	31	0.00	0.33	28																					
Ins net inc (P/C) / Equity (P/C)		6.50			23.48			12.02			7.90			10.09																						
Ins net inc (L/H) / Equity (L/H)	2.47	5.70	19	3.08	4.69	33	3.26	7.25	29		6.78			12.57																						
Insur ben, losses, exp / Insur premiums	17.85	172.35	12	19.80	129.21	23	17.27	133.41	20		88.63			107.42																						
Reinsurance recov (P/C) / Tot assets (P/C)		1.11			2.22			3.09			2.64			1.48																						
Reinsurance recov (L/H) / Tot assets (L/H)	0.00	0.27	30	0.00	0.25	33	0.00	0.37	31		0.29			0.66																						
Net assets ins under subs / Cons assets	0.00	0.01	41	0.00	0.01	42	0.00	0.00	41	0.00	0.01	40	0.00	0.00	41																					
Life insurance assets / Tier 1 cap + ALLL	27.22	12.46	89	25.39	12.67	83	27.80	13.49	87	23.99	11.97	79	19.67	10.03	75																					
<b>BROKER-DEALER ACTIVITIES</b>																																				
Net assets of broker-dealer subs (\$000)		0			0			0			0			0																						
Net assets broker-dealer subs / Cons asts	0.00	0.73	31	0.00	0.91	32	0.00	0.64	32	0.00	0.98	33	0.00	1.22	32																					

## Foreign Activities

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
FOREIGN ACTIVITIES: (\$000)															
Total foreign loans and leases.....	6,121			2,581			1,859			3,507			0		
Real estate loans.....	6,121			2,504			1,859			3,507			0		
Commercial and industrial loans.....	0			77			0			0			0		
Loans to dep inst & other banks accept.....	0			0			0			0			0		
Loans to foreign govts and inst.....	0			0			0			0			0		
Loans to individuals.....	0			0			0			0			0		
Agricultural loans.....	0			0			0			0			0		
Other foreign loans.....	0			0			0			0			0		
Lease financing receivables.....	0			0			0			0			0		
Debt securities.....	1,918			2,512			2,515			2,697			3,010		
Interest-bearing bank balances.....	0			0			0			0			0		
Total selected foreign assets.....	8,039			5,093			4,374			6,204			3,010		
Total foreign deposits.....	0			0			0			0			0		
Interest-bearing deposits.....	0			0			0			0			0		
Non-interest-bearing deposits.....	0			0			0			0			0		

	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
ANALYSIS RATIOS:															
Yield: Foreign loans.....	0.00	2.89	25	0.00	2.96	27	0.00	3	26	0.00	2.66	28		2.35	
Cost: Interest-bearing deposits.....		2.64			4.42			4.23			4.23			2.79	
NET LOSSES AS % OF FOREIGN LNS BY TYPE:															
Real estate loans.....		40.48			24.20			8.22			68.14			28.10	
Commercial and industrial loans.....		0.47			15.38			2.70			0.22			10.52	
Foreign governments and inst.....		0.05			-0.34			-0.24			-0.13			0.00	
GROWTH RATES:															
Net loans and leases.....	137.16	233.47	85	-54.26	8.99	11	-46.99	126.76	19		148.72			16.59	
Total selected assets.....	57.84	65.13	75	-39.61	17.71	13	-29.50	126.31	18	106.11	67.29	83	39.55	16.60	84
Deposits.....		14.97			37.79			41.77			33.71			18.44	

### Servicing, Securitization and Asset Sale Activities—Part 1

	06/30/2008		03/31/2008		12/31/2007		09/30/2007		06/30/2007		Percent Change	
											1-qtr	1-yr
ACTIVITY: (\$000)												
Securitization activities	93		97		101		125		130		-4.12	-28.46
1-4 family residential loans	93		97		101		125		130		-4.12	-28.46
Home equity lines	0		0		0		0		0			
Credit card receivables	0		0		0		0		0			
Auto loans	0		0		0		0		0			
Commercial and industrial loans	0		0		0		0		0			
All other loans and leases	0		0		0		0		0			
Retained interest-only strips	0		0		0		0		0			
1-4 family residential loans	0		0		0		0		0			
Home equity lines	0		0		0		0		0			
Credit card receivables	0		0		0		0		0			
Auto loans	0		0		0		0		0			
Commercial and industrial loans	0		0		0		0		0			
All other loans and leases	0		0		0		0		0			
Retained credit enhancements	0		0		0		0		0			
1-4 family residential loans	0		0		0		0		0			
Home equity lines	0		0		0		0		0			
Credit card receivables	0		0		0		0		0			
Auto loans	0		0		0		0		0			
Commercial and industrial loans	0		0		0		0		0			
All other loans and leases	0		0		0		0		0			
Total retained credit exposure	0		0		0		0		0			
Unused commit to provide liq (servicer adv)	0		0		0		0		0			
Seller's interest in securities & loans	0		0		0		0		0			
Home equity lines	0		0		0		0		0			
Credit card receivables	0		0		0		0		0			
Commercial and industrial loans	0		0		0		0		0			
Asset-backed commercial paper conduits	0		0		0		0		0			
Cr exp from conduits by bank or oth inst	0		0		0		0		0			
Liq commit from conduits by bank or oth	0		0		0		0		0			

	06/30/2008		03/31/2008		12/31/2007		09/30/2007		06/30/2007	
ACTIVITY % OF TOTAL ASSETS:										
Securitization activities	0.00		0.00		0.00		0.00		0.00	
1-4 family residential loans	0.00		0.00		0.00		0.00		0.00	
Home equity lines	0.00		0.00		0.00		0.00		0.00	
Credit card receivables	0.00		0.00		0.00		0.00		0.00	
Auto loans	0.00		0.00		0.00		0.00		0.00	
Commercial and Industrial loans	0.00		0.00		0.00		0.00		0.00	
All other loans and leases	0.00		0.00		0.00		0.00		0.00	
Asset-backed commercial paper conduits	0.00		0.00		0.00		0.00		0.00	
Cr exp, conduits by bank or oth inst	0.00		0.00		0.00		0.00		0.00	
Liq commit, conduits by bank or oth	0.00		0.00		0.00		0.00		0.00	
PERCENT OF TOTAL MANAGED ASSETS (ON-BALANCE-SHEET LOANS + SECURITIZED LOANS):										
1-4 family residential loans	21.85		20.35		19.38		19.48		19.37	
Home equity lines	8.34		8.83		9.41		9.89		10.07	
Credit card receivables	0.00		0.00		0.00		0.00		0.00	
Auto loans and other consumer loans	4.71		4.90		4.98		5.27		5.28	
Commercial and industrial loans	24.35		24.46		24.02		22.55		22.62	
All other loans and leases	40.75		41.46		42.21		42.80		42.65	

### Servicing, Securitization and Asset Sale Activities—Part 2

	06/30/2008		03/31/2008		12/31/2007		09/30/2007		06/30/2007	
<b>PCT TOT SECURITIZATION ACTIVITIES</b>										
BY TYPE:										
Retained interest-only strips.....	0.00		0.00		0.00		0.00		0.00	
1-4 family residential loans.....	0.00		0.00		0.00		0.00		0.00	
Home equity lines.....										
Credit card receivables.....										
Auto loans.....										
Commercial and industrial loans.....										
All other loans and leases.....										
Retained credit enhancements.....	0.00		0.00		0.00		0.00		0.00	
1-4 family residential loans.....	0.00		0.00		0.00		0.00		0.00	
Home equity lines.....										
Credit card receivables.....										
Auto loans.....										
Commercial and industrial loans.....										
All other loans and leases.....										
Unused commit to prov liq (servicer adv).....	0.00		0.00		0.00		0.00		0.00	
Seller's interest in securities & loans.....	0.00		0.00		0.00		0.00		0.00	
Home equity lines.....										
Credit card receivables.....										
Commercial and industrial loans.....										
<b>PERCENT OF TIER 1 CAPITAL:</b>										
Total retained credit exposure.....	0.00		0.00		0.00		0.00		0.00	
Retained interest-only strips.....	0.00		0.00		0.00		0.00		0.00	
Retained credit enhancements.....	0.00		0.00		0.00		0.00		0.00	
Tot ret cr exp & asset sale credit exp.....	6.55		6.68		7.11		8.73		9.09	

(\$000)	06/30/2008		03/31/2008		12/31/2007		09/30/2007		06/30/2007		Percent Change	
										1-qtr	1-yr	
<b>30-89 DAYS PD SECURITIZED ASSETS:</b>												
1-4 family residential loans.....	0	0	0	0	0	0	0	0	0			
Home equity lines.....	0	0	0	0	0	0	0	0	0			
Credit card receivables.....	0	0	0	0	0	0	0	0	0			
Auto loans.....	0	0	0	0	0	0	0	0	0			
Commercial and industrial loans.....	0	0	0	0	0	0	0	0	0			
All other loans and leases.....	0	0	0	0	0	0	0	0	0			
Total 30-89 days PD securitized assets.....	0	0	0	0	0	0	0	0	0			
<b>90 DAYS+ PD SECURITIZED ASSETS: (\$000)</b>												
1-4 family residential loans.....	0	0	0	0	0	0	0	0	0			
Home equity lines.....	0	0	0	0	0	0	0	0	0			
Credit card receivables.....	0	0	0	0	0	0	0	0	0			
Auto loans.....	0	0	0	0	0	0	0	0	0			
Commercial and industrial loans.....	0	0	0	0	0	0	0	0	0			
All other loans and leases.....	0	0	0	0	0	0	0	0	0			
Total 90 days+ PD securitized assets.....	0	0	0	0	0	0	0	0	0			
Total past due securitized assets.....	0	0	0	0	0	0	0	0	0			
<b>NET LOSSES ON SECURITIZED ASSETS: (\$000)</b>												
1-4 family residential loans.....	0	0	0	0	0	0	0	0	0			
Home equity lines.....	0	0	0	0	0	0	0	0	0			
Credit card receivables.....	0	0	0	0	0	0	0	0	0			
Auto loans.....	0	0	0	0	0	0	0	0	0			
Commercial and industrial loans.....	0	0	0	0	0	0	0	0	0			
All other loans and leases.....	0	0	0	0	0	0	0	0	0			
Total net losses on securitized assets.....	0	0	0	0	0	0	0	0	0			

### Servicing, Securitization and Asset Sale Activities—Part 3

	06/30/2008		03/31/2008		12/31/2007		09/30/2007		06/30/2007	
<b>30–89 DAYS PD SEC ASSETS % OF TYPE:</b>										
1–4 family residential loans .....	0.00		0.00		0.00		0.00		0.00	
Home equity lines .....										
Credit card receivables .....										
Auto loans .....										
Commercial and industrial loans .....										
All other loans and leases .....										
<b>Total 30–89 days PD securitized assets .....</b>	<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>	
<b>90+ DAYS PD SEC ASSETS % OF TYPE:</b>										
1–4 family residential loans .....	0.00		0.00		0.00		0.00		0.00	
Home equity lines .....										
Credit card receivables .....										
Auto loans .....										
Commercial and industrial loans .....										
All other loans and leases .....										
<b>Total 90+ days PD securitized assets .....</b>	<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>	
<b>TOTAL PD SEC ASSETS % OF SEC ASSETS .....</b>	<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>	
<b>NET LOSS ON SEC ASSETS % OF TYPE:</b>										
1–4 family residential loans .....	0.00		0.00		0.00		0.00		0.00	
Home equity lines .....										
Credit card receivables .....										
Auto loans .....										
Commercial and industrial loans .....										
All other loans and leases .....										
<b>Total net losses on sec assets .....</b>	<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>		<b>0.00</b>	
<b>30–89 DAYS PD MANAGED ASSETS % OF TYPE:</b>										
1–4 family residential loans .....	0.78		0.60		0.51		0.62		0.49	
Home equity lines .....	1.03		0.58		0.66		0.31		0.25	
Credit card receivables .....									0.00	
Commercial and industrial loans .....	1.11		1.69		1.07		0.72		0.58	
All other loans and leases .....	1.73		1.93		1.47		1.20		1.21	
<b>Total managed loans PD 30–89 days .....</b>	<b>1.31</b>		<b>1.48</b>		<b>1.11</b>		<b>0.89</b>		<b>0.83</b>	
<b>90+ DAYS PD MANAGED ASSETS % OF TYPE:</b>										
1–4 family residential loans .....	0.00		0.00		0.00		0.00		0.00	
Home equity lines .....	0.69		0.65		0.44		0.38		0.30	
Credit card receivables .....									0.00	
Commercial and industrial loans .....	0.04		0.00		0.00		0.00		0.00	
All other loans and leases .....	0.17		0.21		0.25		0.21		0.24	
<b>Total managed loans PD 90+ days .....</b>	<b>0.15</b>		<b>0.15</b>		<b>0.16</b>		<b>0.14</b>		<b>0.15</b>	
<b>TOTAL PAST DUE MANAGED ASSETS .....</b>	<b>1.46</b>		<b>1.64</b>		<b>1.27</b>		<b>1.03</b>		<b>0.98</b>	
<b>NET LOSSES ON MANAGED ASSETS</b>										
<b>% OF TYPE:</b>										
1–4 family residential loans .....	0.24		0.30		0.15		0.10		0.09	
Home equity lines .....	0.89		0.89		0.47		0.40		0.37	
Credit card receivables .....									0.00	
Commercial and industrial loans .....	0.77		0.23		0.43		0.44		0.16	
All other loans and leases .....	0.75		0.45		0.18		0.12		0.09	
<b>NET LOSSES ON MANAGED ASSETS .....</b>	<b>0.65</b>		<b>0.40</b>		<b>0.26</b>		<b>0.22</b>		<b>0.13</b>	







**Parent Company Analysis—Part 1**

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PROFITABILITY:</b>															
Net income / Avg equity capital .....	9.61	4.82	71	13.31	11.82	56	12.68	8.75	65	13.89	13.95	52	15.24	14.35	51
Bank net inc / Avg eq inv in banks.....	9.47	7.72	55	11.95	12.39	49	11.52	9.71	60	12.41	14.64	30	15.74	14.14	58
Nonbk net inc / Avg eq inv in nonbanks.....	8.93	1.50	76	21.49	10.41	82	18.91	6.73	86	14.81	9.27	75	1.61	8.80	26
Sub BHCs net inc / Avg eq inv in sub BHCs.....		4.10			9.20			6.54			8.92			10.94	
Bank net income / Parent net income .....	105.41	82.31	66	96.11	76.83	49	98.24	78.21	48	93.52	76.65	36	99.71	71.56	63
Nonbank net income / Parent net income .....	2.91	5.73	47	4.26	6.41	57	4.21	5.89	57	2.32	4.94	54	0.87	5.57	40
Sub BHCs net inc / Parent net income .....		76.43			67.97			73.87			69.45			65.03	
<b>LEVERAGE:</b>															
Total liabilities / Equity capital.....	22.57	35.93	45	29.06	36.45	56	21.33	34.44	43	25.73	35.29	50	21.46	33.49	45
Total debt / Equity capital .....	11.45	17.73	57	17.47	17.43	60	10.06	16.48	55	14	15.66	57	9.64	15.82	55
Tot debt + NP to subs lss tr pref / Equity capital.....	20.64	27.47	50	27.06	27.15	59	19.36	26.01	47	23.63	25.31	57	19	24.23	51
Tot debt + Lns guaranteed for affl / Equity capital.....	11.45	20.31	52	17.47	19.33	59	10.06	18.53	53	14	17.33	56	9.64	20.12	51
Total debt / Eq cap – exc over fair value .....	11.45	18.28	55	17.47	17.71	59	10.06	16.69	55	14	15.89	57	9.64	16.27	55
Long-term debt / Equity capital.....	8.48	11.85	55	8.95	12.89	59	8.56	11.89	53	8.88	11.77	62	8.57	12.45	57
Short-term debt / Equity capital.....	2.97	4.54	67	8.52	3.68	75	1.50	3.73	62	5.12	3.12	73	1.08	2.55	62
Current portion of LT debt / Equity capital .....	0.00	0.13	39	0.00	0.16	36	0.00	0.05	37	0.00	0.28	34	0.00	0.12	39
Exc cost over fair value / Equity capital.....	0.00	0.47	34	0.00	0.40	34	0.00	0.29	35	0.00	0.40	34	0.00	1.06	33
Long-term debt / Consolidated LT debt .....	21.31	12.73	71	17.59	14	65	16.13	12.74	65	15.70	14.84	66	11.95	15.07	57
<b>DOUBLE LEVERAGE:</b>															
Equity investment in subs / Equity capital .....	111.61	112.09	55	113.20	111.98	57	109.45	112.58	41	107.67	110.24	40	105.23	108.78	40
Total investment in subs / Equity capital.....	116.33	121.97	52	122.76	122.36	60	115.16	122.25	46	120.34	121.05	60	115.74	119.83	57
Equity inv in subs / Eq cap, Qual TPS + Oth PS in T1 .....	102.67	101.12	62	103.66	100.68	72	100.60	100.18	52	98.66	99.43	52	96.71	99.24	34
Total inv in subs / Eq cap, Qual TPS + Oth PS in T1.....	107.01	110.06	61	112.42	109.57	68	105.84	108.32	56	110.27	108.62	68	106.36	108.79	55
<b>DOUBLE LEVERAGE PAYBACK:</b>															
Equity inv in subs – eq cap / Net inc (X).....	1.20	2.11	47	0.99	1.20	49	0.77	1.65	30	0.54	0.91	40	0.38	0.71	34
Eq inv in subs – eq cap / Net inc-div (X) .....	4.09	8.24	63	2.04	2.53	48	1.69	4.89	24	1.04	2.26	40	0.67	1.90	15
<b>COVERAGE ANALYSIS:</b>															
Op inc-tax + noncash / Oper exp + div.....	54.98	89.25	23	133.41	143.34	53	143.89	131.72	71	192.30	136.59	84	147.69	145.11	62
Cash fl fr op + noncash + op ex / Op ex + div .....	53.46	99.50	23	117.85	154.42	43	138.42	138.88	62	174.13	134.43	76	138.68	147.51	57
Adj cash fl / Op exp + repaid LT debt + div.....	98.81	149.11	28	100.59	110.90	49	100.89	96.06	59	100.03	114.51	23	100.44	98.70	51
Pretax oper inc + int exp / Int expense .....	205.31	1,117.50	42	756.71	3,373.35	47	865.55	5,442.83	57	1,256.09	3,185.46	64	1,140.44	3,665.49	52
Pretax opinc + int exp + tr pref / Int exp + tr .....	170.92	521.95	39	552.64	656.21	51	619.31	915.84	58	872.41	651.11	70	738.31	896.12	54
Div + int from subs / Int exp + div .....	35.50	100.81	18	138.12	171.28	52	153.14	165.84	60	204.93	157.02	74	160.52	176.22	64
Fees + other inc from subs / Sal + oth exp.....	95.99	15.80	92	108.64	16.03	97	103.26	15.70	96	113.93	15.33	98	85.61	19.65	88
Net inc / Curr part of LT debt + pfd div (X).....		158.71			296.78			348.50			128.89			813.95	
<b>OTHER RATIOS:</b>															
Net assets repr in 1 yr / Total assets .....	2.78	1.19	64	1.80	0.28	66	4.96	-0.11	82	6.56	0.78	86	5.86	0.40	88
<b>PAST DUE AND NONACCRUAL AS % OF LNS&amp;LS:</b>															
90+ days past due .....	0.00	0.00	50	0.00	0.00	50	0.00	0.00	50	0.00	0.00	50	0.00	0.00	47
Nonaccrual.....	100	2.36	95	100	0.61	95	100	0.66	95	100	11.33	93	100	0.62	95
Total .....	100	2.36	95	100	0.61	95	100	0.66	95	100	11.33	93	100	11.11	92
<b>GUARANTEED LOANS AS % OF EQUITY CAPITAL:</b>															
To bank subsidiaries .....	0.00	0.00	45	0.00	0.00	46	0.00	0.00	46	0.00	0.00	46	0.00	0.00	47
To nonbank subsidiaries .....	0.00	0.99	42	0.00	0.26	44	0.00	0.48	43	0.00	0.25	44	0.00	1.22	42
To subsidiary BHCs .....	0.00	0.01	47	0.00	0.00	47	0.00	0.00	47	0.00	0.01	47	0.00	0.01	46
Total .....	0.00	1.79	40	0.00	0.35	42	0.00	0.60	41	0.00	0.36	42	0.00	1.76	40
<b>AS A PCT OF CONSOLIDATED BHC ASSETS:</b>															
Nonbank assets of nonbank subsidiaries.....	1.42	6.77	50	1.22	5.78	50	1.35	5.39	50	1.16	5.81	52	0.92	6.98	41
Combined thrift assets.....	0.00	0.18	44	0.00	0.20	44	0.00	0.23	44	0.00	0.39	42	0.00	0.35	44
Combined foreign nonbank sub assets.....	0.00	0.18	36	0.00	0.12	36	0.00	0.11	37	0.00	0.11	36	0.00	0.14	34

**Parent Company Analysis—Part 2**

	06/30/2008			06/30/2007			12/31/2007			12/31/2006			12/31/2005		
	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct	BHC	Peer 1	Pct
<b>PAYOUT RATIOS - PARENT:</b>															
Div paid / Inc before undist inc .....	391.98	173.68	88	64.54	73.50	51	58.58	71.25	40	41.19	68.73	26	57.63	68.89	41
Dividends paid / Net income .....	70.68	56.44	66	51.67	46.62	67	54.53	50.51	58	47.76	36.79	65	43.41	39.47	56
Net income – dividends / Avg equity .....	2.82	0.33	49	6.44	6.69	39	5.77	3.66	55	7.26	8.58	37	8.63	8.47	50
<b>PERCENT OF DIVIDENDS PAID:</b>															
Dividends from bank subs .....	37.29	67.55	43	155.64	140.69	63	173.29	129.55	69	228.12	125.44	82	174.86	138.97	68
Dividends from nonbank subs .....	0.00	3.17	24	0.00	7.52	19	1.93	8.12	56	5.95	6.21	69	0.00	11.16	20
Dividends from subsidiary BHCs .....	0.00	14.81	38	0.00	15.18	41	0.00	16.03	40	0.00	17.75	37	0.00	21.35	35
Dividends from all subsidiaries .....	37.29	103.37	20	155.64	207.86	50	175.21	194.05	61	234.07	175.07	77	174.86	197.28	60
<b>PAYOUT RATIOS - SUBSIDIARIES:</b>															
<b>PERCENT OF BANK NET INCOME:</b>															
Dividends from bank subs .....	25	53.58	25	83.68	76.21	57	96.18	86.39	61	116.51	66.52	91	76.12	59.78	69
Interest income from bank subs .....	0.23	4.10	35	1.78	3.38	55	1.06	4.07	46	2.11	3.07	63	2.02	2.56	69
Mgt & service fees from bank subs .....	27.54	5.95	85	23.40	4.38	89	21.69	4.86	86	19.18	3.62	89	13.59	3.56	84
Other income from bank subs .....	0.00	0.01	48	0.00	0.00	50	0.00	0.04	46	0.00	0.01	47	0.00	0.27	43
Operating income from bank subs .....	52.76	71.30	35	108.85	93.75	64	118.93	104.62	69	137.80	76.68	93	91.73	68.32	77
<b>PERCENT OF NONBANK NET INCOME:</b>															
Dividends from nonbank subs .....	0.00	64.66	22	0.00	61.10	13	24.96	80.92	30	122.35	55.89	79	0.00	47.31	15
Interest income from nonbank subs .....	119.82	20.21	88	137.05	24.58	90	123.52	60.61	82	218.49	30.14	92	360.82	24.40	96
Mgt & serv fees from nonbank subs .....	51.10	0.93	97	26.11	2.34	96	27.58	2.56	94	36.79	3.76	92	90.64	2.75	98
Other income from nonbank subs .....	0.00	0.00	48	0.00	0.00	48	0.00	0.03	45	0.00	0.02	46	0.00	0.01	48
Operating inc from nonbank subs .....	170.92	91.21	81	163.16	106.25	79	176.07	188.18	67	377.62	109.39	88	451.45	101.72	90
<b>PERCENT OF SUB BHCs' NET INCOME:</b>															
Dividends from subsidiary BHCs .....		59.53			36.31			38.68			46.80			48.92	
Interest inc from subsidiary BHCs .....		12.34			4.46			8.74			4.08			4.48	
Mgt & serv fees from sub BHCs .....		3.05			2.22			1.78			0.44			3.17	
Other income from subsidiary BHCs .....		0.00			0.00			0.00			0.00			0.00	
Operating income from sub BHCs .....		74.93			47.76			54.91			54.75			60.70	
<b>DEPENDENCE ON SUBSIDIARIES:</b>															
<b>PERCENT OF TOTAL OPERATING INCOME:</b>															
Dividends from bank subsidiaries .....	43.43	44.35	47	71.41	53.98	47	75.56	57.87	45	75.36	57.66	49	77.76	55.37	55
Interest income from bank subs .....	0.39	6.54	45	1.52	3.19	55	0.84	2.70	50	1.37	2.76	53	2.06	2.40	64
Mgt & serv fees from bank subs .....	47.83	3.94	97	19.97	2.91	89	17.04	2.72	86	12.41	3.23	79	13.88	2.62	87
Other income from bank subs .....	0.00	0.00	49	0.00	0.00	50	0.00	0.01	46	0.00	0.00	47	0.00	0.02	44
Operating income from bank subs .....	91.66	60.23	63	92.89	64.60	58	93.44	69.02	53	89.13	67.12	52	93.71	64.11	64
Dividends from nonbank subs .....	0.00	4.05	25	0.00	3.26	20	0.84	3.79	53	1.97	3	66	0.00	4.35	21
Interest income from nonbank subs .....	5.75	3.58	79	5.18	2.55	82	4.15	1.80	80	3.51	1.87	76	3.22	1.51	78
Mgt & serv fees from nonbank subs .....	2.45	0.11	94	0.99	0.14	91	0.93	0.07	92	0.59	0.09	89	0.81	0.12	90
Other income from nonbank subs .....	0.00	0.00	47	0.00	0.00	48	0.00	0.00	46	0.00	0.00	46	0.00	0.00	47
Operating inc from nonbank subs .....	8.20	10.80	69	6.17	7.58	61	5.92	6.46	66	6.07	5.90	66	4.03	7.27	62
Dividends from subsidiary BHCs .....	0.00	8.62	38	0.00	11.32	39	0.00	9.19	40	0.00	11.45	36	0.00	12.67	35
Interest income from subsidiary BHCs .....	0.00	0.82	40	0.00	0.37	41	0.00	0.58	39	0.00	0.33	42	0.00	0.42	40
Mgt & serv fees from sub BHCs .....	0.00	0.13	45	0.00	0.00	46	0.00	0.00	46	0.00	0.01	45	0.00	0.06	45
Other income from subsidiary BHCs .....	0.00	0.00	49	0.00	0.00	50	0.00	0.00	50	0.00	0.00	49	0.00	0.00	50
Operating income from sub BHCs .....	0.00	12.49	34	0.00	13.12	36	0.00	12.75	34	0.00	13.21	34	0.00	14.69	33
Loans and adv from subs / St debt .....	309.14	345.99	71	112.55	1,102.81	43	618.47	1,079.59	73	188.17	459.84	57	870.14	487.31	80
Loans and adv from subs / Total debt .....	80.29	125.05	63	54.92	163.94	50	92.32	124.27	60	68.85	135.19	58	97.04	138.66	68